Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Hewlett Packard Enterprise Company**

**Meeting Date:** 04/01/2020 **Record Date:** 02/03/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 42824C109

Ticker: HPE

Shares Voted: 103,358

B				V-45	W-A-
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel Ammann	Mgmt	For	For	For
1b	Elect Director Pamela L. Carter	Mgmt	For	For	For
1c	Elect Director Jean M. Hobby	Mgmt	For	For	For
1d	Elect Director George R. Kurtz	Mgmt	For	For	For
1e	Elect Director Raymond J. Lane	Mgmt	For	For	For
1f	Elect Director Ann M. Livermore	Mgmt	For	For	For
1g	Elect Director Antonio F. Neri	Mgmt	For	For	For
1h	Elect Director Charles H. Noski	Mgmt	For	For	For
1i	Elect Director Raymond E. Ozzie	Mgmt	For	For	For
1j	Elect Director Gary M. Reiner	Mgmt	For	For	For
1k	Elect Director Patricia F. Russo	Mgmt	For	For	For
11	Elect Director Lip-Bu Tan	Mgmt	For	For	For
1m	Elect Director Mary Agnes Wilderotter	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

# Schlumberger N.V.

**Meeting Date:** 04/01/2020 **Record Date:** 02/12/2020

**Country:** Curacao **Meeting Type:** Annual Primary Security ID: 806857108

Ticker: SLB

Shares Voted: 102,001

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick de La Chevardiere	Mgmt	For	For	For
1b	Elect Director Miguel M. Galuccio	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Schlumberger N.V.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Olivier Le Peuch	Mgmt	For	For	For
1d	Elect Director Tatiana A. Mitrova	Mgmt	For	For	For
1e	Elect Director Lubna S. Olayan	Mgmt	For	For	For
1f	Elect Director Mark G. Papa	Mgmt	For	For	For
1g	Elect Director Leo Rafael Reif	Mgmt	For	For	For
1h	Elect Director Henri Seydoux	Mgmt	For	For	For
1i	Elect Director Jeff W. Sheets	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Adopt and Approve Financials and Dividends	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### **Ciena Corporation**

**Meeting Date:** 04/02/2020 **Record Date:** 02/04/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 171779309

Ticker: CIEN

Shares Voted: 31,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Judith M. O'Brien	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Joanne B. Olsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Gary B. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Devinder Kumar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **United Bankshares, Inc.**

**Meeting Date:** 04/02/2020 **Record Date:** 02/05/2020

**Country:** USA **Meeting Type:** Special Primary Security ID: 909907107

Ticker: UBSI

Shares Voted: 20,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	Refer	For
2	Issue Shares in Connection with Merger	Mgmt	For	Refer	For
3	Adjourn Meeting	Mgmt	For	Refer	For

### **Carnival Corporation**

**Meeting Date:** 04/06/2020 **Record Date:** 02/06/2020

Country: Panama Meeting Type: Annual Primary Security ID: 143658300

Ticker: CCL

Shares Voted: 29,567

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1	Re-elect Micky Arison as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Re-elect Jonathon Band as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
3	Re-elect Jason Glen Cahilly as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
4	Re-elect Helen Deeble as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
5	Re-elect Arnold W. Donald as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted			

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Carnival Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec		oting olicy Rec	Vote Instruct
6	Re-elect Richard J. Glasier as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
7	Re-elect Katie Lahey as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
8	Re-elect John Parker as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
9	Re-elect Stuart Subotnick as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
10	Re-elect Laura Weil as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
11	Re-elect Randall J. Weisenburger as a Director of Carnival Corporation and as a Director of Carnival plc.	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Fo	or	For
13	Approve Directors' Remuneration Report other than Remuneration Report Set out in Section B of Part II (in accordance with legal requirements applicable to UK companies)	Mgmt	For	Fo	or	For
14	Approve Directors' Remuneration Policy (in accordance with legal requirements applicable to UK companies)	Mgmt	For	Fo	or	For
15	Reappoint PricewaterhouseCoopers LLP as Independent Auditors of Carnival plc; Ratify the Selection of the U.S. Firm of PricewaterhouseCoopers LLP as the Independent Registered Certified Public Accounting Firm of Carnival Corporation	Mgmt	For	Fo	or	For
16	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	Fo	or	For
17	Receive the UK Accounts and Reports of the Directors and Auditors of Carnival plc for the year ended November 30, 2019 (in accordance with legal requirements applicable to UK companies).	Mgmt	For	Fo	or	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Carnival Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
18	Approve Issuance of Equity	Mgmt	For	For	For
	Voter Rationale: A vote FOR these resolutions is warran recommended limits.	ted because the proposed	amounts and durations are within		
19	Approve Issuance of Equity or Equity-Linked Securities without Preemptive Rights	Mgmt	For	For	For
	Voter Rationale: A vote FOR these resolutions is warran recommended limits.	ted because the proposed	amounts and durations are within		
20	Authorize Share Repurchase Program	Mgmt	For	For	For
21	Approve Omnibus Stock Plan	Mgmt	For	For	For
22	Approve UK Employee Share Purchase Plan	Mgmt	For	For	For

# **IQVIA Holdings Inc.**

**Meeting Date:** 04/06/2020 **Record Date:** 02/12/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 46266C105

Ticker: IQV

Shares Voted: 13,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Carol J. Burt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Colleen A. Goggins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Ronald A. Rittenmeyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warrandetail, the annual bonus program lacks clear disclosure maximum award payouts, such as through disclosure of committee's discretion. Further, the financial metrics the In the long-term program, although the performance should disclosed, and are only known at the end of perform CEO increased over 60 percent, and the proxy does not	of the level of achievemer, pre-set goals and weight program does include de ares utilize a multi-year po nance period. More concer	nt required for threshold, target, and ings, and appears largely based on the creased goal transparency over prior years. erformance period, forward-looking goals are ningly, the equity grant value in FY19 to the		
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Goodyear Tire & Rubber Company**

**Meeting Date:** 04/06/2020 **Record Date:** 02/11/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 382550101

Ticker: GT

Shares Voted: 46,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James A. Firestone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Werner Geissler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Peter S. Hellman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Laurette T. Koellner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Richard J. Kramer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director W. Alan McCollough	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director John E. McGlade	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Roderick A. Palmore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Hera K. Siu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Stephanie A. Streeter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Michael R. Wessel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director Thomas L. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Goodyear Tire & Rubber Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

### **Lennar Corporation**

Meeting Date: 04/07/2020 Record Date: 02/10/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 526057104

Ticker: LEN

Shares Voted: 20,610

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Rick Beckwitt	Mgmt	For	For	For
1b	Elect Director Irving Bolotin	Mgmt	For	For	For
1c	Elect Director Steven L. Gerard	Mgmt	For	For	For
1d	Elect Director Tig Gilliam	Mgmt	For	For	For
1e	Elect Director Sherrill W. Hudson	Mgmt	For	For	For
1f	Elect Director Jonathan M. Jaffe	Mgmt	For	For	For
1g	Elect Director Sidney Lapidus	Mgmt	For	For	For
1h	Elect Director Teri P. McClure	Mgmt	For	For	For
1i	Elect Director Stuart Miller	Mgmt	For	For	For
1j	Elect Director Armando Olivera	Mgmt	For	For	For
1k	Elect Director Jeffrey Sonnenfeld	Mgmt	For	For	For
11	Elect Director Scott Stowell	Mgmt	For	Refer	Against
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

#### **Adobe Inc.**

Meeting Date: 04/09/2020 Record Date: 02/12/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 00724F101

Ticker: ADBE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Adobe Inc.**

Shares Voted: 35,718

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Amy L. Banse	Mgmt	For	For	For
1b	Elect Director Frank A. Calderoni	Mgmt	For	For	For
1c	Elect Director James E. Daley	Mgmt	For	For	For
1d	Elect Director Laura B. Desmond	Mgmt	For	For	For
1e	Elect Director Charles M. Geschke	Mgmt	For	For	For
1f	Elect Director Shantanu Narayen	Mgmt	For	For	For
1g	Elect Director Kathleen Oberg	Mgmt	For	For	For
1h	Elect Director Dheeraj Pandey	Mgmt	For	For	For
1i	Elect Director David A. Ricks	Mgmt	For	For	For
1j	Elect Director Daniel L. Rosensweig	Mgmt	For	For	For
1k	Elect Director John E. Warnock	Mgmt	For	For	For
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Report on Gender Pay Gap	SH	Against	Against	Against

# **Boyd Gaming Corporation**

**Meeting Date:** 04/09/2020 **Record Date:** 02/28/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 103304101

Ticker: BYD

Shares Voted: 18,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director John R. Bailey	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Robert L. Boughner	Mgmt	For	For	For	

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Boyd Gaming Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.3	Elect Director William R. Boyd	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.4	Elect Director William S. Boyd	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.5	Elect Director Marianne Boyd Johnson	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.6	Elect Director Keith E. Smith	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.		For		
1.7	Elect Director Christine J. Spadafor	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.8	Elect Director A. Randall Thoman	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.9	Elect Director Peter M. Thomas	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.10	Elect Director Paul W. Whetsell	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.	mt For			
1.11	Elect Director Veronica J. Wilson	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
4	Approve Omnibus Stock Plan	Mgmt	For	For	For	

#### Dow Inc.

Meeting Date: 04/09/2020 Record Date: 02/12/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 260557103

Ticker: DOW

Shares Voted: 54,664

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Samuel R. Allen	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Dow Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Ajay Banga	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Jacqueline K. Barton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director James A. Bell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Wesley G. Bush	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1f	Elect Director Richard K. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Jeff M. Fettig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1h	Elect Director Jim Fitterling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1i	Elect Director Jacqueline C. Hinman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1j	Elect Director Jill S. Wyant	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1k	Elect Director Daniel W. Yohannes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **KB** Home

Meeting Date: 04/09/2020 Record Date: 02/07/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 48666K109

Ticker: KBH

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **KB Home**

Shares Voted: 17,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dorene C. Dominguez	Mgmt	For	For	For
1.2	Elect Director Timothy W. Finchem	Mgmt	For	For	For
1.3	Elect Director Stuart A. Gabriel	Mgmt	For	For	For
1.4	Elect Director Thomas W. Gilligan	Mgmt	For	For	For
1.5	Elect Director Kenneth M. Jastrow, II	Mgmt	For	For	For
1.6	Elect Director Robert L. Johnson	Mgmt	For	For	For
1.7	Elect Director Melissa Lora	Mgmt	For	For	For
1.8	Elect Director Jeffrey T. Mezger	Mgmt	For	For	For
1.9	Elect Director James C. Weaver	Mgmt	For	For	For
1.10	Elect Director Michael M. Wood	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# Synopsys, Inc.

**Meeting Date:** 04/09/2020 **Record Date:** 02/10/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 871607107

Ticker: SNPS

Shares Voted: 11,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Aart J. de Geus	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Chi-Foon Chan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Janice D. Chaffin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Bruce R. Chizen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w.	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Synopsys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.5	Elect Director Mercedes Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Chrysostomos L. "Max" Nikias	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director John Schwarz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Roy Vallee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director Steven C. Walske	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Fifth Third Bancorp**

**Meeting Date:** 04/14/2020 **Record Date:** 02/21/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 316773100

Ticker: FITB

Shares Voted: 52,330

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Nicholas K. Akins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director B. Evan Bayh, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Jorge L. Benitez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Katherine B. Blackburn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Fifth Third Bancorp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Emerson L. Brumback	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we				
1.6	Elect Director Jerry W. Burris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Greg D. Carmichael	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director C. Bryan Daniels	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Thomas H. Harvey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Gary R. Heminger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Jewell D. Hoover	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director Eileen A. Mallesch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Michael B. McCallister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.14	Elect Director Marsha C. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

# A. O. Smith Corporation

Meeting Date: 04/15/2020 Record Date: 02/18/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 831865209

Ticker: AOS

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# A. O. Smith Corporation

Shares Voted: 10,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William P. Greubel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Ilham Kadri	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Idelle K. Wolf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Gene C. Wulf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

# **Commerce Bancshares, Inc.**

Meeting Date: 04/15/2020

Country: USA

Primary Security ID: 200525103

Record Date: 02/14/2020 Meeting

Meeting Type: Annual

Ticker: CBSH

Shares Voted: 20,832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John R. Capps	Mgmt	For	For	For
1.2	Elect Director Karen L. Daniel	Mgmt	For	For	For
1.3	Elect Director W. Thomas Grant, II	Mgmt	For	For	For
1.4	Elect Director David W. Kemper	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Sonoco Products Company**

**Meeting Date:** 04/15/2020 **Record Date:** 02/26/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 835495102

Ticker: SON

Shares Voted: 22,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Harry A. Cockrell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director R. Howard Coker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Pamela L. Davies	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Theresa J. Drew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Philippe Guillemot	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director John R. Haley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.7	Elect Director Robert R. Hill, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.8	Elect Director Richard G. Kyle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.9	Elect Director Blythe J. McGarvie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.10	Elect Director James M. Micali	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.11	Elect Director Sundaram Nagarajan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.12	Elect Director Marc. D. Oken	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.13	Elect Director Thomas E. Whiddon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.14	Elect Director Lloyd M. Yates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Sonoco Products Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Articles of Incorporation and Article III, Section 7, of the By-Laws Relating to the Vote Required for the Removal of Directors	Mgmt	For	For	For
5	Amend Articles of Incorporation Relating to Quorum or Voting Requirement for Shareholders	Mgmt	For	For	For
6	Reduce Supermajority Vote Requirement	Mgmt	For	For	For
7	Provide Right to Call Special Meeting	SH	For	For	For

### **The Bank of New York Mellon Corporation**

**Meeting Date:** 04/15/2020 **Record Date:** 02/18/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 064058100

Ticker: BK

Shares Voted: 61,860

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Linda Z. Cook	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Thomas P. "Todd" Gibbons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Jeffrey A. Goldstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Edmund F. "Ted" Kelly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Jennifer B. Morgan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Elizabeth E. Robinson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# The Bank of New York Mellon Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Samuel C. Scott, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1i	Elect Director Frederick O. Terrell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1j	Elect Director Alfred W. "AI" Zollar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Report on Gender Pay Gap	SH	Against	Against	Against
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

# **Celanese Corporation**

**Meeting Date:** 04/16/2020 **Record Date:** 02/18/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 150870103

Ticker: CE

Shares Voted: 8,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Jean S. Blackwell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1b	Elect Director William M. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1c	Elect Director Edward G. Galante	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1d	Elect Director Kathryn M. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1e	Elect Director David F. Hoffmeister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1f	Elect Director Jay V. Ihlenfeld	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Celanese Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1g	Elect Director Mark C. Rohr	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Kim K. W. Rucker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director Lori J. Ryerkerk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director John K. Wulff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **FLIR Systems, Inc.**

**Meeting Date:** 04/16/2020 **Record Date:** 02/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 302445101

Ticker: FLIR

Shares Voted: 9,367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James J. Cannon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1b	Elect Director John D. Carter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1c	Elect Director William W. Crouch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1d	Elect Director Catherine A. Halligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1e	Elect Director Earl R. Lewis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1f	Elect Director Angus L. Macdonald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **FLIR Systems, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1g	Elect Director Michael T. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1h	Elect Director Cathy A. Stauffer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1i	Elect Director Robert S. Tyrer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1j	Elect Director John W. Wood, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Steven E. Wynne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Change State of Incorporation Oregon to Delaware	Mgmt	For	For	For

### Home BancShares, Inc.

**Meeting Date:** 04/16/2020 **Record Date:** 02/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 436893200

Ticker: HOMB

Shares Voted: 35,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John W. Allison	Mgmt	For	For	For
1.2	Elect Director Brian S. Davis	Mgmt	For	For	For
1.3	Elect Director Milburn Adams	Mgmt	For	For	For
1.4	Elect Director Robert H. Adcock, Jr.	Mgmt	For	Refer	Withhold
1.5	Elect Director Richard H. Ashley	Mgmt	For	For	For
1.6	Elect Director Mike D. Beebe	Mgmt	For	For	For
1.7	Elect Director Jack E. Engelkes	Mgmt	For	For	For
1.8	Elect Director Tracy M. French	Mgmt	For	For	For
1.9	Elect Director Karen E. Garrett	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Home BancShares, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director James G. Hinkle	Mgmt	For	For	For
1.11	Elect Director Alex R. Lieblong	Mgmt	For	For	For
1.12	Elect Director Thomas J. Longe	Mgmt	For	For	For
1.13	Elect Director Jim Rankin, Jr.	Mgmt	For	For	For
1.14	Elect Director Donna J. Townsell	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
3	Ratify BKD, LLP as Auditors	Mgmt	For	For	For

#### **IHS Markit Ltd.**

**Meeting Date:** 04/16/2020 **Record Date:** 02/20/2020

**Country:** Bermuda **Meeting Type:** Annual Primary Security ID: G47567105

Ticker: INFO

riccing Type: Annua

Shares Voted: 29,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Lance Uggla	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director John Browne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Ruann F. Ernst	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director William E. Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Jean-Paul L. Montupet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Deborah K. Orida	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director James A. Rosenthal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Owens Corning**

**Meeting Date:** 04/16/2020 **Record Date:** 02/18/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 690742101

Ticker: OC

Shares Voted: 24,700

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction
1a	Elect Director Brian D. Chambers	Mgmt	For	For	For
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For	For
1c	Elect Director Adrienne D. Elsner	Mgmt	For	For	For
1d	Elect Director J. Brian Ferguson	Mgmt	For	For	For
1e	Elect Director Ralph F. Hake	Mgmt	For	For	For
1f	Elect Director Edward F. Lonergan	Mgmt	For	For	For
1g	Elect Director Maryann T. Mannen	Mgmt	For	For	For
1h	Elect Director W. Howard Morris	Mgmt	For	For	For
1i	Elect Director Suzanne P. Nimocks	Mgmt	For	For	For
1j	Elect Director John D. Williams	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

# **PPG Industries, Inc.**

**Meeting Date:** 04/16/2020 **Record Date:** 02/21/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 693506107

Ticker: PPG

Shares Voted: 17,468

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Stephen F. Angel	Mgmt	For	For	For
1.2	Elect Director Hugh Grant	Mgmt	For	For	For
1.3	Elect Director Melanie L. Healey	Mgmt	For	For	For
2.1	Elect Director Kathleen A. Ligocki	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **PPG Industries, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	Mgmt For  Mgmt For  f directors.  Mgmt For			
5	Reduce Supermajority Vote Requirement	Mgmt	For	For	For
6	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

### **Agilent Technologies, Inc.**

**Meeting Date:** 04/17/2020 **Record Date:** 01/22/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 00846U101

Ticker: A

Shares Voted: 24,393

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Heidi Kunz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Susan H. Rataj	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director George A. Scangos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Dow R. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### **Jefferies Financial Group Inc.**

Meeting Date: 04/17/2020 Record Date: 02/20/2020 Country: USA

**Primary Security ID:** 47233W109

Meeting Type: Annual Ticker: JEF

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Jefferies Financial Group Inc.**

Shares Voted: 57,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Linda L. Adamany	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Barry J. Alperin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Robert D. Beyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Francisco L. Borges	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Brian P. Friedman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director MaryAnne Gilmartin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Richard B. Handler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director Robert E. Joyal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Jacob M. Katz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1j	Elect Director Michael T. O'Kane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Stuart H. Reese	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Joseph S. Steinberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	objective metric, the target payout opportunity is outsize compensated at the CEO's level. Additionally, although to	e director nominees is warranted.  If Mgmt For  If Mgmt For			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Stanley Black & Decker, Inc.**

**Meeting Date:** 04/17/2020 **Record Date:** 02/14/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 854502101

Ticker: SWK

Shares Voted: 11,243

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Andrea J. Ayers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.2	Elect Director George W. Buckley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.3	Elect Director Patrick D. Campbell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.4	Elect Director Carlos M. Cardoso	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.5	Elect Director Robert B. Coutts	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.6	Elect Director Debra A. Crew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.7	Elect Director Michael D. Hankin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.8	Elect Director James M. Loree	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.9	Elect Director Dmitri L. Stockton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
1.10	Elect Director Irving Tan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Umpqua Holdings Corporation**

**Meeting Date:** 04/20/2020 **Record Date:** 02/12/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 904214103

Ticker: UMPQ

Shares Voted: 44,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peggy Y. Fowler	Mgmt	For	For	For
1.2	Elect Director Stephen M. Gambee	Mgmt	For	For	For
1.3	Elect Director James S. Greene	Mgmt	For	For	For
1.4	Elect Director Luis F. Machuca	Mgmt	For	For	For
1.5	Elect Director Maria M. Pope	Mgmt	For	For	For
1.6	Elect Director Cort L. O'Haver	Mgmt	For	For	For
1.7	Elect Director John F. Schultz	Mgmt	For	For	For
1.8	Elect Director Susan F. Stevens	Mgmt	For	For	For
1.9	Elect Director Hilliard C. Terry, III	Mgmt	For	For	For
1.10	Elect Director Bryan L. Timm	Mgmt	For	For	For
1.11	Elect Director Anddria Varnado	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **American Electric Power Company, Inc.**

**Meeting Date:** 04/21/2020 **Record Date:** 02/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 025537101

Ticker: AEP

Shares Voted: 36,438

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Nicholas K. Akins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director David J. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director J. Barnie Beasley, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Electric Power Company, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.4	Elect Director Ralph D. Crosby, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Art A. Garcia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Linda A. Goodspeed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Thomas E. Hoaglin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Sandra Beach Lin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Margaret M. McCarthy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Richard C. Notebaert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Stephen S. Rasmussen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.12	Elect Director Oliver G. Richard, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.13	Elect Director Sara Martinez Tucker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Churchill Downs Incorporated**

Meeting Date: 04/21/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 171484108

Ticker: CHDN

Shares Voted: 8,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert L. Fealy	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Churchill Downs Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Douglas C. Grissom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Daniel P. Harrington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Citigroup Inc.**

**Meeting Date:** 04/21/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 172967424

Ticker: C

Shares Voted: 160,926

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Michael L. Corbat	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Ellen M. Costello	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Grace E. Dailey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Barbara J. Desoer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director John C. Dugan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Duncan P. Hennes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Peter B. Henry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director S. Leslie Ireland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Citigroup Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Lew W. (Jay) Jacobs, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Renee J. James	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Gary M. Reiner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Diana L. Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1m	Elect Director James S. Turley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1n	Elect Director Deborah C. Wright	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
10	Elect Director Alexander R. Wynaendts	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1p	Elect Director Ernesto Zedillo Ponce de Leon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Proxy Access Right	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted would improve the company's existing proxy access right		n of the 20 shareholder aggregation limit		
6	Review on Governance Documents	SH	Against	Against	Against
7	Report on Lobbying Payments and Policy	SH	Against	Against	Against

# **Cousins Properties Incorporated**

**Meeting Date:** 04/21/2020 **Record Date:** 02/21/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 222795502

Ticker: CUZ

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Cousins Properties Incorporated**

Shares Voted: 33,375

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Re	Vote Instructi
1a	Elect Director Charles T. Cannada	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Robert M. Chapman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director M. Colin Connolly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Scott W. Fordham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Lillian C. Giornelli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Donna W. Hyland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director R. Dary Stone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### Domino's Pizza, Inc.

Meeting Date: 04/21/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 25754A201

Ticker: DPZ

Shares Voted: 9,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David A. Brandon	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Domino's Pizza, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Richard E. Allison, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director C. Andrew Ballard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Andrew B. Balson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Corie S. Barry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director Diana F. Cantor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.7	Elect Director Richard L. Federico	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director James A. Goldman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.9	Elect Director Patricia E. Lopez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **M&T Bank Corporation**

**Meeting Date:** 04/21/2020 **Record Date:** 02/25/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 55261F104

Ticker: MTB

Shares Voted: 9,290

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director C. Angela Bontempo	Mgmt	For	For	For
1.2	Elect Director Robert T. Brady	Mgmt	For	For	For
1.3	Elect Director T. Jefferson Cunningham, III	Mgmt	For	For	For
1.4	Elect Director Gary N. Geisel	Mgmt	For	For	For
1.5	Elect Director Richard S. Gold	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **M&T Bank Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Richard A. Grossi	Mgmt	For	For	For
1.7	Elect Director John D. Hawke, Jr.	Mgmt	For	For	For
1.8	Elect Director Rene F. Jones	Mgmt	For	For	For
1.9	Elect Director Richard H. Ledgett, Jr.	Mgmt	For	For	For
1.10	Elect Director Newton P.S. Merrill	Mgmt	For	For	For
1.11	Elect Director Kevin J. Pearson	Mgmt	For	For	For
1.12	Elect Director Melinda R. Rich	Mgmt	For	For	For
1.13	Elect Director Robert E. Sadler, Jr.	Mgmt	For	For	For
1.14	Elect Director Denis J. Salamone	Mgmt	For	Refer	Withhold
1.15	Elect Director John R. Scannell	Mgmt	For	For	For
1.16	Elect Director David S. Scharfstein	Mgmt	For	For	For
1.17	Elect Director Herbert L. Washington	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **Moody's Corporation**

**Meeting Date:** 04/21/2020 **Record Date:** 02/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 615369105

Ticker: MCO

Shares Voted: 11,942

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Basil L. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Jorge A. Bermudez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Therese Esperdy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Vincent A. Forlenza	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Moody's Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Kathryn M. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Raymond W. McDaniel, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Henry A. McKinnell, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Leslie F. Seidman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Bruce Van Saun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2a	Eliminate Supermajority Vote Requirements to Amend Charter and Bylaws	Mgmt	For	For	For
2b	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For	For
2c	Eliminate Supermajority Vote Requirement for Filling Open Board Seats	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **NCR Corporation**

Meeting Date: 04/21/2020 Record Date: 02/28/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 62886E108

Ticker: NCR

Shares Voted: 29,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark W. Begor	Mgmt	For	For	For
1.2	Elect Director Gregory R. Blank	Mgmt	For	For	For
1.3	Elect Director Catherine (Katie) L. Burke	Mgmt	For	For	For
1.4	Elect Director Chinh E. Chu	Mgmt	For	For	For
1.5	Elect Director Deborah A. Farrington	Mgmt	For	For	For
1.6	Elect Director Michael D. Hayford	Mgmt	For	For	For
1.7	Elect Director Georgette D. Kiser	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **NCR Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Kirk T. Larsen	Mgmt	For	For	For
1.9	Elect Director Frank R. Martire	Mgmt	For	For	For
1.10	Elect Director Matthew A. Thompson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estimated of (EPSC), a vote AGAINST this proposal is warranted due permits liberal recycling of shares; and- The plan allows	to the following key factor	rs:- The plan cost is excessive;- The plan		
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For

# **Newmont Corporation**

Meeting Date: 04/21/2020 Record Date: 02/24/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 651639106

Ticker: NEM

Shares Voted: 60,380

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Gregory H. Boyce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	Proponent Mgmt Rec Policy Rec Inst   Mgmt For For For   is warranted. For For For   Mgmt For For For   is warranted. For For For   Mgmt For For For			
1.2	Elect Director Bruce R. Brook	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.3	Elect Director J. Kofi Bucknor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.4	Elect Director Maura Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.5	Elect Director Matthew Coon Come	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.6	Elect Director Noreen Doyle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.7	Elect Director Veronica M. Hagen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Newmont Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.8	Elect Director Rene Medori	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1.9	Elect Director Jane Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1.10	Elect Director Thomas Palmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1.11	Elect Director Julio M. Quintana	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Northern Trust Corporation**

**Meeting Date:** 04/21/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 665859104

Ticker: NTRS

Shares Voted: 15,611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Linda Walker Bynoe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Susan Crown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Dean M. Harrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Jay L. Henderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Marcy S. Klevorn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Siddharth N. "Bobby" Mehta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Northern Trust Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1g	Elect Director Michael G. O'Grady	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1h	Elect Director Jose Luis Prado	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Thomas E. Richards	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Martin P. Slark	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1k	Elect Director David H. B. Smith, Jr.	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
11	Elect Director Donald Thompson	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1m	Elect Director Charles A. Tribbett, III	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	

#### **PACCAR Inc**

**Meeting Date:** 04/21/2020 **Record Date:** 02/25/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 693718108

Ticker: PCAR

Shares Voted: 24,303

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Mark C. Pigott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director Dame Alison J. Carnwath	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1.3	Elect Director Franklin L. Feder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **PACCAR Inc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.4	Elect Director R. Preston Feight	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.5	Elect Director Beth E. Ford	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.6	Elect Director Kirk S. Hachigian	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.7	Elect Director Roderick C. McGeary	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.8	Elect Director John M. Pigott	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.9	Elect Director Mark A. Schulz	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.10	Elect Director Gregory M. E. Spierkel	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.11	Elect Director Charles R. Williamson	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Amend Certificate of Incorporation to Confirm Shareholders Right to Call Special Meetings	Mgmt	For	For	For	
4	Provide Right to Act by Written Consent	SH	Against	For	For	
	Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance					

voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **Pinnacle Financial Partners, Inc.**

Meeting Date: 04/21/2020 Record Date: 02/28/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 72346Q104

Ticker: PNFP

Shares Voted: 16,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Abney S. Boxley, III	Mgmt	For	For	For
1.2	Elect Director Gregory L. Burns	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Pinnacle Financial Partners, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Thomas C. Farnsworth, III	Mgmt	For	For	For
1.4	Elect Director David B. Ingram	Mgmt	For	For	For
1.5	Elect Director Gary L. Scott	Mgmt	For	For	For
1.6	Elect Director G. Kennedy Thompson	Mgmt	For	For	For
1.7	Elect Director Charles E. Brock	Mgmt	For	For	For
1.8	Elect Director Richard D. Callicutt, II	Mgmt	For	For	For
1.9	Elect Director Joseph C. Galante	Mgmt	For	For	For
1.10	Elect Director Robert A. McCabe, Jr.	Mgmt	For	For	For
1.11	Elect Director Reese L. Smith, III	Mgmt	For	For	For
1.12	Elect Director M. Terry Turner	Mgmt	For	For	For
1.13	Elect Director Renda J. Burkhart	Mgmt	For	For	For
1.14	Elect Director Marty G. Dickens	Mgmt	For	For	For
1.15	Elect Director Glenda Baskin Glover	Mgmt	For	For	For
1.16	Elect Director Ronald L. Samuels	Mgmt	For	For	For
2	Ratify Crowe LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Prosperity Bancshares, Inc.**

**Meeting Date:** 04/21/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 743606105

Ticker: PB

Shares Voted: 21,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Kevin J. Hanigan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w				
1.2	Elect Director William T. Luedke, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	tor Kevin J. Hanigan Mgmt For			
1.3	Elect Director Perry Mueller, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Prosperity Bancshares, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.4	Elect Director Harrison Stafford, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Bruce W. Hunt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director George A. Fisk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Public Service Enterprise Group Incorporated**

Meeting Date: 04/21/2020 Record Date: 02/21/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 744573106

Ticker: PEG

Shares Voted: 37,299

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Ralph Izzo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Shirley Ann Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Willie A. Deese	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director David Lilley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Barry H. Ostrowsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.6	Elect Director Scott G. Stephenson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Laura A. Sugg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Public Service Enterprise Group Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director John P. Surma	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.9	Elect Director Susan Tomasky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.10	Elect Director Alfred W. Zollar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Public Storage**

Meeting Date: 04/21/2020 Record Date: 02/28/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 74460D109

Ticker: PSA

Shares Voted: 10,565

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Tamara Hughes Gustavson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Uri P. Harkham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director Leslie S. Heisz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director B. Wayne Hughes, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director Avedick B. Poladian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Gary E. Pruitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Public Storage**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy R	Vote ec Instruct
1.8	Elect Director John Reyes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Tariq M. Shaukat	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Ronald P. Spogli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director Daniel C. Staton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Silicon Laboratories Inc.**

Meeting Date: 04/21/2020 Record Date: 02/26/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 826919102

Ticker: SLAB

Shares Voted: 9,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Navdeep S. Sooch	Mgmt	For	For	For
1b	Elect Director William P. Wood	Mgmt	For	For	For
1c	Elect Director Nina Richardson	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **U.S. Bancorp**

**Meeting Date:** 04/21/2020 **Record Date:** 02/25/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 902973304

Ticker: USB

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **U.S. Bancorp**

Shares Voted: 99,661

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Warner L. Baxter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1b	Elect Director Dorothy J. Bridges	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1c	Elect Director Elizabeth L. Buse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1d	Elect Director Marc N. Casper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1e	Elect Director Andrew Cecere	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1f	Elect Director Kimberly J. Harris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1g	Elect Director Roland A. Hernandez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1h	Elect Director Olivia F. Kirtley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1i	Elect Director Karen S. Lynch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Richard P. McKenney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Yusuf I. Mehdi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
11	Elect Director John P. Wiehoff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1m	Elect Director Scott W. Wine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Whirlpool Corporation**

**Meeting Date:** 04/21/2020 **Record Date:** 02/24/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 963320106

Ticker: WHR

Shares Voted: 4,644

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Samuel R. Allen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.	Proponent Mgmt Rec Policy Rec   Mgmt For For   ranted. For For   ranted. For For   ranted. For For   ranted. Mgmt For For		
1b	Elect Director Marc R. Bitzer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Greg Creed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Gary T. DiCamillo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Diane M. Dietz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Gerri T. Elliott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Jennifer A. LaClair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director John D. Liu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director James M. Loree	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Harish Manwani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Patricia K. Poppe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Larry O. Spencer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Michael D. White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Whirlpool Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **AutoNation, Inc.**

**Meeting Date:** 04/22/2020 **Record Date:** 02/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 05329W102

Ticker: AN

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Red	Vote Instructio
1A	Elect Director Mike Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1B	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1C	Elect Director Rick L. Burdick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1D	Elect Director David B. Edelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1E	Elect Director Steven L. Gerard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1F	Elect Director Robert R. Grusky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1G	Elect Director Lisa Lutoff-Perlo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1H	Elect Director G. Mike Mikan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1I	Elect Director Cheryl Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1J	Elect Director Jacqueline A. Travisano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **AutoNation, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Provide Right to Call A Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it would give shareholders a superior means of taking action in between annual meetings and could be adopted with safeguards to prevent its unilateral use by a single shareholder.

### **BancorpSouth Bank**

Meeting Date: 04/22/2020 Record Date: 02/28/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 05971J102

Ticker: BXS

Shares Voted: 21,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio	
1.1	Elect Director Gus J. Blass, III	Mgmt	For	For	For	
1.2	Elect Director Deborah M. Cannon	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.3	Elect Director William G. "Skipper" Holliman	Mgmt	For	For	For	
1.4	Elect Director Warren A. Hood, Jr.	Mgmt	For	For	For	
1.5	Elect Director Thomas R. Stanton	Mgmt	For	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify BKD, LLP as Auditors	Mgmt	For	For	For	

#### **Bank of America Corporation**

Meeting Date: 04/22/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 060505104

Ticker: BAC

Shares Voted: 542,554

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Sharon L. Allen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	Proponent     Mgmt Rec     Policy Rec     1       Mgmt     For     For     F       Policy Rec     1       Proponent     For     F       Policy Rec     1       Por     F     F       Por     F       Por			
1b	Elect Director Susan S. Bies	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Bank of America Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Jack O. Bovender, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Frank P. Bramble, Sr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Pierre J.P. de Weck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1f	Elect Director Arnold W. Donald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1g	Elect Director Linda P. Hudson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1h	Elect Director Monica C. Lozano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1i	Elect Director Thomas J. May	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1j	Elect Director Brian T. Moynihan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Lionel L. Nowell, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
11	Elect Director Denise L. Ramos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1m	Elect Director Clayton S. Rose	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1n	Elect Director Michael D. White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
10	Elect Director Thomas D. Woods	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1p	Elect Director R. David Yost	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1q	Elect Director Maria T. Zuber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Bank of America Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Proxy Access Right	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted a would improve the company's existing proxy access right		n of the 20-shareholder aggregation limit		
5	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted g shareholder rights.	given that the ability to act	t by written consent would enhance		
6	Report on Gender Pay Gap	SH	Against	Against	Against
7	Review of Statement of the Purpose of a Corporation and Report on Recommended Changes to Governance Documents, Policies, and Practices	SH	Against	Against	Against

### **Cigna Corporation**

Meeting Date: 04/22/2020 Record Date: 02/24/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 125523100

Ticker: CI

Shares Voted: 27,547

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David M. Cordani	Mgmt	For	For	For
1.2	Elect Director William J. DeLaney	Mgmt	For	For	For
1.3	Elect Director Eric J. Foss	Mgmt	For	For	For
1.4	Elect Director Elder Granger	Mgmt	For	For	For
1.5	Elect Director Isaiah Harris, Jr.	Mgmt	For	For	For
1.6	Elect Director Roman Martinez, IV	Mgmt	For	For	For
1.7	Elect Director Kathleen M. Mazzarella	Mgmt	For	For	For
1.8	Elect Director Mark B. McClellan	Mgmt	For	For	For
1.9	Elect Director John M. Partridge	Mgmt	For	For	For
1.10	Elect Director William L. Roper	Mgmt	For	For	For
1.11	Elect Director Eric C. Wiseman	Mgmt	For	For	For
1.12	Elect Director Donna F. Zarcone	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Cigna Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For	
	Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights. Additionally, there is no shareholder that could act unilaterally at this time to call a special meeting at the proposed threshold.					
5	Report on Gender Pay Gap	SH	Against	Against	Against	

## **Dana Incorporated**

Meeting Date: 04/22/2020 Record Date: 02/24/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 235825205

Ticker: DAN

Shares Voted: 32,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Rachel A. Gonzalez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director James K. Kamsickas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Virginia A. Kamsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Bridget E. Karlin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Raymond E. Mabus, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Michael J. Mack, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director R. Bruce McDonald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Diarmuid B. O'Connell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Keith E. Wandell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Dana Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

# **Eaton Corporation plc**

Meeting Date: 04/22/2020 Record Date: 02/24/2020 Country: Ireland
Meeting Type: Annual

Primary Security ID: G29183103

Ticker: ETN

Shares Voted: 30,510

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Craig Arnold	Mgmt	For	For	For
14	Lieu Director Graig Arriold	Mgmc	101	101	101
1b	Elect Director Christopher M. Connor	Mgmt	For	For	For
1c	Elect Director Michael J. Critelli	Mgmt	For	For	For
1d	Elect Director Richard H. Fearon	Mgmt	For	For	For
1e	Elect Director Olivier Leonetti	Mgmt	For	For	For
1f	Elect Director Deborah L. McCoy	Mgmt	For	For	For
1g	Elect Director Silvio Napoli	Mgmt	For	For	For
1h	Elect Director Gregory R. Page	Mgmt	For	For	For
1i	Elect Director Sandra Pianalto	Mgmt	For	For	For
1j	Elect Director Lori J. Ryerkerk	Mgmt	For	For	For
1k	Elect Director Gerald B. Smith	Mgmt	For	For	For
11	Elect Director Dorothy C. Thompson	Mgmt	For	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Eaton Corporation plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
5	Authorize Issue of Equity with Pre-emptive Rights	Mgmt	For	For	For			
	Voter Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.							
6	Authorize Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For			
	Voter Rationale: A vote FOR these resolutions is warranted because the proposed amounts and durations are within recommended limits.							
7	Authorize Share Repurchase of Issued Share Capital	Mgmt	For	For	For			

### **Huntington Bancshares Incorporated**

**Meeting Date:** 04/22/2020 **Record Date:** 02/18/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 446150104

Ticker: HBAN

Shares Voted: 76,076

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy R	Vote ec Instruc
1.1	Elect Director Lizabeth Ardisana	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Alanna Y. Cotton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	posal Text Proponent Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Alanna Y. Cotton Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Alanna Y. Cotton Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Ann B. "Tanny" Crane Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Robert S. Cubbin Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Steven G. Elliott Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director Gina D. France Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director J. Michael Hochschwender Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  th Director J. Michael Hochschwender Mgmt For For For Rationale: A vote FOR the director nominees is warranted.			
1.3	Elect Director Ann B. "Tanny" Crane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Robert S. Cubbin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Steven G. Elliott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Gina D. France	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director J. Michael Hochschwender	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director John C. "Chris" Inglis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Huntington Bancshares Incorporated**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Elect Director Katherine M. A. "Allie" Kline	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is we	arranted.			
Elect Director Richard W. Neu	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is we	arranted.			
Elect Director Kenneth J. Phelan	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is we	arranted.			
Elect Director David L. Porteous	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is we	arranted.			
Elect Director Stephen D. Steinour	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is we	arranted.			
Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Elect Director Katherine M. A. "Allie" Kline  Voter Rationale: A vote FOR the director nominees is well Elect Director Richard W. Neu  Voter Rationale: A vote FOR the director nominees is well Elect Director Kenneth J. Phelan  Voter Rationale: A vote FOR the director nominees is well Elect Director David L. Porteous  Voter Rationale: A vote FOR the director nominees is well Elect Director Stephen D. Steinour  Voter Rationale: A vote FOR the director nominees is well Ratify PricewaterhouseCoopers LLP as Auditor  Advisory Vote to Ratify Named Executive	Elect Director Katherine M. A. "Allie" Kline Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Richard W. Neu Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Kenneth J. Phelan Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director David L. Porteous Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Steinour Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify PricewaterhouseCoopers LLP as Auditor Mgmt  Advisory Vote to Ratify Named Executive Mgmt	Elect Director Katherine M. A. "Allie" Kline Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Richard W. Neu Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Kenneth J. Phelan Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director David L. Porteous Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Steinour Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Steinour Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify PricewaterhouseCoopers LLP as Auditor Mgmt For  Advisory Vote to Ratify Named Executive Mgmt For	Elect Director Katherine M. A. "Allie" Kline Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Richard W. Neu Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Kenneth J. Phelan Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director David L. Porteous Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director David L. Porteous Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Steinour Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify PricewaterhouseCoopers LLP as Auditor Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For

# Lincoln Electric Holdings, Inc.

Meeting Date: 04/22/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 533900106

Ticker: LECO

Shares Voted: 13,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director Curtis E. Espeland	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.2	Elect Director Patrick P. Goris	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.3	Elect Director Stephen G. Hanks	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.4	Elect Director Michael F. Hilton	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.	Mgmt Rec Policy Rec II  For For F  For For F  For For F			
1.5	Elect Director G. Russell Lincoln	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Lincoln Electric Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.6	Elect Director Kathryn Jo Lincoln	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director William E. MacDonald, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Christopher L. Mapes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Phillip J. Mason	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Ben P. Patel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Hellene S. Runtagh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **PS Business Parks, Inc.**

**Meeting Date:** 04/22/2020 **Record Date:** 02/28/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 69360J107

Ticker: PSB

Shares Voted: 4,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.2	Elect Director Maria R. Hawthorne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.3	Elect Director Jennifer Holden Dunbar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.4	Elect Director James H. Kropp	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **PS Business Parks, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.5	Elect Director Kristy M. Pipes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Gary E. Pruitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Robert S. Rollo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Joseph D. Russell, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Peter Schultz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Stephen W. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **Regions Financial Corporation**

**Meeting Date:** 04/22/2020 **Record Date:** 02/24/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 7591EP100

Ticker: RF

Shares Voted: 71,113

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Carolyn H. Byrd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Don DeFosset	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Zhanna Golodryga	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Regions Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director John D. Johns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Ruth Ann Marshall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Charles D. McCrary	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director James T. Prokopanko	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Lee J. Styslinger, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Jose S. Suquet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director John M. Turner, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director Timothy Vines	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Signature Bank**

Meeting Date: 04/22/2020 Record Date: 03/03/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 82669G104

Ticker: SBNY

Shares Voted: 12,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joseph J. DePaolo	Mgmt	For	For	For
1.2	Elect Director Barney Frank	Mgmt	For	For	For
1.3	Elect Director Scott A. Shay	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Signature Bank**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Authorize Share Repurchase Program	Mgmt	For	For	For

### **Synovus Financial Corp.**

**Meeting Date:** 04/22/2020 **Record Date:** 02/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 87161C501

Ticker: SNV

Shares Voted: 33,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Tim E. Bentsen	Mgmt	For	For	For
1B	Elect Director F. Dixon Brooke, Jr.	Mgmt	For	For	For
1C	Elect Director Stephen T. Butler	Mgmt	For	For	For
1D	Elect Director Elizabeth W. Camp	Mgmt	For	For	For
1E	Elect Director Diana M. Murphy	Mgmt	For	For	For
1F	Elect Director Harris Pastides	Mgmt	For	For	For
1G	Elect Director Joseph J. Prochaska, Jr.	Mgmt	For	For	For
1H	Elect Director John L. Stallworth	Mgmt	For	For	For
1I	Elect Director Kessel D. Stelling	Mgmt	For	For	For
1J	Elect Director Barry L. Storey	Mgmt	For	For	For
1K	Elect Director Teresa White	Mgmt	For	For	For
2	Amend Articles of Incorporation to Eliminate 10-1 Voting Provisions	Mgmt	For	For	For
3	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
6	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Teledyne Technologies Incorporated**

Meeting Date: 04/22/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 879360105

Ticker: TDY

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Teledyne Technologies Incorporated**

Shares Voted: 8,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roxanne S. Austin	Mgmt	For	For	For
1.2	Elect Director Kenneth C. Dahlberg	Mgmt	For	For	For
1.3	Elect Director Robert A. Malone	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **The Coca-Cola Company**

**Meeting Date:** 04/22/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 191216100

Ticker: KO

Shares Voted: 284,170

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Herbert A. Allen	Mgmt	For	For	For
1.2	Elect Director Marc Bolland	Mgmt	For	For	For
1.3	Elect Director Ana Botin	Mgmt	For	For	For
1.4	Elect Director Christopher C. Davis	Mgmt	For	For	For
1.5	Elect Director Barry Diller	Mgmt	For	For	For
1.6	Elect Director Helene D. Gayle	Mgmt	For	For	For
1.7	Elect Director Alexis M. Herman	Mgmt	For	For	For
1.8	Elect Director Robert A. Kotick	Mgmt	For	For	For
1.9	Elect Director Maria Elena Lagomasino	Mgmt	For	For	For
1.10	Elect Director James Quincey	Mgmt	For	For	For
1.11	Elect Director Caroline J. Tsay	Mgmt	For	For	For
1.12	Elect Director David B. Weinberg	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
4	Report on the Health Impacts and Risks of Sugar in the Company's Products	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The New York Times Company**

Meeting Date: 04/22/2020

Country: USA

Primary Security ID: 650111107

**Record Date:** 02/26/2020

Meeting Type: Annual

Ticker: NYT

Shares Voted: 32,699

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Robert E. Denham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Rachel Glaser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director John W. Rogers, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Rebecca Van Dyck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **The Sherwin-Williams Company**

Meeting Date: 04/22/2020 **Record Date:** 02/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 824348106

Ticker: SHW

Shares Voted: 5,721

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Kerrii B. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Arthur F. Anton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Jeff M. Fettig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Richard J. Kramer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Susan J. Kropf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Sherwin-Williams Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director John G. Morikis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Christine A. Poon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Michael H. Thaman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Matthew Thornton, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Steven H. Wunning	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **TRI Pointe Group, Inc.**

**Meeting Date:** 04/22/2020 **Record Date:** 03/03/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 87265H109

Ticker: TPH

Shares Voted: 31,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Douglas F. Bauer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Lawrence B. Burrows	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Daniel S. Fulton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Steven J. Gilbert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Vicki D. McWilliams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **TRI Pointe Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Constance B. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **Aptiv PLC**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

Country: Jersey
Meeting Type: Annual

Primary Security ID: G6095L109

Ticker: APTV

Shares Voted: 18,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Kevin P. Clark	Mgmt	For	For	For
2	Elect Director Nancy E. Cooper	Mgmt	For	For	For
3	Elect Director Nicholas M. Donofrio	Mgmt	For	For	For
4	Elect Director Rajiv L. Gupta	Mgmt	For	For	For
5	Elect Director Joseph L. Hooley	Mgmt	For	For	For
6	Elect Director Sean O. Mahoney	Mgmt	For	For	For
7	Elect Director Paul M. Meister	Mgmt	For	For	For
8	Elect Director Robert K. Ortberg	Mgmt	For	For	For
9	Elect Director Colin J. Parris	Mgmt	For	For	For
10	Elect Director Ana G. Pinczuk	Mgmt	For	For	For
11	Elect Director Lawrence A. Zimmerman	Mgmt	For	For	For
12	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
13	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Avery Dennison Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 053611109

Ticker: AVY

Shares Voted: 6,175

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Bradley A. Alford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Anthony K. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Peter K. Barker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Mark J. Barrenechea	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Mitchell R. Butier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Ken C. Hicks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Andres A. Lopez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Patrick T. Siewert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
<b>1</b> i	Elect Director Julia A. Stewart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Martha N. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Citizens Financial Group, Inc.**

Meeting Date: 04/23/2020 Record Date: 02/25/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 174610105

Ticker: CFG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Citizens Financial Group, Inc.**

Shares Voted: 30,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Bruce Van Saun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Christine M. Cumming	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director William P. Hankowsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Howard W. Hanna, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Leo I. ("Lee") Higdon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Edward J. ("Ned") Kelly, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Charles J. ("Bud") Koch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Robert G. Leary	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Terrance J. Lillis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Shivan Subramaniam	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Wendy A. Watson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director Marita Zuraitis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For	For
5	Amend Certificate of Incorporation to Remove Non-Operative Provisions	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **COGNEX CORPORATION**

**Meeting Date:** 04/23/2020 **Record Date:** 02/28/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 192422103

Ticker: CGNX

Shares Voted: 38,856

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Patrick A. Alias	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Theodor Krantz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Dianne M. Parrotte	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

#### **Edison International**

**Meeting Date:** 04/23/2020 **Record Date:** 02/25/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 281020107

Ticker: EIX

Shares Voted: 25,102

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1b	Elect Director Michael C. Camunez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1c	Elect Director Vanessa C.L. Chang	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1d	Elect Director James T. Morris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1e	Elect Director Timothy T. O'Toole	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Edison International**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1f	Elect Director Pedro J. Pizarro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Carey A. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Linda G. Stuntz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director William P. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Peter J. Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Keith Trent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

## **Healthpeak Properties, Inc.**

**Meeting Date:** 04/23/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 42250P103

Ticker: PEAK

Shares Voted: 33,177

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Brian G. Cartwright	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Christine N. Garvey	Mgmt	For	For	For
	posal Text Proponent Mgmt Rec Policy Rec I ct Director Brian G. Cartwright Mgmt For For F r Rationale: A vote FOR the director nominees is warranted. ct Director Christine N. Garvey Mgmt For For F r Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director R. Kent Griffin, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Healthpeak Properties, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director David B. Henry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Thomas M. Herzog	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Lydia H. Kennard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Sara G. Lewis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Katherine M. Sandstrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

#### **Humana Inc.**

Meeting Date: 04/23/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 444859102

Ticker: HUM

Shares Voted: 9,782

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Kurt J. Hilzinger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Frank J. Bisignano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Bruce D. Broussard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Kurt J. Hilzinger Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Frank J. Bisignano Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director W. Roy Dunbar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Humana Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1f	Elect Director Wayne A.I. Frederick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director John W. Garratt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director David A. Jones, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director Karen W. Katz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director William J. McDonald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director James J. O'Brien	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Marissa T. Peterson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Ingevity Corporation**

Meeting Date: 04/23/2020 Record Date: 02/24/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 45688C107

Ticker: NGVT

Shares Voted: 9,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Jean S. Blackwell	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Luis Fernandez-Moreno	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director J. Michael Fitzpatrick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ingevity Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Diane H. Gulyas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Richard B. Kelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1f	Elect Director Frederick J. Lynch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Karen G. Narwold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1h	Elect Director Daniel F. Sansone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Interactive Brokers Group, Inc.**

Meeting Date: 04/23/2020 **Record Date:** 02/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 45841N107

Ticker: IBKR

Shares Voted: 17,460

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Thomas Peterffy	Mgmt	For	Refer	Against
1B	Elect Director Earl H. Nemser	Mgmt	For	Refer	Against
1C	Elect Director Milan Galik	Mgmt	For	Refer	Against
1D	Elect Director Paul J. Brody	Mgmt	For	Refer	Against
1E	Elect Director Lawrence E. Harris	Mgmt	For	For	For
1F	Elect Director Gary Katz	Mgmt	For	For	For
1G	Elect Director John M. Damgard	Mgmt	For	For	For
1H	Elect Director Philip Uhde	Mgmt	For	For	For
1I	Elect Director William Peterffy	Mgmt	For	Refer	Against
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Intuitive Surgical, Inc.**

**Meeting Date:** 04/23/2020 **Record Date:** 02/28/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 46120E602

Ticker: ISRG

Shares Voted: 8,064

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Craig H. Barratt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Joseph C. Beery	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Gary S. Guthart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Amal M. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Don R. Kania	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Amy L. Ladd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Keith R. Leonard, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Alan J. Levy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Jami Dover Nachtsheim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Mark J. Rubash	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estimated of (EPSC), a vote AGAINST this proposal is warranted due disclosure of change-in-control ("CIC") vesting treatment	to the following key facto	r(s):- The plan cost is excessive- The	,	
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
6	Provide Right to Call Special Meeting	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### J.B. Hunt Transport Services, Inc.

**Meeting Date:** 04/23/2020 **Record Date:** 02/18/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 445658107

Ticker: JBHT

Shares Voted: 6,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Douglas G. Duncan	Mgmt	For	For	For
1.2	Elect Director Francesca M. Edwardson	Mgmt	For	For	For
1.3	Elect Director Wayne Garrison	Mgmt	For	For	For
1.4	Elect Director Sharilyn S. Gasaway	Mgmt	For	For	For
1.5	Elect Director Gary C. George	Mgmt	For	For	For
1.6	Elect Director Bryan Hunt	Mgmt	For	For	For
1.7	Elect Director Gale V. King	Mgmt	For	For	For
1.8	Elect Director John N. Roberts, III	Mgmt	For	For	For
1.9	Elect Director James L. Robo	Mgmt	For	For	For
1.10	Elect Director Kirk Thompson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warn association memberships and payments would he activities and the company's management of asso	p shareholders assess the	-		
5	Report on Climate Change Initiatives	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional information on the company s efforts to reduce its carbon footprint would allow investors to better understand how the company is managing its transition to a low carbon economy and climate change related risks.

#### **Johnson & Johnson**

Meeting Date: 04/23/2020 Record Date: 02/25/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 478160104

Ticker: JNJ

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Johnson & Johnson**

Shares Voted: 184,543

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Mary C. Beckerle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director D. Scott Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Ian E. L. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Jennifer A. Doudna	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Alex Gorsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Marillyn A. Hewson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Hubert Joly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Mark B. McClellan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Anne M. Mulcahy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Charles Prince	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director A. Eugene Washington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Mark A. Weinberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Ronald A. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Johnson & Johnson**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
4	Amend Certificate of Incorporation to Permit Removal of Directors With or Without Cause	Mgmt	For	For	For
5	Require Independent Board Chair	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted. served by adopting an independent chair policy at its ne legal and reputational risks facing the company, particu epidemic. These circumstances suggest that shareholde oversight, in the form of an independent board chair.	ext CEO transition in light ( larly around key JNJ const	of the mounting and potentially material umer brands and its role in the opioid		
6	Report on Governance Measures Implemented Related to Opioids	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted because shareholders would benefit from more specific information about proactive steps the board is taking to mitigate risks related to the manufacture and marketing of opioid-related products, and that incentives are aligned with the health of the communities it serves.

### Littelfuse, Inc.

**Meeting Date:** 04/23/2020 **Record Date:** 02/27/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 537008104

al **Ticker:** LFUS

Shares Voted: 5,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kristina A. Cerniglia	Mgmt	For	For	For
1b	Elect Director Tzau-Jin Chung	Mgmt	For	For	For
1c	Elect Director Cary T. Fu	Mgmt	For	For	For
1d	Elect Director Maria C. Green	Mgmt	For	For	For
1e	Elect Director Anthony Grillo	Mgmt	For	For	For
1f	Elect Director David W. Heinzmann	Mgmt	For	For	For
1g	Elect Director Gordon Hunter	Mgmt	For	For	For
1h	Elect Director John E. Major	Mgmt	For	For	For
1i	Elect Director William P. Noglows	Mgmt	For	For	For
1j	Elect Director Nathan Zommer	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Lockheed Martin Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 539830109

Ticker: LMT

Shares Voted: 18,297

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Daniel F. Akerson	Mgmt	For	For	For
1.2	Elect Director David B. Burritt	Mgmt	For	For	For
1.3	Elect Director Bruce A. Carlson	Mgmt	For	For	For
1.4	Elect Director Joseph F. Dunford, Jr.	Mgmt	For	For	For
1.5	Elect Director James O. Ellis, Jr.	Mgmt	For	For	For
1.6	Elect Director Thomas J. Falk	Mgmt	For	For	For
1.7	Elect Director Ilene S. Gordon	Mgmt	For	For	For
1.8	Elect Director Marillyn A. Hewson	Mgmt	For	For	For
1.9	Elect Director Vicki A. Hollub	Mgmt	For	For	For
1.10	Elect Director Jeh C. Johnson	Mgmt	For	For	For
1.11	Elect Director Debra L. Reed-Klages	Mgmt	For	For	For
1.12	Elect Director James D. Taiclet, Jr.	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For
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Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

#### **NewMarket Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/28/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 651587107

Ticker: NEU

 $\textbf{Shares Voted:}\ 1,\!700$ 

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Phyllis L. Cothran	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **NewMarket Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Mark M. Gambill	Mgmt	For	For	For
1.3	Elect Director Bruce C. Gottwald	Mgmt	For	For	For
1.4	Elect Director Thomas E. Gottwald	Mgmt	For	For	For
1.5	Elect Director Patrick D. Hanley	Mgmt	For	For	For
1.6	Elect Director H. Hiter Harris, III	Mgmt	For	For	For
1.7	Elect Director James E. Rogers	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **NorthWestern Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 668074305

Ticker: NWE

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director Stephen P. Adik	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.					
1.2	Elect Director Anthony T. Clark	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.					
1.3	Elect Director Dana J. Dykhouse	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.4	Elect Director Jan R. Horsfall	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.					
1.5	Elect Director Britt E. Ide	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.					
1.6	Elect Director Julia L. Johnson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.					
1.7	Elect Director Linda G. Sullivan	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	erranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **NorthWestern Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.8	Elect Director Robert C. Rowe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.9	Elect Director Mahvash Yazdi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.10	Elect Director Jeffrey W. Yingling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Other Business	Mgmt	For	Against	Against

**Olin Corporation** 

Meeting Date: 04/23/2020

**Record Date:** 02/28/2020

Country: USA

without shareholders having the opportunity to make a fully informed vote on the issue.

Meeting Type: Annual

Primary Security ID: 680665205

Ticker: OLN

Shares Voted: 36,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1a	Elect Director Heidi S. Alderman	Mgmt	For	For	For		
	Oter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Beverley A. Babcock	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director Gray G. Benoist	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1d	Elect Director Scott D. Ferguson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1e	Elect Director John E. Fischer	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1f	Elect Director W. Barnes Hauptfuhrer	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Olin Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For

Voter Rationale: New Mexico favours unclassified board of directors.

### Papa John's International, Inc.

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

Country: USA

Primary Security ID: 698813102

Meeting Type: Annual

Ticker: PZZA

Shares Voted: 5,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Christopher L. Coleman	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.				
1b	Elect Director Michael R. Dubin	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.	-	•		
1c	Elect Director Olivia F. Kirtley	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.	-	•		
1d	Elect Director Laurette T. Koellner	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.				
1e	Elect Director Robert M. Lynch	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.	_	•		
1f	Elect Director Jocelyn C. Mangan	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST Shaquille O'N meetings held during the fiscal year under revidirector nominees is warranted.				
	director nominees is warranted.				

Voter Rationale: A vote AGAINST Shaquille O'Neal is warranted for failing to attend at least 75 percent of his total board meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Papa John's International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1h	Elect Director Shaquille R. O'Neal	Mgmt	For	For	For	
1i	Elect Director Anthony M. Sanfilippo	Mgmt	For	For	For	
	Voter Rationale: A vote AGAINST Shaquille O'Neal is warranted for failing to attend at least 75 percent of his total board meetings held during the fiscal year under review without an acceptable reason for the absences. A vote FOR the remaining director nominees is warranted.					
1j	Elect Director Jeffrey C. Smith	Mgmt	For	For	For	
	•	-	gmt For  gmt For  ted for failing to attend at least 75 percent of his total board in acceptable reason for the absences. A vote FOR the remaining  gmt For  ted for failing to attend at least 75 percent of his total board in acceptable reason for the absences. A vote FOR the remaining  gmt For			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	

### Pfizer Inc.

**Meeting Date:** 04/23/2020 **Record Date:** 02/25/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 717081103

Ticker: PFE

Shares Voted: 388,050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ronald E. Blaylock	Mgmt	For	For	For
1.2	Elect Director Albert Bourla	Mgmt	For	For	For
1.3	Elect Director W. Don Cornwell	Mgmt	For	For	For
1.4	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
1.5	Elect Director Scott Gottlieb	Mgmt	For	For	For
1.6	Elect Director Helen H. Hobbs	Mgmt	For	For	For
1.7	Elect Director Susan Hockfield	Mgmt	For	For	For
1.8	Elect Director James M. Kilts	Mgmt	For	For	For
1.9	Elect Director Dan R. Littman	Mgmt	For	For	For
1.10	Elect Director Shantanu Narayen	Mgmt	For	For	For
1.11	Elect Director Suzanne Nora Johnson	Mgmt	For	For	For
1.12	Elect Director James Quincey	Mgmt	For	For	For
1.13	Elect Director James C. Smith	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Pfizer Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Provide Right to Act by Written Consent	SH	Against	Against	Against			
5	Amend Proxy Access Right	SH	Against	For	For			
	Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20 shareholder aggregation limit and the proposed increase in nomination limit to 25 percent of the board would improve the company's existing proxy access right for shareholders.							
6	Report on Lobbying Payments and Policy	SH	Against	Against	Against			
7	Require Independent Board Chair	SH	Against	Against	Against			
8	Report on Gender Pay Gap	SH	Against	For	For			
	Voter Rationale: A vote FOR this proposal is warranted, progress of the company's diversity and inclusion initiati		nefit from more information to measure the					
9	Elect Director Susan Desmond-Hellmann	Mgmt	For	For	For			

## **Sensient Technologies Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/26/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 81725T100

Ticker: SXT

Shares Voted: 9,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director Joseph Carleone	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.2	Elect Director Edward H. Cichurski	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.3	Elect Director Mario Ferruzzi	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.4	Elect Director Carol R. Jackson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.5	Elect Director Donald W. Landry	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.6	Elect Director Paul Manning	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Sensient Technologies Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.7	Elect Director Deborah McKeithan-Gebhardt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Scott C. Morrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Elaine R. Wedral	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Essie Whitelaw	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **Snap-on Incorporated**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 833034101

Ticker: SNA

Shares Voted: 4,046

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David C. Adams	Mgmt	For	For	For
1.2	Elect Director Karen L. Daniel	Mgmt	For	For	For
1.3	Elect Director Ruth Ann M. Gillis	Mgmt	For	For	For
1.4	Elect Director James P. Holden	Mgmt	For	For	For
1.5	Elect Director Nathan J. Jones	Mgmt	For	For	For
1.6	Elect Director Henry W. Knueppel	Mgmt	For	For	For
1.7	Elect Director W. Dudley Lehman	Mgmt	For	For	For
1.8	Elect Director Nicholas T. Pinchuk	Mgmt	For	For	For
1.9	Elect Director Gregg M. Sherrill	Mgmt	For	For	For
1.10	Elect Director Donald J. Stebbins	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **SVB Financial Group**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 78486Q101

Ticker: SIVB

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Troposal Text	Troponent		1 oney Rec	Instruction .
1.1	Elect Director Greg W. Becker	Mgmt	For	For	For
1.2	Elect Director Eric A. Benhamou	Mgmt	For	For	For
1.3	Elect Director John S. Clendening	Mgmt	For	For	For
1.4	Elect Director Roger F. Dunbar	Mgmt	For	For	For
1.5	Elect Director Joel P. Friedman	Mgmt	For	For	For
1.6	Elect Director Jeffrey N. Maggioncalda	Mgmt	For	For	For
1.7	Elect Director Kay Matthews	Mgmt	For	For	For
1.8	Elect Director Mary J. Miller	Mgmt	For	For	For
1.9	Elect Director Kate D. Mitchell	Mgmt	For	For	For
1.10	Elect Director John F. Robinson	Mgmt	For	For	For
1.11	Elect Director Garen K. Staglin	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Texas Instruments Incorporated**

**Meeting Date:** 04/23/2020 **Record Date:** 02/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 882508104

Ticker: TXN

Shares Voted: 68,904

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Mark A. Blinn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Todd M. Bluedorn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Janet F. Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Texas Instruments Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Carrie S. Cox	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Martin S. Craighead	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Jean M. Hobby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Michael D. Hsu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Ronald Kirk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Pamela H. Patsley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Robert E. Sanchez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Richard k. Templeton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **The AES Corporation**

Meeting Date: 04/23/2020 Record Date: 03/03/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 00130H105

Ticker: AES

Shares Voted: 44,472

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Janet G. Davidson	Mgmt	For	For	For
1.2	Elect Director Andres R. Gluski	Mgmt	For	For	For
1.3	Elect Director Tarun Khanna	Mgmt	For	For	For
1.4	Elect Director Holly K. Koeppel	Mgmt	For	For	For
1.5	Elect Director Julia M. Laulis	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The AES Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director James H. Miller	Mgmt	For	For	For
1.7	Elect Director Alain Monie	Mgmt	For	For	For
1.8	Elect Director John B. Morse, Jr.	Mgmt	For	For	For
1.9	Elect Director Moises Naim	Mgmt	For	For	For
1.10	Elect Director Jeffrey W. Ubben	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw and Charter Amendments Adopted by the Board of Directors	SH	Against	Against	Against

## **Webster Financial Corporation**

**Meeting Date:** 04/23/2020 **Record Date:** 02/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 947890109

Ticker: WBS

Shares Voted: 20,948

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William L. Atwell	Mgmt	For	For	For
1b	Elect Director John R. Ciulla	Mgmt	For	For	For
1c	Elect Director Elizabeth E. Flynn	Mgmt	For	For	For
1d	Elect Director E. Carol Hayles	Mgmt	For	For	For
1e	Elect Director Linda H. Ianieri	Mgmt	For	For	For
1f	Elect Director Laurence C. Morse	Mgmt	For	For	For
1g	Elect Director Karen R. Osar	Mgmt	For	For	For
1h	Elect Director Mark Pettie	Mgmt	For	For	For
1i	Elect Director Lauren C. States	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Abbott Laboratories**

**Meeting Date:** 04/24/2020 **Record Date:** 02/26/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 002824100

Ticker: ABT

Shares Voted: 123,952

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Robert J. Alpern	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Roxanne S. Austin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Sally E. Blount	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Robert B. Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Michelle A. Kumbier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Edward M. Liddy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Darren W. McDew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Nancy McKinstry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Phebe N. Novakovic	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director William A. Osborn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Daniel J. Starks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director John G. Stratton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Glenn F. Tilton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.14	Elect Director Miles D. White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Abbott Laboratories**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Lobbying Payments and Policy	SH	Against	Against	Against
5	Increase Disclosure of Compensation Adjustments	SH	Against	For	For
	-9				
	Voter Rationale: A vote FOR this proposal is warranted. metrics from GAAP, and the committee's reasoning for and explanations regarding them would provide greater which would benefit shareholders.	using each adjusted metric	c, a line-by-line reconciliation of adjustments		
6	Voter Rationale: A vote FOR this proposal is warranted. metrics from GAAP, and the committee's reasoning for and explanations regarding them would provide greater	using each adjusted metric	c, a line-by-line reconciliation of adjustments	Against	Against

shareholder rights.

### AT&T Inc.

**Meeting Date:** 04/24/2020 **Record Date:** 02/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 00206R102

Ticker: ⊺

Shares Voted: 512,262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Randall L. Stephenson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1.2	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1.3	Elect Director Richard W. Fisher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director Scott T. Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Glenn H. Hutchins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1.6	Elect Director William E. Kennard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### AT&T Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.7	Elect Director Debra L. Lee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Stephen J. Luczo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Michael B. McCallister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Beth E. Mooney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Matthew K. Rose	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.12	Elect Director Cynthia B. Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.13	Elect Director Geoffrey Y. Yang	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted. company's performance or governance practices, the p establish an independent chair, could establish a poten	roposed separation of the	CEO and chair roles, without a commitment		
5	Approve Nomination of Employee Representative Director	SH	Against	Against	Against
6	Improve Guiding Principles of Executive Compensation	SH	Against	Against	Against

## **Bank of Hawaii Corporation**

Meeting Date: 04/24/2020 Record Date: 02/28/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 062540109

Ticker: BOH

Shares Voted: 9,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director S. Haunani Apoliona	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Bank of Hawaii Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
	Voter Rationale: A vote FOR the director nominees is warranted.								
1.2	Elect Director Mark A. Burak	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.3	Elect Director John C. Erickson	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.4	Elect Director Joshua D. Feldman	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.5	Elect Director Peter S. Ho	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.6	Elect Director Michelle E. Hulst	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.7	Elect Director Kent T. Lucien	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.8	Elect Director Alicia E. Moy	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.9	Elect Director Victor K. Nichols	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.10	Elect Director Barbara J. Tanabe	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.11	Elect Director Dana M. Tokioka	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.12	Elect Director Raymond P. Vara, Jr.	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
1.13	Elect Director Robert W. Wo	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is w	warranted.							
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For				

## **CenterPoint Energy, Inc.**

Meeting Date: 04/24/2020 Record Date: 02/28/2020 Country: USA

 $\textbf{Primary Security ID:}\ 15189 \\ \textbf{T}107$ 

Meeting Type: Annual

Ticker: CNP

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **CenterPoint Energy, Inc.**

Shares Voted: 35,197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Leslie D. Biddle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Milton Carroll	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Scott J. McLean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Martin H. Nesbitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Theodore F. Pound	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Susan O. Rheney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Phillip R. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director John W. Somerhalder, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is we the company paid severance to the CEO upon his rumarket practice, as severance is intended as a protein process.	esignation. Paying se	verance upon a voluntary resigna		
4	Amend Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For

### **First Horizon National Corporation**

Meeting Date: 04/24/2020 Country: USA

Record Date: 02/24/2020 Meeting Type: Special

Primary Security ID: 320517105

Ticker: FHN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **First Horizon National Corporation**

Shares Voted: 0

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	Refer	
2	Increase Authorized Common Stock	Mgmt	For	Refer	
3	Advisory Vote on Golden Parachutes	Mgmt	For	Refer	
4	Adjourn Meeting	Mgmt	For	Refer	

### **GATX Corporation**

**Meeting Date:** 04/24/2020 **Record Date:** 02/28/2020

Country: USA

Primary Security ID: 361448103

Meeting Type: Annual

Ticker: GATX

Shares Voted: 8,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Diane M. Aigotti	Mgmt	For	For	For
1.2	Elect Director Anne L. Arvia	Mgmt	For	For	For
1.3	Elect Director Ernst A. Haberli	Mgmt	For	For	For
1.4	Elect Director Brian A. Kenney	Mgmt	For	For	For
1.5	Elect Director James B. Ream	Mgmt	For	For	For
1.6	Elect Director Adam L. Stanley	Mgmt	For	For	For
1.7	Elect Director David S. Sutherland	Mgmt	For	For	For
1.8	Elect Director Stephen R. Wilson	Mgmt	For	For	For
1.9	Elect Director Paul G. Yovovich	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

### **Graco Inc.**

**Meeting Date:** 04/24/2020 **Record Date:** 02/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 384109104

Ticker: GGG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Graco Inc.**

Shares Voted: 37,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick J. McHale	Mgmt	For	For	For
1b	Elect Director Lee R. Mitau	Mgmt	For	For	For
1c	Elect Director Martha A. Morfitt	Mgmt	For	For	For
1d	Elect Director Kevin J. Wheeler	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Kellogg Company**

**Meeting Date:** 04/24/2020 **Record Date:** 02/28/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 487836108

Ticker: K

Shares Voted: 17,490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Stephanie Burns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Steve Cahillane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Richard Dreiling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director La June Montgomery Tabron	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Declassify the Board of Directors	Mgmt	For	For	For

Voter Rationale: New Mexico favours unclassified board of directors.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Kellogg Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Adopt Simple Majority Vote	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that elimination of the supermajority vote requirement enhances shareholder rights.

## L3Harris Technologies, Inc.

**Meeting Date:** 04/24/2020 **Record Date:** 02/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 502431109

Ticker: LHX

Shares Voted: 15,530

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sallie B. Bailey	Mgmt	For	For	For
1b	Elect Director William M. Brown	Mgmt	For	For	For
1c	Elect Director Peter W. Chiarelli	Mgmt	For	For	For
1d	Elect Director Thomas A. Corcoran	Mgmt	For	For	For
1e	Elect Director Thomas A. Dattilo	Mgmt	For	For	For
1f	Elect Director Roger B. Fradin	Mgmt	For	For	For
1g	Elect Director Lewis Hay, III	Mgmt	For	For	For
1h	Elect Director Lewis Kramer	Mgmt	For	For	For
1i	Elect Director Christopher E. Kubasik	Mgmt	For	For	For
1j	Elect Director Rita S. Lane	Mgmt	For	For	For
1k	Elect Director Robert B. Millard	Mgmt	For	For	For
11	Elect Director Lloyd W. Newton	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement and Fair Price Requirements for Business Combinations	Mgmt	For	For	For
5	Amend Certificate of Incorporation to Eliminate the Anti-Greenmail Provision	Mgmt	For	For	For
6	Amend Certificate of Incorporation to Eliminate Cumulative Voting Provision	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### L3Harris Technologies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

#### Park Hotels & Resorts Inc.

Meeting Date: 04/24/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

**Primary Security ID:** 700517105

Ticker: PK

Shares Voted: 54,400

Proposal					Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1A	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1B	Elect Director Gordon M. Bethune	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1C	Elect Director Patricia M. Bedient	Mgmt	For	For	For
	Elect Director Thomas J. Baltimore, Jr. Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Gordon M. Bethune Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Patricia M. Bedient Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Patricia M. Bedient Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Thomas D. Eckert Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Geoffrey M. Garrett Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Christie B. Kelly Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joseph I. Lieberman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Thomas A. Natelli Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Thomas A. Natelli Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Timothy J. Naughton Mgmt For For  Elect Director Timothy J. Naughton Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Timothy J. Naughton Mgmt For For  For				
1D	Elect Director Thomas D. Eckert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1E	Elect Director Geoffrey M. Garrett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1F	Elect Director Christie B. Kelly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1G	Elect Director Joseph I. Lieberman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1H	Elect Director Thomas A. Natelli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1I	Elect Director Timothy J. Naughton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1J	Elect Director Stephen I. Sadove	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	· · · · · · · · · · · · · · · · · · ·	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Park Hotels & Resorts Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **TechnipFMC plc**

Meeting Date: 04/24/2020 Record Date: 02/27/2020 **Country:** United Kingdom **Meeting Type:** Annual

Primary Security ID: G87110105

Ticker: FTI

Shares Voted: 29,423

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	· · · · · · · · · · · · · · · · · · ·	<u> </u>			
1a	Elect Director Douglas J. Pferdehirt	Mgmt	For	For	For
1b	Elect Director Eleazar de Carvalho Filho	Mgmt	For	For	For
1c	Elect Director Arnaud Caudoux	Mgmt	For	For	For
1d	Elect Director Pascal Colombani	Mgmt	For	For	For
1e	Elect Director Marie-Ange Debon	Mgmt	For	For	For
1f	Elect Director Claire S. Farley	Mgmt	For	For	For
1g	Elect Director Didier Houssin	Mgmt	For	For	For
1h	Elect Director Peter Mellbye	Mgmt	For	For	For
1i	Elect Director John O'Leary	Mgmt	For	For	For
1j	Elect Director Olivier Piou	Mgmt	For	For	For
1k	Elect Director Kay G. Priestly	Mgmt	For	For	For
11	Elect Director Joseph Rinaldi	Mgmt	For	For	For
1m	Elect Director James M. Ringler	Mgmt	For	For	For
1n	Elect Director John Yearwood	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Directors' Remuneration Report	Mgmt	For	For	For
4	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
6	Re-appoint PricewaterhouseCoopers LLP as U.K. Statutory Auditor	Mgmt	For	For	For
7	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Fastenal Company**

**Meeting Date:** 04/25/2020 **Record Date:** 02/26/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 311900104

Ticker: FAST

Shares Voted: 40,176

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Willard D. Oberton	Mgmt	For	For	For
1b	Elect Director Michael J. Ancius	Mgmt	For	For	For
1c	Elect Director Michael J. Dolan	Mgmt	For	For	For
1d	Elect Director Stephen L. Eastman	Mgmt	For	For	For
1e	Elect Director Daniel L. Florness	Mgmt	For	For	For
1f	Elect Director Rita J. Heise	Mgmt	For	For	For
1g	Elect Director Daniel L. Johnson	Mgmt	For	For	For
1h	Elect Director Nicholas J. Lundquist	Mgmt	For	For	For
1i	Elect Director Scott A. Satterlee	Mgmt	For	For	For
1j	Elect Director Reyne K. Wisecup	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Prepare Employment Diversity Report	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

### Coherent, Inc.

Meeting Date: 04/27/2020 Record Date: 03/03/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 192479103

Ticker: COHR

Shares Voted: 5,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1a	Elect Director Jay T. Flatley	Mgmt	For	For	For				
	Elect Director Jay T. Flatley Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.								
1b	Elect Director Pamela Fletcher	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director non	ninees is warranted.							

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Coherent, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1c	Elect Director Andreas (Andy) W. Mattes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Beverly Kay Matthews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Michael R. McMullen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Garry W. Rogerson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Steve Skaggs	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Sandeep Vij	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Concho Resources Inc.**

**Meeting Date:** 04/27/2020 **Record Date:** 02/28/2020

Country: USA Meeting Type: Annual Primary Security ID: 20605P101

Ticker: CXO

Shares Voted: 14,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Timothy A. Leach	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director William H. Easter, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### Crane Co.

**Meeting Date:** 04/27/2020 **Record Date:** 02/28/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 224399105

Ticker: CR

Shares Voted: 11,575

Proposal				Voti	ng Vot	te
Number	Proposal Text	Proponent	Mgmt Rec	Polic	y Rec Ins	structio
1.1	Elect Director Martin R. Benante	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.2	Elect Director Donald G. Cook	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.3	Elect Director Michael Dinkins	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.4	Elect Director Ronald C. Lindsay	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.5	Elect Director Ellen McClain	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.6	Elect Director Charles G. McClure, Jr.	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.7	Elect Director Max H. Mitchell	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.8	Elect Director Jennifer M. Pollino	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.9	Elect Director James L. L. Tullis	Mgmt	For	For	For	r
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	r
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	r

### **CyrusOne Inc.**

Meeting Date: 04/27/2020 Record Date: 03/04/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 23283R100

Ticker: CONE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# CyrusOne Inc.

Shares Voted: 25,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director David H. Ferdman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director John W. Gamble, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Michael A. Klayko	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director T. Tod Nielsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Alex Shumate	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director William E. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.7	Elect Director Lynn A. Wentworth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **Genuine Parts Company**

**Meeting Date:** 04/27/2020 **Record Date:** 02/18/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 372460105

Ticker: GPC

Shares Voted: 10,721

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Elizabeth W. Camp	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Richard Cox, Jr.	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Genuine Parts Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.3	Elect Director Paul D. Donahue	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Gary P. Fayard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director P. Russell Hardin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director John R. Holder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Donna W. Hyland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director John D. Johns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Jean-Jacques Lafont	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Robert C. "Robin" Loudermilk, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Wendy B. Needham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director E. Jenner Wood, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Report on EEO	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

## **Honeywell International Inc.**

Meeting Date: 04/27/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 438516106

Ticker: HON

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Honeywell International Inc.**

Shares Voted: 50,136

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruc
1A	Elect Director Darius Adamczyk	Mgmt	For	For	For
1B	Elect Director Duncan B. Angove	Mgmt	For	For	For
1C	Elect Director William S. Ayer	Mgmt	For	For	For
1D	Elect Director Kevin Burke	Mgmt	For	For	For
1E	Elect Director D. Scott Davis	Mgmt	For	For	For
1F	Elect Director Linnet F. Deily	Mgmt	For	For	For
1G	Elect Director Deborah Flint	Mgmt	For	For	For
1H	Elect Director Judd Gregg	Mgmt	For	For	For
1I	Elect Director Clive Hollick	Mgmt	For	For	For
13	Elect Director Grace D. Lieblein	Mgmt	For	For	For
1K	Elect Director Raymond T. Odierno	Mgmt	For	For	For
1L	Elect Director George Paz	Mgmt	For	For	For
1M	Elect Director Robin L. Washington	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against
5	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as additional disclosure of the company's trade association memberships and indirect lobbying-related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

### Paycom Software, Inc.

Meeting Date: 04/27/2020 Record Date: 03/11/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 70432V102

Ticker: PAYC

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Janet B. Haugen	Mgmt	For	Refer	Withhold

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Paycom Software, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director J.C. Watts, Jr.	Mgmt	For	Refer	Withhold
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

## **Raytheon Technologies Corporation**

Meeting Date: 04/27/2020 Record Date: 03/03/2020 **Country:** USA **Meeting Type:** Annual

 $\textbf{Primary Security ID:}\ 75513E101$ 

Ticker: RTX

Shares Voted: 54,367

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Lloyd J. Austin, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Gregory J. Hayes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Marshall O. Larsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Robert K. (Kelly) Ortberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Margaret L. O'Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Denise L. Ramos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Fredric G. Reynolds	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Brian C. Rogers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Raytheon Technologies Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
4	Adopt Simple Majority Vote	SH	None	For	For
	Voter Rationale: A vote FOR this proposal is warranted enhance shareholder rights.	l given that elimination of t	he supermajority vote requirement would		
5	Report on Plant Closures	SH	Against	Against	Against

## **The Boeing Company**

**Meeting Date:** 04/27/2020 **Record Date:** 02/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 097023105

Ticker: BA

Shares Voted: 37,495

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert A. Bradway	Mgmt	For	For	For
1b	Elect Director David L. Calhoun	Mgmt	For	For	Against
1c	Elect Director Arthur D. Collins, Jr.	Mgmt	For	Refer	Against
1d	Elect Director Edmund P. Giambastiani, Jr.	Mgmt	For	Refer	Against
1e	Elect Director Lynn J. Good	Mgmt	For	For	For
1f	Elect Director Nikki R. Haley - Withdrawn Resolution	Mgmt			
1g	Elect Director Akhil Johri	Mgmt	For	For	For
1h	Elect Director Lawrence W. Kellner	Mgmt	For	For	For
1i	Elect Director Caroline B. Kennedy	Mgmt	For	For	For
1j	Elect Director Steven M. Mollenkopf	Mgmt	For	For	For
1k	Elect Director John M. Richardson	Mgmt	For	For	For
11	Elect Director Susan C. Schwab	Mgmt	For	Refer	Against
1m	Elect Director Ronald A. Williams	Mgmt	For	Refer	Against
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Require Director Nominee Qualifications	SH	Against	Against	Against
5	Report on Lobbying Payments and Policy	SH	Against	For	For
6	Require Independent Board Chairman	SH	Against	For	For
7	Provide Right to Act by Written Consent	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Boeing Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
9	Increase Disclosure of Compensation Adjustments	SH	Against	For	For

## **Apartment Investment and Management Company**

Meeting Date: 04/28/2020 Record Date: 02/21/2020 Country: USA

Primary Security ID: 03748R754

Meeting Type: Annual

Ticker: AIV

Shares Voted: 10,941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Terry Considine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Thomas L. Keltner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Robert A. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director Devin I. Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Kathleen M. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director John D. Rayis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Ann Sperling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.8	Elect Director Michael A. Stein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.9	Elect Director Nina A. Tran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Apartment Investment and Management Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For

## **Associated Banc-Corp**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 045487105

Ticker: ASB

Shares Voted: 36,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director John F. Bergstrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.2	Elect Director Michael T. Crowley, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.3	Elect Director Philip B. Flynn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.4	Elect Director R. Jay Gerken	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.5	Elect Director Judith P. Greffin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.6	Elect Director Michael J. Haddad	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.7	Elect Director William R. Hutchinson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.8	Elect Director Robert A. Jeffe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.9	Elect Director Eileen A. Kamerick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.10	Elect Director Gale E. Klappa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.11	Elect Director Richard T. Lommen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Associated Banc-Corp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.12	Elect Director Cory L. Nettles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.13	Elect Director Karen T. van Lith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.14	Elect Director John (Jay) B. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warrant for the year in review. Although improvements have been have been identified. While the annual incentive for CEC was increased significantly without rationale, and forware quity cycle vested at maximum despite poor TSR performand address this issue). Furthermore, payouts for exforward, TSR will be calculated using a 30-day share price.	on implemented to the pay of Flynn is based on pre-se of looking target goals are france (although the esta decutives are not capped v	program, concerns remain, and new issues tobjective measures, his award opportunity not disclosed. Further, the most recent ablishment of minimum thresholds going when absolute TSR is negative, and moving		
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Bio-Rad Laboratories, Inc.**

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 090572207

Ticker: BIO

Shares Voted: 4,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Arnold A. Pinkston	Mgmt	For	For	For
	Voter Rationale: A vote FOR all the director nominees is	warranted.			
1.2	Elect Director Melinda Litherland	Mgmt	For	For	For
	Voter Rationale: A vote FOR all the director nominees is	warranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Black Hills Corporation**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 092113109

Ticker: BKH

Shares Voted: 14,006

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Tony A. Jensen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Kathleen S. McAllister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Rebecca B. Roberts	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Teresa A. Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director John B. Vering	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Brixmor Property Group Inc.**

**Meeting Date:** 04/28/2020 **Record Date:** 02/12/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 11120U105

Ticker: BRX

Shares Voted: 59,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director James M. Taylor, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director John G. Schreiber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Michael Berman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Brixmor Property Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Julie Bowerman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Sheryl M. Crosland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Thomas W. Dickson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Daniel B. Hurwitz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director William D. Rahm	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Gabrielle Sulzberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

### **Centene Corporation**

Meeting Date: 04/28/2020 Record Date: 02/28/2020 Country: USA Meeting Type: Annual Primary Security ID: 15135B101

Ticker: CNC

Shares Voted: 40,982

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael F. Neidorff	Mgmt	For	For	For
1b	Elect Director H. James Dallas	Mgmt	For	For	For
1c	Elect Director Robert K. Ditmore	Mgmt	For	For	For
1d	Elect Director Richard A. Gephardt	Mgmt	For	For	For
1e	Elect Director Lori J. Robinson	Mgmt	For	For	For
1f	Elect Director William L. Trubeck	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Centene Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For		
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For		
5	Report on Political Contributions Disclosure	SH	Against	For	For		
	Report on Political Contributions Disclosure SH Against For For  Voter Rationale: A vote FOR this resolution is warranted, as additional information regarding the company's direct and indirect political contributions, including payments to trade associations, would help investors in assessing its management of related risks.						
6	Eliminate Supermajority Vote Requirement	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted g shareholder rights.	given that elimination of th	ne supermajority vote requirement enhances				

## **Ceridian HCM Holding Inc.**

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 15677J108

Ticker: CDAY

Shares Voted: 22,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Deborah A. Farrington	Mgmt	For	Refer	Withhold
1.2	Elect Director Thomas M. Hagerty	Mgmt	For	Refer	Withhold
2	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Charter Communications, Inc.**

Meeting Date: 04/28/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 16119P108

Ticker: CHTR

 $\textbf{Shares Voted:}\ 0$ 

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director W. Lance Conn	Mgmt	For	For	
1b	Elect Director Kim C. Goodman	Mgmt	For	For	

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Charter Communications, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Craig A. Jacobson	Mgmt	For	For	
1d	Elect Director Gregory B. Maffei	Mgmt	For	Refer	
1e	Elect Director John D. Markley, Jr.	Mgmt	For	For	
1f	Elect Director David C. Merritt	Mgmt	For	For	
1g	Elect Director James E. Meyer	Mgmt	For	For	
1h	Elect Director Steven A. Miron	Mgmt	For	Refer	
1i	Elect Director Balan Nair	Mgmt	For	For	
1j	Elect Director Michael A. Newhouse	Mgmt	For	For	
1k	Elect Director Mauricio Ramos	Mgmt	For	For	
11	Elect Director Thomas M. Rutledge	Mgmt	For	For	
1m	Elect Director Eric L. Zinterhofer	Mgmt	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	
4	Require Independent Board Chairman	SH	Against	For	

Voter Rationale: A vote FOR this proposal is warranted given that the lead directors' duties are not considered robust and there is a concern regarding the lack of a fully independent key board committee, suggesting that shareholders would benefit from the most robust form of independent oversight in the form of an independent board chair.

### **Comerica Incorporated**

Meeting Date: 04/28/2020 Record Date: 02/28/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 200340107

Ticker: CMA

Shares Voted: 10,114

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Michael E. Collins	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Roger A. Cregg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director T. Kevin DeNicola	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Comerica Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Curtis C. Farmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Jacqueline P. Kane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director Richard G. Lindner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.7	Elect Director Barbara R. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.8	Elect Director Robert S. Taubman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.9	Elect Director Reginald M. Turner, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.10	Elect Director Nina G. Vaca	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1.11	Elect Director Michael G. Van de Ven	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### CoreLogic, Inc.

Meeting Date: 04/28/2020 Record Date: 03/04/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 21871D103

Ticker: CLGX

Shares Voted: 18,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.1	Elect Director J. David Chatham	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Douglas C. Curling	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## CoreLogic, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.3	Elect Director John C. Dorman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Paul F. Folino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Frank D. Martell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Claudia Fan Munce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Thomas C. O'Brien	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Vikrant Raina	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director J. Michael Shepherd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.10	Elect Director Jaynie Miller Studenmund	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.11	Elect Director David F. Walker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1.12	Elect Director Mary Lee Widener	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### Corteva, Inc.

**Meeting Date:** 04/28/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 22052L104

Ticker: CTVA

Shares Voted: 50,197

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Lamberto Andreotti	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Corteva, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1b	Elect Director Robert A. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1c	Elect Director James C. Collins, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1d	Elect Director Klaus A. Engel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1e	Elect Director Michael O. Johanns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1f	Elect Director Lois D. Juliber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1g	Elect Director Rebecca B. Liebert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1h	Elect Director Marcos M. Lutz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1i	Elect Director Nayaki Nayyar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1j	Elect Director Gregory R. Page	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
1k	Elect Director Lee M. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
11	Elect Director Patrick J. Ward	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.A vote FOR the	remaining director nominees is warranted.		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Exelon Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 30161N101

Ticker: EXC

Shares Voted: 65,159

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Anthony Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1b	Elect Director Ann Berzin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1c	Elect Director Laurie Brlas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1d	Elect Director Christopher M. Crane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1e	Elect Director Yves C. de Balmann	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1f	Elect Director Nicholas DeBenedictis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1g	Elect Director Linda P. Jojo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1h	Elect Director Paul Joskow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1i	Elect Director Robert J. Lawless	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1j	Elect Director John Richardson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1k	Elect Director Mayo Shattuck, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
11	Elect Director John F. Young	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# First Financial Bankshares, Inc.

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 32020R109

Ticker: FFIN

Shares Voted: 30,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director April Anthony	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Tucker S. Bridwell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Vianei Lopez Braun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director David Copeland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Mike Denny	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director F. Scott Dueser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Murray Edwards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Tim Lancaster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Kade L. Matthews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.10	Elect Director Robert C. Nickles, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.11	Elect Director Johnny E. Trotter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **First Horizon National Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 02/28/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 320517105

Ticker: FHN

Shares Voted: 70,649

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth A. Burdick	Mgmt	For	For	For
1.2	Elect Director John C. Compton	Mgmt	For	For	For
1.3	Elect Director Wendy P. Davidson	Mgmt	For	For	For
1.4	Elect Director Mark A. Emkes	Mgmt	For	For	For
1.5	Elect Director Corydon J. Gilchrist	Mgmt	For	For	For
1.6	Elect Director D. Bryan Jordan	Mgmt	For	For	For
1.7	Elect Director Vicki R. Palmer	Mgmt	For	For	For
1.8	Elect Director Colin V. Reed	Mgmt	For	For	For
1.9	Elect Director Cecelia D. Stewart	Mgmt	For	For	For
1.10	Elect Director Rajesh Subramaniam	Mgmt	For	For	For
1.11	Elect Director R. Eugene Taylor	Mgmt	For	For	For
1.12	Elect Director Luke Yancy, III	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

#### **FMC Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 03/04/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 302491303

Ticker: FMC

Shares Voted: 8,732

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Pierre Brondeau	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Eduardo E. Cordeiro	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **FMC Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1c	Elect Director Mark Douglas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director C. Scott Greer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director K'Lynne Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
<b>1</b> f	Elect Director Dirk A. Kempthorne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Paul J. Norris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Margareth Ovrum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Robert C. Pallash	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director William H. Powell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Vincent R. Volpe, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### Fortune Brands Home & Security, Inc.

Meeting Date: 04/28/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 34964C106

Ticker: FBHS

Shares Voted: 9,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nicholas I. Fink	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Fortune Brands Home & Security, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director A. D. David Mackay	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director David M. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

#### **Hanesbrands Inc.**

Meeting Date: 04/28/2020 Record Date: 02/18/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 410345102

Ticker: HBI

Shares Voted: 26,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Geralyn R. Breig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Gerald W. Evans, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Bobby J. Griffin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director James C. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Franck J. Moison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Robert F. Moran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Ronald L. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Ann E. Ziegler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Hanesbrands Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### **Huntington Ingalls Industries, Inc.**

Meeting Date: 04/28/2020 Record Date: 03/04/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 446413106

Ticker: HII

Shares Voted: 2,780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Philip M. Bilden	Mgmt	For	For	For
1.2	Elect Director Augustus L. Collins	Mgmt	For	For	For
1.3	Elect Director Kirkland H. Donald	Mgmt	For	For	For
1.4	Elect Director Victoria D. Harker	Mgmt	For	For	For
1.5	Elect Director Anastasia D. Kelly	Mgmt	For	For	For
1.6	Elect Director Tracy B. McKibben	Mgmt	For	For	For
1.7	Elect Director C. Michael Petters	Mgmt	For	For	For
1.8	Elect Director Thomas C. Schievelbein	Mgmt	For	For	For
1.9	Elect Director John K. Welch	Mgmt	For	For	For
1.10	Elect Director Stephen R. Wilson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **International Business Machines Corporation**

Meeting Date: 04/28/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 459200101

Ticker: IBM

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **International Business Machines Corporation**

Shares Voted: 62,147

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Thomas Buberl	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Michael L. Eskew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director David N. Farr	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Alex Gorsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Michelle J. Howard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Arvind Krishna	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Andrew N. Liveris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Frederick William McNabb, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Martha E. Pollack	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Virginia M. Rometty	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Joseph R. Swedish	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director Sidney Taurel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Peter R. Voser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.14	Elect Director Frederick H. Waddell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **International Business Machines Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Governing Documents to allow Removal of Directors	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.	d as the ability to remove	directors with or without cause would enh	ance	
5	· ·	d as the ability to remove	directors with or without cause would enh.  Against	<i>ance</i> For	For
5	shareholder rights.	SH	Against		For

Voter Rationale: A vote FOR this proposal is warranted. This non-binding proposal would not require an immediate change in the board leadership structure as it would allow the board discretion to phase in the policy requiring an independent chair at the next leadership transition. The company's TSR has underperformed relative to its GICS peers and the broader S& P 500 Index on a one-, three-, and five-year basis. In addition, this proposal offers an opportunity to clarify board leadership and eliminate a potentially confusing multi-headed leadership structure, consisting of a lead director, CEO, and non-independent chair. This suggests that shareholders would benefit from the most robust form of independent board oversight of management in the form of an independent chair.

#### **Kimco Realty Corporation**

Meeting Date: 04/28/2020 Record Date: 03/04/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 49446R109

Ticker: KIM

Shares Voted: 28,318

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Milton Cooper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1b	Elect Director Philip E. Coviello	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1c	Elect Director Conor C. Flynn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1d	Elect Director Frank Lourenso	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1e	Elect Director Colombe M. Nicholas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1f	Elect Director Mary Hogan Preusse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Kimco Realty Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1g	Elect Director Valerie Richardson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1h	Elect Director Richard B. Saltzman	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is wa	arranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify Pricewaterhouse Coopers LLP as Auditors	Mgmt	For	For	For		
4	Approve Omnibus Stock Plan	Mgmt	For	For	For		

### **Kirby Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 497266106

Ticker: KEX

Shares Voted: 13,586

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard J. Alario	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director David W. Grzebinski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director Richard R. Stewart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
2a	Elect Director Tanya S. Beder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

#### **MSCI Inc.**

Meeting Date: 04/28/2020 Record Date: 03/03/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 55354G100

Ticker: MSCI

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **MSCI** Inc.

Shares Voted: 5,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruction
1a	Elect Director Henry A. Fernandez	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1b	Elect Director Robert G. Ashe	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1c	Elect Director Benjamin F. duPont	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1d	Elect Director Wayne Edmunds	Mgmt	For	F	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1e	Elect Director Catherine R. Kinney	Mgmt	For	F	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1f	Elect Director Jacques P. Perold	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1g	Elect Director Sandy C. Rattray	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1h	Elect Director Linda H. Riefler	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1i	Elect Director Marcus L. Smith	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1j	Elect Director Paula Volent	Mgmt	For	F	-or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	F	or	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	F	-or	For

### **Noble Energy, Inc.**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 655044105

Ticker: NBL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Noble Energy, Inc.**

Shares Voted: 32,034

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio			
1a	Elect Director Jeffrey L. Berenson	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warranted.	_	s a non-independent member of a key board					
1b	Elect Director James E. Craddock	Mgmt	For	Refer	Against			
	Voter Rationale: A vote AGAINST James Craddock is warranted for serving as a non-independent member of a key board committee. A vote FOR all other directors is warranted.							
1c	Elect Director Barbara J. Duganier	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warranted.	_	s a non-independent member of a key board					
1d	Elect Director Thomas J. Edelman	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warrante	-	s a non-independent member of a key board					
1e	Elect Director Holli C. Ladhani	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warrante	-	s a non-independent member of a key board					
1f	Elect Director David L. Stover	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warranted.	_	s a non-independent member of a key board					
1g	Elect Director Scott D. Urban	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warrante	_	s a non-independent member of a key board					
1h	Elect Director William T. Van Kleef	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warrant.	-	s a non-independent member of a key board					
1i	Elect Director Martha B. Wyrsch	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST James Craddock is committee. A vote FOR all other directors is warrants	_	s a non-independent member of a key board					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Approve Omnibus Stock Plan	Mgmt	For	For	For			

### PerkinElmer, Inc.

Meeting Date: 04/28/2020 Country: USA Primary Security ID: 714046109

Record Date: 02/28/2020 Meeting Type: Annual Ticker: PKI

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### PerkinElmer, Inc.

Shares Voted: 7,816

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Peter Barrett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Samuel R. Chapin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Sylvie Gregoire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Alexis P. Michas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Prahlad R. Singh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Michel Vounatsos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Frank Witney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Pascale Witz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Regal Beloit Corporation**

Meeting Date: 04/28/2020 Record Date: 03/05/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 758750103

Ticker: RBC

Shares Voted: 9,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jan A. Bertsch	Mgmt	For	For	For
1b	Elect Director Stephen M. Burt	Mgmt	For	For	For
1c	Elect Director Anesa T. Chaibi	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Regal Beloit Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Christopher L. Doerr	Mgmt	For	For	For
1e	Elect Director Dean A. Foate	Mgmt	For	For	For
1f	Elect Director Michael F. Hilton	Mgmt	For	For	For
1g	Elect Director Louis V. Pinkham	Mgmt	For	For	For
1h	Elect Director Rakesh Sachdev	Mgmt	For	For	For
1i	Elect Director Curtis W. Stoelting	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **ROLLINS, INC.**

Meeting Date: 04/28/2020 **Record Date:** 02/28/2020

Country: USA Meeting Type: Annual **Primary Security ID:** 775711104

Ticker: ROL

Shares Voted: 9,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director R. Randall Rollins	Mgmt	For	Refer	Withhold
1.2	Elect Director Henry B. Tippie	Mgmt	For	For	For
1.3	Elect Director James B. Williams	Mgmt	For	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Sprouts Farmers Market, Inc.**

Meeting Date: 04/28/2020 Record Date: 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 85208M102

Ticker: SFM

Shares Voted: 26,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joel D. Anderson	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Sprouts Farmers Market, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Terri Funk Graham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Doug G. Rauch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **The Chemours Company**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 163851108

Ticker: CC

Shares Voted: 37,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Curtis V. Anastasio	Mgmt	For	For	For
1b	Elect Director Bradley J. Bell	Mgmt	For	For	For
1c	Elect Director Richard H. Brown	Mgmt	For	For	For
1d	Elect Director Mary B. Cranston	Mgmt	For	For	For
1e	Elect Director Curtis J. Crawford	Mgmt	For	For	For
1f	Elect Director Dawn L. Farrell	Mgmt	For	For	For
1g	Elect Director Erin N. Kane	Mgmt	For	For	For
1h	Elect Director Sean D. Keohane	Mgmt	For	For	For
1i	Elect Director Mark P. Vergnano	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Establish Board Advisory Position	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The PNC Financial Services Group, Inc.

**Meeting Date:** 04/28/2020 **Record Date:** 01/31/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 693475105

Ticker: PNC

Shares Voted: 34,849

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Joseph Alvarado	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Charles E. Bunch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Debra A. Cafaro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Marjorie Rodgers Cheshire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director William S. Demchak	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Andrew T. Feldstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Richard J. Harshman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Daniel R. Hesse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Linda R. Medler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Martin Pfinsgraff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Toni Townes-Whitley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.12	Elect Director Michael J. Ward	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# The PNC Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Qualified Employee Stock Purchase	Mgmt	For	For	For

### The Williams Companies, Inc.

Meeting Date: 04/28/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 969457100

Ticker: WMB

Shares Voted: 85,028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alan S. Armstrong	Mgmt	For	For	For
1.2	Elect Director Stephen W. Bergstrom	Mgmt	For	Refer	Against
1.3	Elect Director Nancy K. Buese	Mgmt	For	For	For
1.4	Elect Director Stephen I. Chazen	Mgmt	For	For	For
1.5	Elect Director Charles I. Cogut	Mgmt	For	For	For
1.6	Elect Director Michael A. Creel	Mgmt	For	For	For
1.7	Elect Director Vicki L. Fuller	Mgmt	For	For	For
1.8	Elect Director Peter A. Ragauss	Mgmt	For	For	For
1.9	Elect Director Scott D. Sheffield	Mgmt	For	For	For
1.10	Elect Director Murray D. Smith	Mgmt	For	For	For
1.11	Elect Director William H. Spence	Mgmt	For	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Truist Financial Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 02/21/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 89832Q109

Ticker: TFC

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Truist Financial Corporation**

Shares Voted: 98,888

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Jennifer S. Banner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director K. David Boyer, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Agnes Bundy Scanlan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Anna R. Cablik	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Dallas S. Clement	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Paul D. Donahue	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Paul R. Garcia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Patrick C. Graney, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Linnie M. Haynesworth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Kelly S. King	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Easter A. Maynard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director Donna S. Morea	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.13	Elect Director Charles A. Patton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.14	Elect Director Nido R. Qubein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.15	Elect Director David M. Ratcliffe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Truist Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.16	Elect Director William H. Rogers, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.17	Elect Director Frank P. Scruggs, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.18	Elect Director Christine Sears	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.19	Elect Director Thomas E. Skains	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.20	Elect Director Bruce L. Tanner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.21	Elect Director Thomas N. Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.22	Elect Director Steven C. Voorhees	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as shareholders would benefit from more independent oversight in the form of an independent chairman. The CEO and chairman roles have been contractually guaranteed for the foreseeable future pursuant to employment agreements entered into in connection with the recently completed merger of equals transaction. In addition, the lead independent director role is not considered robust and there are concerns over the election procedures for this role over the term of the leadership transition process.

### **Trustmark Corporation**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 **Country:** USA **Meeting Type:** Annual **Primary Security ID:** 898402102

Ticker: TRMK

Shares Voted: 14,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Adolphus B. Baker	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Trustmark Corporation**

Elect Director William A. Brown Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1c Elect Director Augustus L. Collins Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1d Elect Director Tracy T. Conerly Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1e Elect Director Toni D. Cooley Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director Duane A. Dewey Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For For  Voter Rationale: A vote FOR the director nominees is warranted.
Elect Director Augustus L. Collins Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1d Elect Director Tracy T. Conerly Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1e Elect Director Toni D. Cooley Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director Duane A. Dewey Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For For
Voter Rationale: A vote FOR the director nominees is warranted.  1d Elect Director Tracy T. Conerly Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1e Elect Director Toni D. Cooley Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director Duane A. Dewey Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For For
Elect Director Tracy T. Conerly  Mgmt For  For  For  For  For  For  For  For
Voter Rationale: A vote FOR the director nominees is warranted.  1e Elect Director Toni D. Cooley Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director Duane A. Dewey Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For For
1e       Elect Director Toni D. Cooley       Mgmt       For       For       For         Voter Rationale: A vote FOR the director nominees is warranted.       Mgmt       For       For       For         Voter Rationale: A vote FOR the director nominees is warranted.         1g       Elect Director Marcelo Eduardo       Mgmt       For       For       For         Voter Rationale: A vote FOR the director nominees is warranted.         1h       Elect Director J. Clay Hays, Jr.       Mgmt       For       For       For         Voter Rationale: A vote FOR the director nominees is warranted.         1i       Elect Director Gerard R. Host       Mgmt       For       For       For
Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director Duane A. Dewey Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For For
If Elect Director Duane A. Dewey Mgmt For For For   Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For For   Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For   Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director Marcelo Eduardo Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For
1g Elect Director Marcelo Eduardo Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director J. Clay Hays, Jr. Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For
1h     Elect Director J. Clay Hays, Jr.     Mgmt     For     For     For       Voter Rationale: A vote FOR the director nominees is warranted.       1i     Elect Director Gerard R. Host     Mgmt     For     For     For
Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Gerard R. Host Mgmt For For For
1i Elect Director Gerard R. Host Mgmt For For For
Vator Pationala: A vata EOP the director naminaes is warranted
voter nationale. A vote i on the director norminees is wallanted.
1j Elect Director Harris V. Morrissette Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1k Elect Director Richard H. Puckett Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1l Elect Director Harry M. Walker Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1m Elect Director William G. Yates, III Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
2 Advisory Vote to Ratify Named Executive Mgmt For For For Officers' Compensation
3 Ratify Crowe LLP as Auditor Mgmt For For For

### **UMB Financial Corporation**

Meeting Date: 04/28/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 902788108

Ticker: UMBF

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **UMB Financial Corporation**

Shares Voted: 9,800

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1.1	Elect Director Robin C. Beery	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Janine A. Davidson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Kevin C. Gallagher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Greg M. Graves	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Alexander C. Kemper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director J. Mariner Kemper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Gordon E. Landsford, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Timothy R. Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Tamara M. Peterman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Kris A. Robbins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director L. Joshua Sosland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director Paul Uhlmann, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.13	Elect Director Leroy J. Williams, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **United States Steel Corporation**

**Meeting Date:** 04/28/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 912909108

Ticker: X

Shares Voted: 38,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1a	Elect Director David B. Burritt	Mgmt	For	For	For	
1b	Elect Director Patricia Diaz Dennis	Mgmt	For	For	For	
1c	Elect Director Dan O. Dinges	Mgmt	For	For	For	
1d	Elect Director John J. Engel	Mgmt	For	For	For	
1e	Elect Director John V. Faraci	Mgmt	For	For	For	
1f	Elect Director Murry S. Gerber	Mgmt	For	For	For	
1g	Elect Director Stephen J. Girsky	Mgmt	For	For	For	
1h	Elect Director Jeh C. Johnson	Mgmt	For	For	For	
1i	Elect Director Paul A. Mascarenas	Mgmt	For	For	For	
1j	Elect Director Michael H. McGarry	Mgmt	For	For	For	
1k	Elect Director Eugene B. Sperling	Mgmt	For	For	For	
11	Elect Director David S. Sutherland	Mgmt	For	For	For	
1m	Elect Director Patricia A. Tracey	Mgmt	For	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	
4	Amend Omnibus Stock Plan	Mgmt	For	For	For	

### **Valmont Industries, Inc.**

**Meeting Date:** 04/28/2020 **Record Date:** 03/06/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 920253101

Ticker: VMI

Shares Voted: 4,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mogens C. Bay	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Valmont Industries, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Walter Scott, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Clark T. Randt, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Richard Lanoha	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **Wells Fargo & Company**

**Meeting Date:** 04/28/2020 **Record Date:** 02/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 949746101

Ticker: WFC

Shares Voted: 269,866

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Steven D. Black	Mgmt	For	For	For
1b	Elect Director Celeste A. Clark	Mgmt	For	For	For
1c	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For	For
1d	Elect Director Wayne M. Hewett	Mgmt	For	For	For
1e	Elect Director Donald M. James	Mgmt	For	For	For
1f	Elect Director Maria R. Morris	Mgmt	For	For	For
1g	Elect Director Charles H. Noski	Mgmt	For	For	For
1h	Elect Director Richard B. Payne, Jr.	Mgmt	For	For	For
1i	Elect Director Juan A. Pujadas	Mgmt	For	For	For
1j	Elect Director Ronald L. Sargent	Mgmt	For	For	For
1k	Elect Director Charles W. Scharf	Mgmt	For	For	For
11	Elect Director Suzanne M. Vautrinot	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Wells Fargo & Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against		
5	Report on Incentive-Based Compensation and Risks of Material Losses	SH	Against	For	For		
	Voter Rationale: A vote FOR the proposal is warranted, as shareholders would benefit from additional disclosure about employee incentive compensation programs that could lead to material losses due to excessive risk taking, given that broad-based employee incentive structures played a significant role in recent high-profile controversy and reputational harm at the company.						
6	Report on Global Median Gender Pay Gap	SH	Against	Against	Against		

### **Ameriprise Financial, Inc.**

**Meeting Date:** 04/29/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 03076C106

Ticker: AMP

Shares Voted: 8,531

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
1a	Elect Director James M. Cracchiolo	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1b	Elect Director Dianne Neal Blixt	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1c	Elect Director Amy DiGeso	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1d	Elect Director Lon R. Greenberg	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1e	Elect Director Jeffrey Noddle	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1f	Elect Director Robert F. Sharpe, Jr.	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1g	Elect Director Brian T. Shea	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1h	Elect Director W. Edward Walter, III	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Ameriprise Financial, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1i	Elect Director Christopher J. Williams	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For			

### **Ball Corporation**

Meeting Date: 04/29/2020 Record Date: 03/05/2020 Country: USA

**Primary Security ID:** 058498106

Meeting Type: Annual

Ticker: BLL

Shares Voted: 21,928

Proposal				Voting	Vote			
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction			
1.1	Elect Director John A. Hayes	Mgmt	For	Refer	For			
	Voter Rationale: WITHHOLD votes from incumbent Business law that resulted in a perpetually classified nominating/corporate governance committee memory governing documents prohibit shareholders from a Betty Sapp (a new director), is warranted.	ed board.WITHHOLD vo abers up for election) fo	tes from Stuart Taylor, II an r a material governance faild	d Cathy Ross (the only ure. The company's				
1.2	Elect Director Cathy D. Ross	Mgmt	For	Refer	For			
	Voter Rationale: WITHHOLD votes from incumbent director nominees for their failure to opt-out of the amendment to Indiana Business law that resulted in a perpetually classified board.WITHHOLD votes from Stuart Taylor, II and Cathy Ross (the only nominating/corporate governance committee members up for election) for a material governance failure. The company's governing documents prohibit shareholders from amending the company's bylaws. A vote FOR the remaining director nominee, Betty Sapp (a new director), is warranted.							
1.3	Elect Director Betty Sapp	Mgmt	For	For	For			
	Voter Rationale: WITHHOLD votes from incumbent director nominees for their failure to opt-out of the amendment to Indiana Business law that resulted in a perpetually classified board.WITHHOLD votes from Stuart Taylor, II and Cathy Ross (the only nominating/corporate governance committee members up for election) for a material governance failure. The company's governing documents prohibit shareholders from amending the company's bylaws. A vote FOR the remaining director nominee, Betty Sapp (a new director), is warranted.							
1.4	Elect Director Stuart A. Taylor, II	Mgmt	For	Refer	For			
	Voter Rationale: WITHHOLD votes from incumbent director nominees for their failure to opt-out of the amendment to Indiana Business law that resulted in a perpetually classified board WITHHOLD votes from Stuart Taylor, II and Cathy Ross (the only nominating/corporate governance committee members up for election) for a material governance failure. The company's governing documents prohibit shareholders from amending the company's bylaws. A vote FOR the remaining director nominee, Betty Sapp (a new director), is warranted.							
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **BorgWarner Inc.**

**Meeting Date:** 04/29/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 099724106

Ticker: BWA

Shares Voted: 13,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dennis C. Cuneo	Mgmt	For	For	For
1b	Elect Director Michael S. Hanley	Mgmt	For	For	For
1c	Elect Director Frederic B. Lissalde	Mgmt	For	For	For
1d	Elect Director Paul A. Mascarenas	Mgmt	For	For	For
1e	Elect Director John R. McKernan, Jr.	Mgmt	For	For	For
1f	Elect Director Deborah D. McWhinney	Mgmt	For	For	For
1g	Elect Director Alexis P. Michas	Mgmt	For	For	For
1h	Elect Director Vicki L. Sato	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

### **Cullen/Frost Bankers, Inc.**

**Meeting Date:** 04/29/2020 **Record Date:** 03/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 229899109

Ticker: CFR

Shares Voted: 12,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Carlos Alvarez	Mgmt	For	For	For
1.2	Elect Director Chris M. Avery	Mgmt	For	For	For
1.3	Elect Director Anthony R. (Tony) Chase	Mgmt	For	For	For
1.4	Elect Director Cynthia J. Comparin	Mgmt	For	For	For
1.5	Elect Director Samuel G. Dawson	Mgmt	For	For	For
1.6	Elect Director Crawford H. Edwards	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Cullen/Frost Bankers, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Patrick B. Frost	Mgmt	For	For	For
1.8	Elect Director Phillip D. Green	Mgmt	For	For	For
1.9	Elect Director David J. Haemisegger	Mgmt	For	For	For
1.10	Elect Director Karen E. Jennings	Mgmt	For	For	For
1.11	Elect Director Charles W. Matthews	Mgmt	For	Refer	Against
1.12	Elect Director Ida Clement Steen	Mgmt	For	For	For
1.13	Elect Director Graham Weston	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Deluxe Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 248019101

Ticker: DLX

Shares Voted: 9,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.1	Elect Director Ronald C. Baldwin	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1.2	Elect Director William C. Cobb	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1.3	Elect Director Cheryl E. Mayberry McKissack	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1.4	Elect Director Barry C. McCarthy	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1.5	Elect Director Don J. McGrath	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.6	Elect Director Thomas J. Reddin	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1.7	Elect Director Martyn R. Redgrave	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Deluxe Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.8	Elect Director John L. Stauch	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.9	Elect Director Victoria A. Treyger	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Approve Omnibus Stock Plan	Mgmt	For	For	For	
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	

## **Duke Realty Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 02/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 264411505

Ticker: DRE

Shares Voted: 27,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John P. Case	Mgmt	For	For	For
1b	Elect Director James B. Connor	Mgmt	For	For	For
1c	Elect Director Ngaire E. Cuneo	Mgmt	For	For	For
1d	Elect Director Charles R. Eitel	Mgmt	For	For	For
1e	Elect Director Tamara D. Fischer	Mgmt	For	For	For
1f	Elect Director Norman K. Jenkins	Mgmt	For	For	For
1g	Elect Director Melanie R. Sabelhaus	Mgmt	For	For	For
1h	Elect Director Peter M. Scott, III	Mgmt	For	For	For
1i	Elect Director David P. Stockert	Mgmt	For	For	For
1j	Elect Director Chris T. Sultemeier	Mgmt	For	For	For
1k	Elect Director Michael E. Szymanczyk	Mgmt	For	For	For
11	Elect Director Warren M. Thompson	Mgmt	For	For	For
1m	Elect Director Lynn C. Thurber	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Global Payments Inc.**

Meeting Date: 04/29/2020 **Record Date:** 03/06/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 37940X102

Ticker: GPN

Shares Voted: 20,098

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director F. Thaddeus Arroyo	Mgmt	For	For	For
1b	Elect Director Robert H.B. Baldwin, Jr.	Mgmt	For	Refer	Against
1c	Elect Director John G. Bruno	Mgmt	For	For	For
1d	Elect Director Kriss Cloninger, III	Mgmt	For	For	For
1e	Elect Director William I. Jacobs	Mgmt	For	For	For
1f	Elect Director Joia M. Johnson	Mgmt	For	For	For
1g	Elect Director Ruth Ann Marshall	Mgmt	For	For	For
1h	Elect Director Connie D. McDaniel	Mgmt	For	For	For
1i	Elect Director William B. Plummer	Mgmt	For	For	For
1j	Elect Director Jeffrey S. Sloan	Mgmt	For	For	For
1k	Elect Director John T. Turner	Mgmt	For	For	For
11	Elect Director M. Troy Woods	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Hancock Whitney Corporation**

Meeting Date: 04/29/2020 **Record Date:** 02/28/2020

Country: USA Meeting Type: Annual Primary Security ID: 410120109

Ticker: HWC

Shares Voted: 19,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Frank E. Bertucci	Mgmt	For	For	For
1.2	Elect Director Constantine S. Liollio	Mgmt	For	For	For
1.3	Elect Director Thomas H. Olinde	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Hancock Whitney Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Joan C. Teofilo	Mgmt	For	For	For
1.5	Elect Director C. Richard Wilkins	Mgmt	For	For	For
2a	Eliminate the Business Combination Supermajority Vote Provision	Mgmt	For	For	For
2b	Eliminate the Prohibition on Non-Cumulative Preferred Dividends	Mgmt	For	For	For
2c	Remove the Series A Preferred Stock Provision	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **Kimberly-Clark Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 494368103

Ticker: KMB

Shares Voted: 22,993

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Abelardo E. Bru	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Robert W. Decherd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Michael D. Hsu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Mae C. Jemison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director S. Todd Maclin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Sherilyn S. McCoy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Kimberly-Clark Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
1.7	Elect Director Christa S. Quarles	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.8	Elect Director Ian C. Read	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1.9	Elect Director Dunia A. Shive	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.10	Elect Director Mark T. Smucker	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.11	Elect Director Michael D. White	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Provide Right to Act by Written Consent	SH	Against	For	For			

Voter Rationale: Given the significant hurdle for shareholders to use the existing special meeting right, a written consent right would provide shareholders with an additional means of acting in between annual meetings. Therefore, a vote FOR this proposal is warranted.

#### **Marathon Petroleum Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 56585A102

Ticker: MPC

Shares Voted: 43,529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	of directors.			
2a	Elect Director Steven A. Davis	Mgmt	For	For	For
2b	Elect Director J. Michael Stice	Mgmt	For	For	For
2c	Elect Director John P. Surma	Mgmt	For	For	For
2d	Elect Director Susan Tomasky	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Marathon Petroleum Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Adopt Simple Majority Vote	SH	For	For	For
6	Report on Integrating Community Impacts Into Executive Compensation Program	SH	Against	Against	Against

# **Pilgrim's Pride Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/10/2020

Country: USA

Ticker: PPC

Primary Security ID: 72147K108

Meeting Type: Annual

Shares Voted: 11,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gilberto Tomazoni	Mgmt	For	Refer	Withhold
1.2	Elect Director Denilson Molina	Mgmt	For	Refer	Withhold
1.3	Elect Director Wallim Cruz De Vasconcellos Junior	Mgmt	For	For	For
1.4	Elect Director Vincent Trius	Mgmt	For	For	For
1.5	Elect Director Andre Nogueira de Souza	Mgmt	For	Refer	Withhold
1.6	Elect Director Farha Aslam	Mgmt	For	For	For
2.1	Elect Director Michael L. Cooper	Mgmt	For	For	For
2.2	Elect Director Charles Macaluso	Mgmt	For	For	For
2.3	Elect Director Arquimedes A. Celis	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
5	Report on Reduction of Water Pollution	SH	Against	For	For
6	Report on Human Rights Due Diligence Process	SH	Against	For	For
7	Require a Majority Vote for the Election of Directors	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Pool Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/12/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 73278L105

Ticker: POOL

Shares Voted: 7,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter D. Arvan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Andrew W. Code	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Timothy M. Graven	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Debra S. Oler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Manuel J. Perez de la Mesa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> f	Elect Director Harlan F. Seymour	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Robert C. Sledd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director John E. Stokely	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
<b>1</b> i	Elect Director David G. Whalen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Prologis, Inc.**

Meeting Date: 04/29/2020 Record Date: 03/06/2020 Country: USA

Primary Security ID: 74340W103

Meeting Type: Annual

Ticker: PLD

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Prologis, Inc.**

Shares Voted: 49,470

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Number	гороза техт	Proponent	mgint Rec	Policy Rec	THISTI UCCION
1a	Elect Director Hamid R. Moghadam	Mgmt	For	For	For
1b	Elect Director Cristina G. Bita	Mgmt	For	For	For
1c	Elect Director George L. Fotiades	Mgmt	For	For	For
1d	Elect Director Lydia H. Kennard	Mgmt	For	For	For
1e	Elect Director Irving F. Lyons, III	Mgmt	For	For	For
1f	Elect Director Avid Modjtabai	Mgmt	For	For	For
1g	Elect Director David P. O'Connor	Mgmt	For	For	For
1h	Elect Director Olivier Piani	Mgmt	For	For	For
1i	Elect Director Jeffrey L. Skelton	Mgmt	For	For	For
1j	Elect Director Carl B. Webb	Mgmt	For	For	For
1k	Elect Director William D. Zollars	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Increase Authorized Common Stock	Mgmt	For	For	For
5	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Regency Centers Corporation**

**Meeting Date:** 04/29/2020 **Record Date:** 03/09/2020

Country: USA Meeting Type: Annual Primary Security ID: 758849103

Ticker: REG

Shares Voted: 11,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Martin E. Stein, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1b	Elect Director Joseph F. Azrack	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Bryce Blair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Regency Centers Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director C. Ronald Blankenship	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Deirdre J. Evens	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Thomas W. Furphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Karin M. Klein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Peter D. Linneman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director David P. O'Connor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Lisa Palmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Thomas G. Wattles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

#### **Sabre Corporation**

Meeting Date: 04/29/2020 Record Date: 03/02/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 78573M104

Ticker: SABR

Shares Voted: 62,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio	
1.1	Elect Director George R. Bravante, Jr.	Mgmt	For	For	For	
	Elect Director George R. Bravante, Jr. Mgmt For For  **Voter Rationale: A vote FOR the director nominees is warranted.**  Elect Director Renee James Mgmt For For For					
1.2	Elect Director Renee James	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Sabre Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Gary Kusin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Gail Mandel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Sean Menke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Joseph Osnoss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Zane Rowe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director John Siciliano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Selective Insurance Group, Inc.**

Meeting Date: 04/29/2020 Record Date: 03/06/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 816300107

Ticker: SIGI

Shares Voted: 13,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director John C. Burville	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1b	Elect Director Terrence W. Cavanaugh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1c	Elect Director Robert Kelly Doherty	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1d	Elect Director John J. Marchioni	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1e	Elect Director Thomas A. McCarthy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Selective Insurance Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1f	Elect Director H. Elizabeth Mitchell	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1g	Elect Director Michael J. Morrissey	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1h	Elect Director Gregory E. Murphy	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1i	Elect Director Cynthia S. Nicholson	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1j	Elect Director William M. Rue	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1k	Elect Director John S. Scheid	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
11	Elect Director J. Brian Thebault	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1m	Elect Director Philip H. Urban	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For	

#### **Textron Inc.**

Meeting Date: 04/29/2020 Record Date: 03/02/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 883203101

Ticker: TXT

Shares Voted: 15,307

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio	
1a	Elect Director Scott C. Donnelly	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Kathleen M. Bader	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Textron Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1c	Elect Director R. Kerry Clark	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is wa	arranted.				
1d	Elect Director James T. Conway	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1e	Elect Director Paul E. Gagne	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1f	Elect Director Ralph D. Heath	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is wa	arranted.				
1g	Elect Director Deborah Lee James	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1h	Elect Director Lionel L. Nowell, III	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director James L. Ziemer	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1j	Elect Director Maria T. Zuber	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	

### Trex Company, Inc.

Meeting Date: 04/29/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 89531P105

Ticker: TREX

Shares Voted: 13,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jay M. Gratz	Mgmt	For	For	For
1.2	Elect Director Kristine L. Juster	Mgmt	For	For	For
1.3	Elect Director Ronald W. Kaplan	Mgmt	For	For	For
1.4	Elect Director Gerald Volas	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Trex Company, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Increase Authorized Common Stock	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# W.W. Grainger, Inc.

Meeting Date: 04/29/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 384802104

Ticker: GWW

Shares Voted: 2,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Rodney C. Adkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Brian P. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director V. Ann Hailey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Stuart L. Levenick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director D.G. Macpherson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Neil S. Novich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Beatriz R. Perez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Michael J. Roberts	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director E. Scott Santi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Susan Slavik Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Lucas E. Watson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## W.W. Grainger, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Weingarten Realty Investors**

**Meeting Date:** 04/29/2020

Country: USA

Primary Security ID: 948741103

Record Date: 03/02/2020

Meeting Type: Annual

Ticker: WRI

Shares Voted: 27,500

Proposal Number	Proposal Text	Proponent	Mamt Poc	Voting Policy Pos	Vote Instructi
Mulliber	rioposai iext	Proponent	rigint Rec	Policy Rec	THISCI UCCI
1a	Elect Director Andrew M. Alexander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1b	Elect Director Stanford J. Alexander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Proponent Mgmt For For For For For For Irrector nominees is warranted.  Mgmt For For For For For Irrector nominees is warranted.  Mgmt For For For For Irrector nominees is warranted.  Mgmt For For For For Irrector nominees is warranted.  Mgmt For For For For Irrector nominees is warranted.  Mgmt For For For For Irrector nominees is warranted.			
1c	Elect Director Shelaghmichael C. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1d	Elect Director Stephen A. Lasher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1e	Elect Director Thomas L. Ryan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1f	Elect Director Douglas W. Schnitzer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1g	Elect Director C. Park Shaper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1h	Elect Director Marc J. Shapiro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **AGCO Corporation**

Meeting Date: 04/30/2020 Record Date: 03/20/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 001084102

Ticker: AGCO

Shares Voted: 14,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Roy V. Armes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Michael C. Arnold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Sondra L. Barbour	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director P. George Benson	Mgmt	For	For	For
	Elect Director Roy V. Armes Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Michael C. Arnold Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sondra L. Barbour Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director P. George Benson Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Suzanne P. Clark Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Suzanne P. Clark Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Wolfgang Deml Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George E. Minnich Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Martin H. Richenhagen Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Martin H. Richenhagen Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George E. Minnich Mgmt For For  For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George E. Minnich Mgmt For For				
1.5	Elect Director Suzanne P. Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Wolfgang Deml	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director George E. Minnich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Martin H. Richenhagen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Gerald L. Shaheen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.10	Elect Director Mallika Srinivasan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	Proponent Mgmt Rec Policy Rec   Mgmt For For   Is is warranted. For For   In Mgmt For For   Is is warranted. For For   In Mgmt For For   Is is warranted. For For   In Mgmt For For   In Mgmt For For   In Mgmt For For   In Mgmt For For   In Sis warranted. Mgmt For For   In Sis is warranted. Mgmt <td></td>			
2	·	Mgmt	For	For	For
	for the year in review, there were a number of mitig financial performance measures and the long-term feedback following the failed 2019 say-on-pay vote,	gating factors. The ann plan is majority perform , the committee, among	ual incentive award is based mance based. Additionally, in g other things, made a comm	on pre-set objective response to shareholder	
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Avanos Medical, Inc.**

**Meeting Date:** 04/30/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 05350V106

Ticker: AVNS

Shares Voted: 10,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Heidi Kuntz	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.					
1b	Elect Director Joseph F. Woody	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Mgmt For For  Received the director nominees is warranted.  Noody Mgmt For For  For  Received the director nominees is warranted.  LLP as Auditors Mgmt For For  amed Executive Mgmt For For  For  For  For  For  For  For			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified boar	rd of directors.			

## **Cabot Oil & Gas Corporation**

Meeting Date: 04/30/2020 Record Date: 03/04/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 127097103

Ticker: COG

Shares Voted: 27,292

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Dorothy M. Ables	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Rhys J. Best	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Robert S. Boswell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Amanda M. Brock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Peter B. Delaney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Cabot Oil & Gas Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.6	Elect Director Dan O. Dinges	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Robert Kelley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director W. Matt Ralls	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Marcus A. Watts	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Cadence Design Systems, Inc.

**Meeting Date:** 04/30/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 127387108

Ticker: CDNS

Shares Voted: 18,800

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1.1	Elect Director Mark W. Adams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Susan L. Bostrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Ita Brennan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Lewis Chew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director James D. Plummer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Alberto Sangiovanni-Vincentelli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Cadence Design Systems, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.7	Elect Director John B. Shoven	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Young K. Sohn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Lip-Bu Tan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights.

## **Capital One Financial Corporation**

Meeting Date: 04/30/2020 Record Date: 03/03/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 14040H105

Ticker: COF

Shares Voted: 31,217

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard D. Fairbank	Mgmt	For	For	For
1b	Elect Director Aparna Chennapragada	Mgmt	For	For	For
1c	Elect Director Ann Fritz Hackett	Mgmt	For	For	For
1d	Elect Director Peter Thomas Killalea	Mgmt	For	For	For
1e	Elect Director Cornelis "Eli" Leenaars	Mgmt	For	For	For
1f	Elect Director Pierre E. Leroy	Mgmt	For	For	For
1g	Elect Director Francois Locoh-Donou	Mgmt	For	For	For
1h	Elect Director Peter E. Raskind	Mgmt	For	For	For
1i	Elect Director Eileen Serra	Mgmt	For	For	For
1j	Elect Director Mayo A. Shattuck, III	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Capital One Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Bradford H. Warner	Mgmt	For	For	For
11	Elect Director Catherine G. West	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warrar board discretion in determining total NEO pay as well as CEO's performance share award for the 2019 performan tables due to a change in equity grant timing. In additio total pay determinations will no longer be based on prepay decisions and provides for less year-over-year comp	the relative magnitude of ce year was large, althoug n, the company disclosed established target pay opp	FCEO performance year pay. The size of the gh the awards are not reflected in proxy pay a negative change going forward; specifically		
4	Provide Right to Act by Written Consent	Mgmt	For	For	For
5	Require Independent Board Chairman	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. Certain issues suggest that shareholders would benefit from more independent board oversight, including long-term underperformance of shareholder returns amid a long-tenured board leadership structure and on-going, significant compensation concerns.

## **Church & Dwight Co., Inc.**

Meeting Date: 04/30/2020 **Record Date:** 03/03/2020

Country: USA Meeting Type: Annual

Primary Security ID: 171340102

Ticker: CHD

Shares Voted: 16,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James R. Craigie	Mgmt	For	For	For
1b	Elect Director Bradley C. Irwin	Mgmt	For	For	For
1c	Elect Director Penry W. Price	Mgmt	For	For	For
1d	Elect Director Janet S. Vergis	Mgmt	For	For	For
1e	Elect Director Arthur B. Winkleblack	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Provide Right to Call Special Meeting	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement to Amend Certain Provisions	Mgmt	For	For	For
5	Approve Advance Notice Requirement	Mgmt	For	For	For
6	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Corning Incorporated**

**Meeting Date:** 04/30/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 219350105

Ticker: GLW

Shares Voted: 51,556

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Donald W. Blair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Leslie A. Brun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Stephanie A. Burns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Richard T. Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Robert F. Cummings, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Deborah A. Henretta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Daniel P. Huttenlocher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Kurt M. Landgraf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Kevin J. Martin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Deborah D. Rieman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Hansel E. Tookes, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Wendell P. Weeks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Mark S. Wrighton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Corning Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **EOG** Resources, Inc.

Meeting Date: 04/30/2020 Record Date: 03/06/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 26875P101

Ticker: EOG

Shares Voted: 39,008

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
	·	Troponene			
1a	Elect Director Janet F. Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Charles R. Crisp	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Robert P. Daniels	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director James C. Day	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director C. Christopher Gaut	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Julie J. Robertson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Donald F. Textor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director William R. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Globe Life Inc.**

Meeting Date: 04/30/2020 Record Date: 03/03/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 37959E102

Ticker: GL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Globe Life Inc.**

Shares Voted: 6,683

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Charles E. Adair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Linda L. Addison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Marilyn A. Alexander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Cheryl D. Alston	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Jane M. Buchan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Gary L. Coleman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Larry M. Hutchison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Robert W. Ingram	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Steven P. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Darren M. Rebelez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Mary E. Thigpen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Janus Henderson Group Plc**

Meeting Date: 04/30/2020 Record Date: 03/09/2020 Country: Jersey
Meeting Type: Annual

Primary Security ID: G4474Y214

Ticker: JHG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Janus Henderson Group Plc**

Shares Voted: 35,388

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Elect Director Kalpana Desai	Mgmt	For	For	For
3	Elect Director Jeffrey Diermeier	Mgmt	For	For	For
4	Elect Director Kevin Dolan	Mgmt	For	For	For
5	Elect Director Eugene Flood, Jr.	Mgmt	For	For	For
6	Elect Director Richard Gillingwater	Mgmt	For	For	For
7	Elect Director Lawrence Kochard	Mgmt	For	For	For
8	Elect Director Glenn Schafer	Mgmt	For	For	For
9	Elect Director Angela Seymour-Jackson	Mgmt	For	For	For
10	Elect Director Richard Weil	Mgmt	For	For	For
11	Elect Director Tatsusaburo Yamamoto	Mgmt	For	For	For
12	Approve PricewaterhouseCoopers LLP as Auditors and Authorise Audit Committee to Fix Their Remuneration	Mgmt	For	For	For
13	Authorise Market Purchase of Ordinary Shares	Mgmt	For	For	For
14	Authorise Market Purchase of CDIs	Mgmt	For	For	For

## **JBG SMITH Properties**

**Meeting Date:** 04/30/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 46590V100

Ticker: JBGS

Shares Voted: 26,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Scott A. Estes	Mgmt	For	For	For
1b	Elect Director Alan S. Forman	Mgmt	For	For	For
1c	Elect Director Michael J. Glosserman	Mgmt	For	For	For
1d	Elect Director Charles E. Haldeman, Jr.	Mgmt	For	For	For
1e	Elect Director W. Matthew Kelly	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **JBG SMITH Properties**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Alisa M. Mall	Mgmt	For	For	For
1g	Elect Director Carol A. Melton	Mgmt	For	For	For
1h	Elect Director William J. Mulrow	Mgmt	For	For	For
1i	Elect Director Steven Roth	Mgmt	For	Refer	Against
1j	Elect Director Ellen Shuman	Mgmt	For	For	For
1k	Elect Director Robert A. Stewart	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## NRG Energy, Inc.

Meeting Date: 04/30/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 629377508

Ticker: NRG

Shares Voted: 16,862

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director E. Spencer Abraham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Antonio Carrillo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b 1c 1d	Elect Director Matthew Carter, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Lawrence S. Coben	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Heather Cox	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Mauricio Gutierrez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Paul W. Hobby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## NRG Energy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Alexandra Pruner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Anne C. Schaumburg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Thomas H. Weidemeyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Polaris Inc.**

Meeting Date: 04/30/2020 Record Date: 03/02/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 731068102

Ticker: PII

Shares Voted: 13,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director George W. Bilicic	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Gary E. Hendrickson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Gwenne A. Henricks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify Ernst &Young LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **TEGNA**, Inc.

**Meeting Date:** 04/30/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Proxy Contest

 $\textbf{Primary Security ID:}\ 87901 \\ \texttt{J} 105$ 

Ticker: TGNA

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **TEGNA**, Inc.

Shares Voted: 51,634

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Management Proxy (Gold Proxy Card)	Mgmt			
1.1	Elect Director Gina L. Bianchini	Mgmt	For	Refer	Do Not Vote
1.2	Elect Director Howard D. Elias	Mgmt	For	Refer	Do Not Vote
1.3	Elect Director Stuart J. Epstein	Mgmt	For	Refer	Do Not Vote
1.4	Elect Director Lidia Fonseca	Mgmt	For	Refer	Do Not Vote
1.5	Elect Director Karen H. Grimes	Mgmt	For	Refer	Do Not Vote
1.6	Elect Director David T. Lougee	Mgmt	For	Refer	Do Not Vote
1.7	Elect Director Scott K. McCune	Mgmt	For	Refer	Do Not Vote
1.8	Elect Director Henry W. McGee	Mgmt	For	Refer	Do Not Vote
1.9	Elect Director Susan Ness	Mgmt	For	Refer	Do Not Vote
1.10	Elect Director Bruce P. Nolop	Mgmt	For	Refer	Do Not Vote
1.11	Elect Director Neal Shapiro	Mgmt	For	Refer	Do Not Vote
1.12	Elect Director Melinda C. Witmer	Mgmt	For	Refer	Do Not Vote
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Refer	Do Not Vote
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Refer	Do Not Vote
4	Approve Omnibus Stock Plan	Mgmt	For	Refer	Do Not Vote
	Dissident Proxy (White Proxy Card)	Mgmt			
1.1	Elect Director Soohyung Kim	SH	For	Refer	Withhold
1.2	Elect Director Colleen B. Brown	SH	For	Refer	For
1.3	Elect Director Ellen McClain Haime	SH	For	Refer	Withhold
1.4	Elect Director Deborah McDermott	SH	For	Refer	Withhold
1.5	Management Nominee Gina L. Bianchini	SH	For	Refer	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **TEGNA**, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Management Nominee Stuart J. Epstein	SH	For	Refer	For
1.7	Management Nominee Lidia Fonseca	SH	For	Refer	For
1.8	Management Nominee Karen H. Grimes	SH	For	Refer	For
1.9	Management Nominee David T. Lougee	SH	For	Refer	For
1.10	Management Nominee Henry W. McGee	SH	For	Refer	For
1.11	Management Nominee Susan Ness	SH	For	Refer	For
1.12	Management Nominee Melinda C. Witmer	SH	For	Refer	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	Refer	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	Against	Refer	For
4	Approve Omnibus Stock Plan	Mgmt	Against	Refer	For

## The Goldman Sachs Group, Inc.

**Meeting Date:** 04/30/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 38141G104

Ticker: GS

Shares Voted: 21,339

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director M. Michele Burns	Mgmt	For	For	For
1b	Elect Director Drew G. Faust	Mgmt	For	For	For
1c	Elect Director Mark A. Flaherty	Mgmt	For	For	For
1d	Elect Director Ellen J. Kullman	Mgmt	For	For	For
1e	Elect Director Lakshmi N. Mittal	Mgmt	For	For	For
1f	Elect Director Adebayo O. Ogunlesi	Mgmt	For	For	For
1g	Elect Director Peter Oppenheimer	Mgmt	For	For	For
1h	Elect Director David M. Solomon	Mgmt	For	For	For
1i	Elect Director Jan E. Tighe	Mgmt	For	For	For
1j	Elect Director David A. Viniar	Mgmt	For	For	For
1k	Elect Director Mark O. Winkelman	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The Goldman Sachs Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	
	discretion and, for the year in review, the application period when several key financial metrics were down performance as reflective of a repositioning for future incentive payouts reserved until returns on such investramework provides additional clarity into the metrics discretionary pay determinations and the lack of clear payout opportunities or reasonable limitations on discretional changes in award magnitude compared to evaluation of performance against pre-set targets and program, and in 2019 the directional changes in bonu	opportunities and pay determinations rely heavily on compensation committee action of that discretion resulted in a significantly increased CEO bonus for a cown year-over-year. The board explained that it viewed 2019 financial atture financial growth, although investors may have preferred to see increased investments are ultimately realized. The new Performance Assessment extrics assessed, but it does not address the main concerns around the clear safeguards that would provide assurances to investors, such as pre-set a discretion. Shareholders assessing pay-performance linkage can only rely on add to directional changes in company performance, rather than a transparent as and goals this impedes shareholders' ability to assess the rigor of the bonus abonus award and in company performance metrics were not aligned. Lastly, conditioned equity incentives. In light of these concerns, a vote AGAINST this				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	
4	Provide Right to Act by Written Consent	SH	Against	For	For	
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.	d given that the ability	v to act by written consent wol	uld enhance		
5	Review of Statement on the Purpose of a Corporation	SH	Against	Against	Against	

## **TreeHouse Foods, Inc.**

Meeting Date: 04/30/2020 Record Date: 03/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 89469A104

Ticker: THS

Shares Voted: 12,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Mark R. Hunter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Ann M. Sardini	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Jean E. Spence	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Valero Energy Corporation**

**Meeting Date:** 04/30/2020 **Record Date:** 03/04/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 91913Y100

Ticker: VLO

Shares Voted: 27,516

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director H. Paulett Eberhart	Mgmt	For	For	For
1B	Elect Director Joseph W. Gorder	Mgmt	For	For	For
1C	Elect Director Kimberly S. Greene	Mgmt	For	For	For
1D	Elect Director Deborah P. Majoras	Mgmt	For	For	For
1E	Elect Director Eric D. Mullins	Mgmt	For	For	For
1F	Elect Director Donald L. Nickles	Mgmt	For	For	For
1G	Elect Director Philip J. Pfeiffer	Mgmt	For	For	For
1H	Elect Director Robert A. Profusek	Mgmt	For	For	For
1I	Elect Director Stephen M. Waters	Mgmt	For	For	For
1J	Elect Director Randall J. Weisenburger	Mgmt	For	For	For
1K	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### **Welltower Inc.**

Meeting Date: 04/30/2020 Record Date: 03/03/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 95040Q104

Ticker: WELL

Shares Voted: 27,198

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1a	Elect Director Kenneth J. Bacon	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Thomas J. DeRosa	Mgmt	For	For	For		

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Welltower Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1c	Elect Director Karen B. DeSalvo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Jeffrey H. Donahue	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Sharon M. Oster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Sergio D. Rivera	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Johnese M. Spisso	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Kathryn M. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Choice Hotels International, Inc.**

**Meeting Date:** 05/01/2020 **Record Date:** 03/05/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 169905106

Ticker: CHH

Shares Voted: 7,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Barbara T. Alexander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Brian B. Bainum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Stewart W. Bainum, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director William L. Jews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Choice Hotels International, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Monte J.M. Koch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Liza K. Landsman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Patrick S. Pacious	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Ervin R. Shames	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Maureen D. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director John P. Tague	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **CMS Energy Corporation**

**Meeting Date:** 05/01/2020 **Record Date:** 03/03/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 125896100

Ticker: CMS

Shares Voted: 19,010

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jon E. Barfield	Mgmt	For	For	For
1b	Elect Director Deborah H. Butler	Mgmt	For	For	For
1c	Elect Director Kurt L. Darrow	Mgmt	For	For	For
1d	Elect Director William D. Harvey	Mgmt	For	For	For
1e	Elect Director Patricia K. Poppe	Mgmt	For	For	For
1f	Elect Director John G. Russell	Mgmt	For	For	For
1g	Elect Director Suzanne F. Shank	Mgmt	For	For	For
1h	Elect Director Myrna M. Soto	Mgmt	For	For	For
1i	Elect Director John G. Sznewajs	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CMS Energy Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Ronald J. Tanski	Mgmt	For	For	For
1k	Elect Director Laura H. Wright	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional disclosure of the company's political contributions, including payments to trade associations, would give shareholders a more comprehensive understanding of the company's political engagement activities and its management of related risks.

# **DISH Network Corporation**

**Meeting Date:** 05/01/2020 **Record Date:** 03/10/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 25470M109

Ticker: DISH

Shares Voted: 16,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Kathleen Q. Abernathy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.2	Elect Director George R. Brokaw	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.3	Elect Director James DeFranco	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.4	Elect Director Cantey M. Ergen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.5	Elect Director Charles W. Ergen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.6	Elect Director Afshin Mohebbi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.7	Elect Director Tom A. Ortolf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **DISH Network Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Joseph T. Proietti	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Carl E. Vogel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **EQT Corporation**

**Meeting Date:** 05/01/2020 **Record Date:** 02/07/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 26884L109

Ticker: EQT

Shares Voted: 51,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Lydia I. Beebe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Philip G. Behrman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Lee M. Canaan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Janet L. Carrig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Kathryn J. Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director John F. McCartney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director James T. McManus, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Anita M. Powers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **EQT Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.9	Elect Director Daniel J. Rice, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Toby Z. Rice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Stephen A. Thorington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director Hallie A. Vanderhider	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Eliminate Supermajority Vote Requirement for Amending Governing Documents and Removing Directors	Mgmt	For	For	For
4	Provide Right to Call Special Meeting	Mgmt	For	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For	For
6	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **HCA Healthcare, Inc.**

**Meeting Date:** 05/01/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 40412C101

Ticker: HCA

Shares Voted: 17,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas F. Frist, III	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.  1b Elect Director Samuel N. Hazen Momt For For For					
1b	Elect Director Samuel N. Hazen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Meg G. Crofton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Robert J. Dennis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **HCA Healthcare, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Nancy-Ann DeParle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director William R. Frist	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Charles O. Holliday, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Michael W. Michelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Wayne J. Riley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Provide Right to Call Special Meeting	Mgmt	For	For	For
6	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Leidos Holdings, Inc.**

Meeting Date: 05/01/2020 Record Date: 03/10/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 525327102

Ticker: LDOS

Shares Voted: 8,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Gregory R. Dahlberg	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warran	ted.			
1b	Elect Director David G. Fubini	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warran	ted.			
1c	Elect Director Miriam E. John	Mgmt	For	For	For

Voter Rationale: A FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Leidos Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1d	Elect Director Frank Kendall, III	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1e	Elect Director Robert C. Kovarik, Jr.	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1f	Elect Director Harry M.J. Kraemer, Jr.	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1g	Elect Director Roger A. Krone	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1h	Elect Director Gary S. May	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1i	Elect Director Surya N. Mohapatra	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1j	Elect Director Lawrence C. Nussdorf	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1k	Elect Director Robert S. Shapard	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
11	Elect Director Susan M. Stalnecker	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
1m	Elect Director Noel B. Williams	Mgmt	For	For	For
	Voter Rationale: A FOR the director nominees is warn	ranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Eliminate Cumulative Voting	Mgmt	For	For	For
5	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
6	Amend Proxy Access Right	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

## **Ryder System, Inc.**

Meeting Date: 05/01/2020Country: USAPrimary Security ID: 783549108

Record Date: 03/06/2020 Meeting Type: Annual Ticker: R

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ryder System, Inc.**

Shares Voted: 12,100

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction
1a	Elect Director Robert J. Eck	Mgmt	For	For	For
1b	Elect Director Robert A. Hagemann	Mgmt	For	For	For
1c	Elect Director Michael F. Hilton	Mgmt	For	For	For
1d	Elect Director Tamara L. Lundgren	Mgmt	For	For	For
1e	Elect Director Luis P. Nieto, Jr.	Mgmt	For	For	For
1f	Elect Director David G. Nord	Mgmt	For	For	For
1g	Elect Director Robert E. Sanchez	Mgmt	For	For	For
1h	Elect Director Abbie J. Smith	Mgmt	For	For	For
1i	Elect Director E. Follin Smith	Mgmt	For	For	For
1j	Elect Director Dmitri L. Stockton	Mgmt	For	For	For
1k	Elect Director Hansel E. Tookes, II	Mgmt	For	For	For
2	Ratify Pricewaterhousecoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

## **Teleflex Incorporated**

**Meeting Date:** 05/01/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 879369106

Ticker: TFX

Shares Voted: 3,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director George Babich, Jr.	Mgmt	For	For	For
1b	Elect Director Gretchen R. Haggerty	Mgmt	For	For	For
1c	Elect Director Liam J. Kelly	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Teleflex Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Valley National Bancorp**

Meeting Date: 05/01/2020

Country: USA

Primary Security ID: 919794107

**Record Date:** 03/11/2020

Meeting Type: Annual

Ticker: VLY

Shares Voted: 76,800

Proposal		_		Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Re	c Instruc
1a	Elect Director Andrew B. Abramson	Mgmt	For	For	For
1b	Elect Director Peter J. Baum	Mgmt	For	For	For
1c	Elect Director Eric P. Edelstein	Mgmt	For	For	For
1d	Elect Director Graham O. Jones	Mgmt	For	For	For
1e	Elect Director Marc J. Lenner	Mgmt	For	For	For
1f	Elect Director Kevin J. Lynch	Mgmt	For	For	For
1g	Elect Director Peter V. Maio	Mgmt	For	For	For
1h	Elect Director Ira Robbins	Mgmt	For	For	For
<b>1</b> i	Elect Director Suresh L. Sani	Mgmt	For	For	For
1j	Elect Director Lisa J. Schultz	Mgmt	For	For	For
1k	Elect Director Jennifer W. Steans	Mgmt	For	For	For
11	Elect Director Jeffrey S. Wilks	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Increase Authorized Common Stock	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the proponent's proposed special meeting right would be less burdensome for shareholders to use than the current right.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Zions Bancorporation, N.A.**

**Meeting Date:** 05/01/2020 **Record Date:** 02/27/2020

Country: USA Meeting Type: Annual Primary Security ID: 989701107

Ticker: ZION

Shares Voted: 11,922

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jerry C. Atkin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Gary L. Crittenden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Suren K. Gupta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director J. David Heaney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Vivian S. Lee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Scott J. McLean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Edward F. Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Stephen D. Quinn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Harris H. Simmons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Aaron B. Skonnard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Barbara A. Yastine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Berkshire Hathaway Inc.**

Meeting Date: 05/02/2020 Record Date: 03/04/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 084670702

Ticker: BRK.B

Shares Voted: 131,107

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Warren E. Buffett	Mgmt	For	For	For
1.2	Elect Director Charles T. Munger	Mgmt	For	For	For
1.3	Elect Director Gregory E. Abel	Mgmt	For	For	For
1.4	Elect Director Howard G. Buffett	Mgmt	For	For	For
1.5	Elect Director Stephen B. Burke	Mgmt	For	For	For
1.6	Elect Director Kenneth I. Chenault	Mgmt	For	For	For
1.7	Elect Director Susan L. Decker	Mgmt	For	For	For
1.8	Elect Director David S. Gottesman	Mgmt	For	For	For
1.9	Elect Director Charlotte Guyman	Mgmt	For	For	For
1.10	Elect Director Ajit Jain	Mgmt	For	For	For
1.11	Elect Director Thomas S. Murphy	Mgmt	For	For	For
1.12	Elect Director Ronald L. Olson	Mgmt	For	For	For
1.13	Elect Director Walter Scott, Jr.	Mgmt	For	For	For
1.14	Elect Director Meryl B. Witmer	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warran continue to receive large base salaries of \$16.0 million of Proxy statement disclosure continues to be lacking with regarding, or committee oversight of, compensation de	each and overall pay is no little information provided	t clearly linked to company performance. If for shareholders to assess the decisions		
3	Advisory Vote on Say on Pay Frequency	Mgmt	Three Years	One Year	One Year

## **Cincinnati Financial Corporation**

Adopt a Policy on Board Diversity

Meeting Date: 05/02/2020 Co Record Date: 03/04/2020 M

Country: USA
Meeting Type: Annual

Voter Rationale: A vote for the adoption of an ANNUAL say-on-pay frequency is warranted.

SH

Primary Security ID: 172062101

Against

Against

Ticker: CINF

Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Cincinnati Financial Corporation**

Shares Voted: 10,137

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.1	Elect Director Thomas J. Aaron	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	solal Text Proponent Mgmt For For For For For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Yhilliam F. Bahl Mgmt For For For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Linda W. Clement-Holmes Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Linda W. Clement-Holmes Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Dirk J. Debbink Mgmt For For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Steven J. Johnston Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Kenneth C. Lichtendahl Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director Jill P. Meyer Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director David P. Osborn Mgmt For For For For Rationale: A vote FOR the director nominees is warranted.  Director Getchen W. Price Mgmt For For For For Rationale: A vote FOR the director nominees is warranted.  Director Thomas R. Schiff Mgmt For For For For Rationale: A vote FOR the director nominees is warranted.  Director Douglas S. Skidmore Mgmt For For For For Rationale: A vote FOR the director nominees is warranted.  Director John F. Steele, Jr. Mgmt For For For For Rationale: A vote FOR the director nominees is warranted.  Director John F. Steele, Jr. Mgmt For For For For For Rationale: A vote FOR the director nominees is warranted.  Director John F. Steele, Jr. Mgmt For For For For For For Rationale: A vote FOR the director nominees is warranted.				
1.2	Elect Director William F. Bahl	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.3	Elect Director Linda W. Clement-Holmes	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.4	Elect Director Dirk J. Debbink	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.5	Elect Director Steven J. Johnston	Mgmt	For	For	For	
Number         Proposal Text         Proponent         Mgmt Rec         Policy Rec         Instance           1.1         Elect Director Thomas J. Aaron         Mgmt         For         For						
1.6	Elect Director Kenneth C. Lichtendahl	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.7	Elect Director Jill P. Meyer	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.8	Elect Director David P. Osborn	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.9	Elect Director Gretchen W. Price	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.10	Elect Director Thomas R. Schiff	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.11	Elect Director Douglas S. Skidmore	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.12	Elect Director John F. Steele, Jr.	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.13	Elect Director Larry R. Webb	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
2		Mgmt	For	For	For	
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Aflac Incorporated**

**Meeting Date:** 05/04/2020 **Record Date:** 02/25/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 001055102

Ticker: AFL

Shares Voted: 51,506

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel P. Amos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director W. Paul Bowers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Toshihiko Fukuzawa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Thomas J. Kenny	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Georgette D. Kiser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Karole F. Lloyd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Nobuchika Mori	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Joseph L. Moskowitz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Barbara K. Rimer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Katherine T. Rohrer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Melvin T. Stith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Bank OZK**

**Meeting Date:** 05/04/2020 **Record Date:** 02/25/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 06417N103

Ticker: OZK

Shares Voted: 27,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1a	Elect Director Nicholas Brown	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1b	Elect Director Paula Cholmondeley	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1c	Elect Director Beverly Cole	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1d	Elect Director Robert East	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is	s warranted.				
1e	Elect Director Kathleen Franklin	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1f	Elect Director Catherine B. Freedberg	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.		Memor For		
1g	Elect Director Jeffrey Gearhart	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1h	Elect Director George G. Gleason	Mgmt	For	For	For	
	ect Director George G. Gleason Mgmt For For For er Rationale: A vote FOR the director nominees is warranted.					
1i	Elect Director Peter Kenny	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1j	Elect Director William Koefoed, Jr.	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1k	Elect Director Walter J. (Jack) Mullen, Jr.	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
11	Elect Director Christopher Orndorff	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1m	Elect Director John Reynolds	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				
1n	Elect Director Steven Sadoff	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees in	s warranted.				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Bank OZK**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Elect Director Ross Whipple	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Eli Lilly and Company**

Meeting Date: 05/04/2020 Record Date: 03/09/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 532457108

Ticker: LLY

Shares Voted: 56,608

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael L. Eskew	Mgmt	For	Refer	Against
1b	Elect Director William G. Kaelin, Jr.	Mgmt	For	For	For
1c	Elect Director David A. Ricks	Mgmt	For	For	For
1d	Elect Director Marschall S. Runge	Mgmt	For	For	For
1e	Elect Director Karen Walker	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
5	Eliminate Supermajority Voting Provisions	Mgmt	For	For	For
6	Report on Lobbying Payments and Policy	SH	Against	For	For
7	Report on Forced Swim Test	SH	Against	Against	Against
8	Require Independent Board Chairman	SH	Against	For	For
9	Disclose Board Matrix Including Ideological Perspectives	SH	Against	Against	Against
10	Report on Integrating Drug Pricing Risks into Senior Executive Compensation Arrangements	SH	Against	For	For
11	Adopt Policy on Bonus Banking	SH	Against	For	For
12	Clawback Disclosure of Recoupment Activity from Senior Officers	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **PotlatchDeltic Corporation**

**Meeting Date:** 05/04/2020 **Record Date:** 03/13/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 737630103

Ticker: PCH

Shares Voted: 13,152

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio			
1a	Elect Director Linda M. Breard	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1b	Elect Director Lawrence S. Peiros	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	arranted.						
1c	Elect Director Eric J. Cremers	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	arranted.						
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			

## **Trinity Industries, Inc.**

**Meeting Date:** 05/04/2020 **Record Date:** 03/13/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 896522109

Ticker: TRN

Shares Voted: 19,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John L. Adams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Brandon B. Boze	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director John J. Diez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Leldon E. Echols	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Charles W. Matthews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Trinity Industries, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director E. Jean Savage	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Dunia A. Shive	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

## **Albemarle Corporation**

Elect Director Gerald A. Steiner

Voter Rationale: A vote FOR the director nominees is warranted.

2h

**Meeting Date:** 05/05/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 012653101

Ticker: ALB

Shares Voted: 7,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
2a	Elect Director Mary Lauren Brlas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2b	Elect Director Luther C. Kissam, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2c	Elect Director J. Kent Masters	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2d	Elect Director Glenda J. Minor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2e	Elect Director James J. O'Brien	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2f	Elect Director Diarmuid B. O'Connell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2g	Elect Director Dean L. Seavers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

For

For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Albemarle Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2i	Elect Director Holly A. Van Deursen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
2j	Elect Director Alejandro D. Wolff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **American Express Company**

**Meeting Date:** 05/05/2020 **Record Date:** 03/09/2020

Country: USA

.

Meeting Type: Annual

Primary Security ID: 025816109

Ticker: AXP

Shares Voted: 45,013

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Charlene Barshefsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director John J. Brennan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Peter Chernin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1d	Elect Director Ralph de la Vega	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	Proponent Mgmt Rec Policy Rec Instruction  Mgmt For For For For For For Instruction in the second se			
1e	Elect Director Anne Lauvergeon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Michael O. Leavitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Theodore J. Leonsis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Karen L. Parkhill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Lynn A. Pike	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **American Express Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Stephen J. Squeri	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Daniel L. Vasella	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Ronald A. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Christopher D. Young	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante shareholder rights.	d given that the ability to	act by written consent would enhance		
6	Report on Gender/Racial Pay Gap	SH	Against	Against	Against

## **Baxter International Inc.**

Meeting Date: 05/05/2020 Record Date: 03/12/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 071813109

Ticker: BAX

Shares Voted: 32,161

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Elect Director Jose "Joe" E. Almeida	Mgmt	For	For	For
Elect Director Thomas F. Chen	Mgmt	For	For	For
Elect Director John D. Forsyth	Mgmt	For	For	For
Elect Director James R. Gavin, III	Mgmt	For	For	For
Elect Director Peter S. Hellman	Mgmt	For	For	For
Elect Director Michael F. Mahoney	Mgmt	For	For	For
Elect Director Patricia B. Morrrison	Mgmt	For	For	For
Elect Director Stephen N. Oesterle	Mgmt	For	For	For
	Elect Director Jose "Joe" E. Almeida Elect Director Thomas F. Chen Elect Director John D. Forsyth Elect Director James R. Gavin, III Elect Director Peter S. Hellman Elect Director Michael F. Mahoney Elect Director Patricia B. Morrrison	Elect Director Jose "Joe" E. Almeida Mgmt  Elect Director Thomas F. Chen Mgmt  Elect Director John D. Forsyth Mgmt  Elect Director James R. Gavin, III Mgmt  Elect Director Peter S. Hellman Mgmt  Elect Director Michael F. Mahoney Mgmt  Elect Director Patricia B. Morrrison Mgmt	Elect Director Jose "Joe" E. Almeida Mgmt For Elect Director Thomas F. Chen Mgmt For Elect Director John D. Forsyth Mgmt For Elect Director James R. Gavin, III Mgmt For Elect Director Peter S. Hellman Mgmt For Elect Director Michael F. Mahoney Mgmt For Elect Director Patricia B. Morrrison Mgmt For	Proposal TextProponentMgmt RecPolicy RecElect Director Jose "Joe" E. AlmeidaMgmtForForElect Director Thomas F. ChenMgmtForForElect Director John D. ForsythMgmtForForElect Director James R. Gavin, IIIMgmtForForElect Director Peter S. HellmanMgmtForForElect Director Michael F. MahoneyMgmtForForElect Director Patricia B. MorrrisonMgmtForFor

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Baxter International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1i	Elect Director Cathy R. Smith	Mgmt	For	For	For		
1j	Elect Director Thomas T. Stallkamp	Mgmt	For	For	For		
1k	Elect Director Albert P.L. Stroucken	Mgmt	For	For	For		
11	Elect Director Amy A. Wendell	Mgmt	For	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For		
4	Require Independent Board Chair	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted. The recently identified material weakness in internal controls over financial reporting and the resulting restatement of company financials suggest that additional independent board oversight is warranted.						
5	Provide Right to Act by Written Consent	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.			FOI	FOI		

## **Bristol-Myers Squibb Company**

**Meeting Date:** 05/05/2020 **Record Date:** 03/16/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 110122108

Ticker: BMY

Shares Voted: 147,734

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Peter J. Arduini	Mgmt	For	For	For
1B	Elect Director Robert Bertolini	Mgmt	For	For	For
1C	Elect Director Michael W. Bonney	Mgmt	For	For	For
1D	Elect Director Giovanni Caforio	Mgmt	For	For	For
1E	Elect Director Matthew W. Emmens	Mgmt	For	For	For
1F	Elect Director Julia A. Haller	Mgmt	For	For	For
1G	Elect Director Dinesh C. Paliwal	Mgmt	For	For	For
1H	Elect Director Theodore R. Samuels	Mgmt	For	For	For
1I	Elect Director Vicki L. Sato	Mgmt	For	For	For
1J	Elect Director Gerald L. Storch	Mgmt	For	For	For
1K	Elect Director Karen H. Vousden	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Bristol-Myers Squibb Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1L	Elect Director Phyllis R. Yale	Mgmt	For	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		
4	Require Independent Board Chairman	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted. The proponent raises a compelling argument that BMY would be best served by adopting an independent chair policy at its next CEO transition in light of the mounting - and potentially material - financial and reputational risks facing the company and the broader health care industry, particularly around the price increases on some of the company's name-brand drugs. These circumstances suggest that shareholders would benefit from the most robust form of independent board oversight, in the form of an independent chair.						
	Provide Right to Act by Written Consent	SH			For		

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Danaher Corporation**

Meeting Date: 05/05/2020 Record Date: 03/09/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 235851102

Ticker: DHR

Shares Voted: 42,885

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Linda Hefner Filler	Mgmt	For	For	For
1.2	Elect Director Thomas P. Joyce, Jr.	Mgmt	For	For	For
1.3	Elect Director Teri List-Stoll	Mgmt	For	Refer	Against
1.4	Elect Director Walter G. Lohr, Jr.	Mgmt	For	Refer	Against
1.5	Elect Director Jessica L. Mega	Mgmt	For	For	For
1.6	Elect Director Pardis C. Sabeti	Mgmt	For	For	For
1.7	Elect Director Mitchell P. Rales	Mgmt	For	For	For
1.8	Elect Director Steven M. Rales	Mgmt	For	For	For
1.9	Elect Director John T. Schwieters	Mgmt	For	Refer	Against
1.10	Elect Director Alan G. Spoon	Mgmt	For	For	For
1.11	Elect Director Raymond C. Stevens	Mgmt	For	For	For
1.12	Elect Director Elias A. Zerhouni	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Danaher Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

## **Darling Ingredients Inc.**

Meeting Date: 05/05/2020 Record Date: 03/11/2020 Country: USA

Primary Security ID: 237266101

Meeting Type: Annual

Ticker: DAR

Shares Voted: 32,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Randall C. Stuewe	Mgmt	For	For	For
1b	Elect Director Charles Adair	Mgmt	For	For	For
1c	Elect Director Beth Albright	Mgmt	For	For	For
1d	Elect Director Linda Goodspeed	Mgmt	For	For	For
1e	Elect Director Dirk Kloosterboer	Mgmt	For	For	For
1f	Elect Director Mary R. Korby	Mgmt	For	For	For
1g	Elect Director Charles Macaluso	Mgmt	For	For	For
1h	Elect Director Gary W. Mize	Mgmt	For	For	For
<b>1</b> i	Elect Director Michael E. Rescoe	Mgmt	For	For	For
1j	Elect Director Nicole M. Ringenberg	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### Evergy, Inc.

Meeting Date: 05/05/2020 Record Date: 02/25/2020 Country: USA

Primary Security ID: 30034W106

Meeting Type: Annual

Ticker: EVRG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Evergy, Inc.

Shares Voted: 16,000

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1a	Elect Director Kirkland B. Andrews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Terry Bassham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Mollie Hale Carter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Richard L. Hawley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Thomas D. Hyde	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director B. Anthony Isaac	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Paul M. Keglevic	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Sandra A.J. Lawrence	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Ann D. Murtlow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Sandra J. Price	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Mark A. Ruelle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director S. Carl Soderstrom, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director John Arthur Stall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Expeditors International of Washington, Inc.**

**Meeting Date:** 05/05/2020 **Record Date:** 03/10/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 302130109

Ticker: EXPD

Shares Voted: 10,700

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
Elect Director Robert R. Wright	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is	s warranted.			
Elect Director Glenn M. Alger	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	s warranted.			
Elect Director Robert P. Carlile	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	s warranted.			
Elect Director James "Jim" M. DuBois	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	warranted.			
Elect Director Mark A. Emmert	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	s warranted.			
Elect Director Diane H. Gulyas	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	s warranted.			
Elect Director Jeffrey S. Musser	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is	s warranted.			
Elect Director Liane J. Pelletier	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees in	s warranted.			
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Amend Omnibus Stock Plan	Mgmt	For	For	For
Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Adopt a Policy on Board Diversity	SH	Against	For	For
	Elect Director Robert R. Wright  Voter Rationale: A vote FOR the director nominees is  Elect Director Glenn M. Alger  Voter Rationale: A vote FOR the director nominees is  Elect Director Robert P. Carlile  Voter Rationale: A vote FOR the director nominees is  Elect Director James "Jim" M. DuBois  Voter Rationale: A vote FOR the director nominees is  Elect Director Mark A. Emmert  Voter Rationale: A vote FOR the director nominees is  Elect Director Diane H. Gulyas  Voter Rationale: A vote FOR the director nominees is  Elect Director Jeffrey S. Musser  Voter Rationale: A vote FOR the director nominees is  Elect Director Liane J. Pelletier  Voter Rationale: A vote FOR the director nominees is  Elect Director Liane J. Pelletier  Voter Rationale: A vote FOR the director nominees is  Advisory Vote to Ratify Named Executive  Officers' Compensation  Amend Omnibus Stock Plan  Ratify KPMG LLP as Auditors  Adopt a Policy on Board Diversity	Elect Director Robert R. Wright Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Glenn M. Alger Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Robert P. Carlile Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James "Jim" M. DuBois Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Mark A. Emmert Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane H. Gulyas Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Jeffrey S. Musser Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Liane J. Pelletier Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Liane J. Pelletier Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt  Officers' Compensation  Amend Omnibus Stock Plan Mgmt  Ratify KPMG LLP as Auditors Mgmt	Elect Director Robert R. Wright Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Glenn M. Alger Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Robert P. Carlile Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James "Jim" M. DuBois Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Mark A. Emmert Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane H. Gulyas Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Jeffrey S. Musser Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Jeffrey S. Musser Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Liane J. Pelletier Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For  Officers' Compensation  Amend Omnibus Stock Plan Mgmt For  Ratify KPMG LLP as Auditors Mgmt For	Elect Director Robert R. Wright Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Glenn M. Alger Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Robert P. Carille Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James "Jim" M. DuBois Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James "Jim" M. DuBois Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Mark A. Emmert Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane H. Gulyas Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Jaffrey S. Musser Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Jeffrey S. Musser Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Liane J. Pelletier Mgmt For For  For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For For  For  Amend Omnibus Stock Plan Mgmt For For  For

Voter Rationale: A vote FOR this resolution is warranted because the composition of the company's board lags behind its peers and the company's board and executive leadership nomination criteria do not specifically ensure that qualified female and minority candidates are included in board and top management searches that consider candidates from outside of the company.

## **First American Financial Corporation**

Meeting Date: 05/05/2020 Record Date: 03/18/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 31847R102

Ticker: FAF

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **First American Financial Corporation**

Shares Voted: 22,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director James L. Doti	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Michael D. McKee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Thomas V. McKernan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **General Electric Company**

**Meeting Date:** 05/05/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 369604103

Ticker: GE

Shares Voted: 585,272

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Sebastien Bazin	Mgmt	For	For	For
2	Elect Director Ashton Carter	Mgmt	For	For	For
3	Elect Director H. Lawrence Culp, Jr.	Mgmt	For	For	For
4	Elect Director Francisco D'Souza	Mgmt	For	For	For
5	Elect Director Edward Garden	Mgmt	For	For	For
6	Elect Director Thomas W. Horton	Mgmt	For	For	For
7	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For	For
8	Elect Director Catherine Lesjak	Mgmt	For	For	For
9	Elect Director Paula Rosput Reynolds	Mgmt	For	For	For
10	Elect Director Leslie Seidman	Mgmt	For	For	For
11	Elect Director James Tisch	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **General Electric Company**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
special new-hire award, an unmitigated pay-for-popportunities remained elevated and, while his equal largely discretionary. Particularly for large-cap corpre-set criteria rather than substantial committee	erformance misalignment uity award is entirely per npanies, investors genera discretion. Lastly, both o	t persists. The CEO's salary and formance-based, the annual bo ally expect incentive programs t f the targets used to determine	target incentive nus program is o rely on objective,	
Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Require Independent Board Chairman	SH	Against	For	For
	Advisory Vote to Ratify Named Executive Officers' Compensation  Voter Rationale: A vote AGAINST this proposal is special new-hire award, an unmitigated pay-for-peopportunities remained elevated and, while his equal largely discretionary. Particularly for large-cap compre-set criteria rather than substantial committee were set below actual performance in 2018 and we Ratify KPMG LLP as Auditors	Advisory Vote to Ratify Named Executive Mgmt Officers' Compensation  Voter Rationale: A vote AGAINST this proposal is warranted. While the CEC special new-hire award, an unmitigated pay-for-performance misalignment opportunities remained elevated and, while his equity award is entirely per largely discretionary. Particularly for large-cap companies, investors genera pre-set criteria rather than substantial committee discretion. Lastly, both o were set below actual performance in 2018 and were then achieved above Ratify KPMG LLP as Auditors  Mgmt	Advisory Vote to Ratify Named Executive Mgmt For Officers' Compensation  Voter Rationale: A vote AGAINST this proposal is warranted. While the CEO's pay declined significantly for special new-hire award, an unmitigated pay-for-performance misalignment persists. The CEO's salary and opportunities remained elevated and, while his equity award is entirely performance-based, the annual bolargely discretionary. Particularly for large-cap companies, investors generally expect incentive programs to pre-set criteria rather than substantial committee discretion. Lastly, both of the targets used to determine were set below actual performance in 2018 and were then achieved above maximum.  Ratify KPMG LLP as Auditors Mgmt For	Advisory Vote to Ratify Named Executive Mgmt For Against  Officers' Compensation  Voter Rationale: A vote AGAINST this proposal is warranted. While the CEO's pay declined significantly following his 2018 special new-hire award, an unmitigated pay-for-performance misalignment persists. The CEO's salary and target incentive opportunities remained elevated and, while his equity award is entirely performance-based, the annual bonus program is largely discretionary. Particularly for large-cap companies, investors generally expect incentive programs to rely on objective, pre-set criteria rather than substantial committee discretion. Lastly, both of the targets used to determine bonus pool funding were set below actual performance in 2018 and were then achieved above maximum.  Ratify KPMG LLP as Auditors Mgmt For For

Voter Rationale: A vote FOR this proposal is warranted, as the company's long-term underperformance, the complexity of its organization and business model, and the risks of another CEO's tenure being viewed by the market as unsuccessful, suggest that shareholders would benefit from the most robust form of independent boardroom oversight, provided by an independent board chair.

### **Hawaiian Electric Industries, Inc.**

**Meeting Date:** 05/05/2020 **Record Date:** 02/28/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 419870100

Ticker: HE

Shares Voted: 24,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peggy Y. Fowler	Mgmt	For	For	For
1.2	Elect Director Keith P. Russell	Mgmt	For	For	For
1.3	Elect Director Eva T. Zlotnicka	Mgmt	For	For	For
1.4	Elect Director Micah A. Kane	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	of directors.			
4	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For	For
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **HNI Corporation**

**Meeting Date:** 05/05/2020 **Record Date:** 03/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 404251100

Ticker: HNI

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **HNI Corporation**

Shares Voted: 9,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Miguel M. Calado	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Cheryl A. Francis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director John R. Hartnett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Dhanusha Sivajee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Hubbell Incorporated**

**Meeting Date:** 05/05/2020 **Record Date:** 03/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 443510607

Ticker: HUBB

Shares Voted: 12,387

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Carlos M. Cardoso	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Anthony J. Guzzi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Neal J. Keating	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Bonnie C. Lind	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director John F. Malloy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Hubbell Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director David G. Nord	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director John G. Russell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Steven R. Shawley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Kemper Corporation**

**Meeting Date:** 05/05/2020 **Record Date:** 03/12/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 488401100

Ticker: KMPR

Shares Voted: 12,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Teresa A. Canida	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director George N. Cochran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Kathleen M. Cronin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Lacy M. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Robert J. Joyce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Joseph P. Lacher, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Gerald Laderman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Kemper Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Christopher B. Sarofim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director David P. Storch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Susan D. Whiting	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

## **National Instruments Corporation**

**Meeting Date:** 05/05/2020 **Record Date:** 03/06/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 636518102

Ticker: NATI

Shares Voted: 26,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael E. McGrath	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Alexander M. Davern	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Approve Restricted Stock Plan	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## NVR, Inc.

**Meeting Date:** 05/05/2020 **Record Date:** 03/02/2020

Country: USA

**Primary Security ID:** 62944T105

Meeting Type: Annual Ticker: NVR

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### NVR, Inc.

Shares Voted: 200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director C. E. Andrews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Sallie B. Bailey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Thomas D. Eckert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director Alfred E. Festa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Manuel H. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Alexandra A. Jung	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Mel Martinez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director William A. Moran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director David A. Preiser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.10	Elect Director W. Grady Rosier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.11	Elect Director Susan Williamson Ross	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.12	Elect Director Dwight C. Schar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. Although company performance has been strong and CEO pay normalized following the large FY18 equity award, the compensation committee did not provide a fulsome response to last year's low say-on-pay result. Certain shareholder outreach details prior to the annual meeting were disclosed; however, the company did not engage with shareholders after the meeting to understand the specific concerns leading to the relatively low vote support. Moreover, it does not appear that the company has made any changes to its compensation programs or practices in response to the significant level of shareholder opposition.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Packaging Corporation of America**

**Meeting Date:** 05/05/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 695156109

Ticker: PKG

Shares Voted: 6,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Cheryl K. Beebe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.2	Elect Director Duane C. Farrington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.3	Elect Director Donna A. Harman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.4	Elect Director Mark W. Kowlzan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.5	Elect Director Robert C. Lyons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.6	Elect Director Thomas P. Maurer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.7	Elect Director Samuel M. Mencoff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.8	Elect Director Roger B. Porter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.9	Elect Director Thomas S. Souleles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.10	Elect Director Paul T. Stecko	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1.11	Elect Director James D. Woodrum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Pentair plc**

**Meeting Date:** 05/05/2020 **Record Date:** 03/06/2020

**Country:** Ireland **Meeting Type:** Annual

Primary Security ID: G7S00T104

Ticker: PNR

Shares Voted: 11,314

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mona Abutaleb Stephenson	Mgmt	For	For	For
1b	Elect Director Glynis A. Bryan	Mgmt	For	For	For
1c	Elect Director T. Michael Glenn	Mgmt	For	For	For
1d	Elect Director Theodore L. Harris	Mgmt	For	For	For
1e	Elect Director David A. Jones	Mgmt	For	For	For
1f	Elect Director Michael T. Speetzen	Mgmt	For	For	For
1g	Elect Director John L. Stauch	Mgmt	For	For	For
1h	Elect Director Billie I. Williamson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Authorise Issue of Equity	Mgmt	For	For	For
6	Authorize Board to Opt-Out of Statutory Pre-Emption Rights	Mgmt	For	For	For
7	Determine Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For

### **Sempra Energy**

**Meeting Date:** 05/05/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 816851109

Ticker: SRE

Shares Voted: 18,941

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Alan L. Boeckmann	Mgmt	For	For	For
1.2	Elect Director Kathleen L. Brown	Mgmt	For	For	For
1.3	Elect Director Andres Conesa	Mgmt	For	For	For
1.4	Elect Director Maria Contreras-Sweet	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Sempra Energy**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Pablo A. Ferrero	Mgmt	For	For	For
1.6	Elect Director William D. Jones	Mgmt	For	For	For
1.7	Elect Director Jeffrey W. Martin	Mgmt	For	For	For
1.8	Elect Director Bethany J. Mayer	Mgmt	For	For	For
1.9	Elect Director Michael N. Mears	Mgmt	For	For	For
1.10	Elect Director Jack T. Taylor	Mgmt	For	For	For
1.11	Elect Director Cynthia L. Walker	Mgmt	For	For	For
1.12	Elect Director Cynthia J. Warner	Mgmt	For	For	For
1.13	Elect Director James C. Yardley	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against

# **Stryker Corporation**

Meeting Date: 05/05/2020 Record Date: 03/06/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 863667101

Ticker: SYK

Shares Voted: 21,559

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary K. Brainerd	Mgmt	For	For	For
1b	Elect Director Srikant M. Datar	Mgmt	For	For	For
1c	Elect Director Roch Doliveux	Mgmt	For	For	For
1d	Elect Director Allan C. Golston	Mgmt	For	For	For
1e	Elect Director Kevin A. Lobo	Mgmt	For	For	For
1f	Elect Director Sherilyn S. McCoy	Mgmt	For	For	For
1g	Elect Director Andrew K. Silvernail	Mgmt	For	For	For
1h	Elect Director Lisa M. Skeete Tatum	Mgmt	For	For	For
1i	Elect Director Ronda E. Stryker	Mgmt	For	For	For
1j	Elect Director Rajeev Suri	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Stryker Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Non-Management Employee Representation on the Board of Directors	SH	Against	Against	Against

## **Teradata Corporation**

**Meeting Date:** 05/05/2020 **Record Date:** 03/06/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 88076W103

Ticker: TDC

Shares Voted: 25,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel R. Fishback	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1b	Elect Director David E. Kepler	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1c	Elect Director Kimberly K. Nelson	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	ī	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	ŗ	For	For

## **West Pharmaceutical Services, Inc.**

Meeting Date: 05/05/2020 Record Date: 03/10/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 955306105

Ticker: WST

Shares Voted: 16,832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Buthman	Mgmt	For	For	For
1b	Elect Director William F. Feehery	Mgmt	For	For	For
1c	Elect Director Robert F. Friel	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **West Pharmaceutical Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Eric M. Green	Mgmt	For	For	For
1e	Elect Director Thomas W. Hofmann	Mgmt	For	For	For
1f	Elect Director Paula A. Johnson	Mgmt	For	For	For
1g	Elect Director Deborah L. V. Keller	Mgmt	For	For	For
1h	Elect Director Myla P. Lai-Goldman	Mgmt	For	For	For
1i	Elect Director Douglas A. Michels	Mgmt	For	For	For
1j	Elect Director Paolo Pucci	Mgmt	For	For	For
1k	Elect Director Patrick J. Zenner	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Increase Authorized Common Stock	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **AMETEK, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 031100100

Ticker: AME

Shares Voted: 15,450

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Thomas A. Amato	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Anthony J. Conti	Mgmt	For	For	For
	Proponent Mgmt Rec Policy Rec ect Director Thomas A. Amato Mgmt For For er Rationale: A vote FOR the director nominees is warranted. ect Director Anthony J. Conti Mgmt For For er Rationale: A vote FOR the director nominees is warranted. ect Director Gretchen W. McClain Mgmt For For er Rationale: A vote FOR the director nominees is warranted. ert Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Gretchen W. McClain	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **AptarGroup, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 038336103

Ticker: ATR

Shares Voted: 12,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director George L. Fotiades	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1b	Elect Director B. Craig Owens	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Recorge L. Fotiades Mgmt For For For A vote FOR the director nominees is warranted.  Doanne C. Smith Mgmt For For For A vote FOR the director nominees is warranted.  A vote FOR the director nominees is warranted.  B Ratify Named Executive Mgmt For For For ensation  S Stock Plan Mgmt For For For			
1c	Elect Director Joanne C. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### **Brown & Brown, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 03/02/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 115236101

Ticker: BRO

Shares Voted: 53,152

Voter Rationale: A vote FOR the director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director J. Hyatt Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Samuel P. Bell, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Hugh M. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director J. Powell Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Lawrence L. Gellerstedt, III	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Brown & Brown, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director James C. Hays	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Theodore J. Hoepner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director James S. Hunt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Toni Jennings	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Timothy R.M. Main	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director H. Palmer Proctor, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director Wendell S. Reilly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Chilton D. Varner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Brunswick Corporation**

Meeting Date: 05/06/2020 Record Date: 03/10/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 117043109

Ticker: BC

Shares Voted: 18,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1a	Elect Director Nancy E. Cooper	Mgmt	For	For	For	
Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director David C. Everitt	Mgmt	For	For	For	
Number     Proposal Text     Proponent     Mgmt Rec     Police       1a     Elect Director Nancy E. Cooper     Mgmt     For     For       Voter Rationale: A vote FOR the director nominees is warranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Brunswick Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1c	Elect Director Lauren P. Flaherty	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Joseph W. McClanathan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Jane L. Warner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Roger J. Wood	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Carlisle Companies Incorporated**

Meeting Date: 05/06/2020

Country: USA

Ticker: CSL

Primary Security ID: 142339100

**Record Date:** 03/11/2020

Meeting Type: Annual

Shares Voted: 11,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert G. Bohn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Gregg A. Ostrander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Jesse G. Singh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Charles River Laboratories International, Inc.**

Meeting Date: 05/06/2020 Record Date: 03/16/2020

Country: USA Meeting Type: Annual Primary Security ID: 159864107

Ticker: CRL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Charles River Laboratories International, Inc.**

Shares Voted: 9,557

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director James C. Foster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Nancy C. Andrews	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Robert J. Bertolini	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Stephen D. Chubb	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Deborah T. Kochevar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Martin W. MacKay	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director George E. Massaro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director George M. Milne, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director C. Richard Reese	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Richard F. Wallman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Virginia M. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Cimarex Energy Co.**

Meeting Date: 05/06/2020 Record Date: 03/10/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 171798101

Ticker: XEC

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Cimarex Energy Co.**

Shares Voted: 23,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Kathleen A. Hogenson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Paul N. Eckley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Thomas E. Jorden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Floyd R. Price	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Frances M. Vallejo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **CME Group Inc.**

Meeting Date: 05/06/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 12572Q105

Ticker: CME

Shares Voted: 24,035

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Terrence A. Duffy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Timothy S. Bitsberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Charles P. Carey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Dennis H. Chookaszian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CME Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Bryan T. Durkin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Ana Dutra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Martin J. Gepsman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Larry G. Gerdes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Daniel R. Glickman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Daniel G. Kaye	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Phyllis M. Lockett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Deborah J. Lucas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1m	Elect Director Terry L. Savage	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1n	Elect Director Rahael Seifu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
10	Elect Director William R. Shepard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1p	Elect Director Howard J. Siegel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1q	Elect Director Dennis A. Suskind	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CNX Resources Corporation**

**Meeting Date:** 05/06/2020 **Record Date:** 03/09/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 12653C108

Ticker: CNX

Shares Voted: 42,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director J. Palmer Clarkson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Nicholas J. DeIuliis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Maureen E. Lally-Green	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Bernard Lanigan, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director William N. Thorndike, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Ian McGuire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

## **CSX Corporation**

**Meeting Date:** 05/06/2020 **Record Date:** 03/06/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 126408103

Ticker: CSX

Shares Voted: 52,156

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi			
1a	Elect Director Donna M. Alvarado	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1b	Elect Director Pamela L. Carter	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CSX Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1c	Elect Director James M. Foote	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1d	Elect Director Steven T. Halverson	Mgmt	For	For	For
	Index Proposal Text Proponent Mgmt For				
1e	Elect Director Paul C. Hilal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1f	Elect Director John D. McPherson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1g	Elect Director David M. Moffett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1h	Elect Director Linda H. Riefler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1i	Elect Director Suzanne M. Vautrinot	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1j	Elect Director J. Steven Whisler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1k	Elect Director John J. Zillmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3		Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. While pay and performance were aligned for the year in review, the company paid enhanced severance to the CFO upon his departure from the company. The disclosure did not specify that the termination was involuntary and severance is intended as a protection against involuntary job loss. Moreover, the company determined to pay severance under the prior, expired severance plan, which significantly increased the benefits for the CFO.

## **Dominion Energy, Inc.**

Meeting Date: 05/06/2020 Record Date: 02/28/2020 Country: USA Meeting Type: Annual

Primary Security ID: 25746U109

Ticker: D

Shares Voted: 57,673

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James A. Bennett	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Dominion Energy, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1b	Elect Director Helen E. Dragas	Mgmt	For	For	For
1c	Elect Director James O. Ellis, Jr.	Mgmt	For	For	For
1d	Elect Director Thomas F. Farrell, II	Mgmt	For	For	For
1e	Elect Director D. Maybank Hagood	Mgmt	For	For	For
1f	Elect Director John W. Harris	Mgmt	For	For	For
1g	Elect Director Ronald W. Jibson	Mgmt	For	For	For
1h	Elect Director Mark J. Kington	Mgmt	For	For	For
1i	Elect Director Joseph M. Rigby	Mgmt	For	For	For
1j	Elect Director Pamela J. Royal	Mgmt	For	For	For
1k	Elect Director Robert H. Spilman, Jr.	Mgmt	For	For	For
11	Elect Director Susan N. Story	Mgmt	For	For	For
1m	Elect Director Michael E. Szymanczyk	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted independent director role appears to be robust, the cosuggests that shareholders would benefit from the moboard chair.	mpany's TSR underperfor	mance over both the short- and long-term		
5	Provide Right to Act by Written Consent	SH	Against	For	For
	Votor Potionales A voto FOR this proposal is warmante	d sixon that the shility to	at by written concent would enhance		

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **Domtar Corporation**

Meeting Date: 05/06/2020 Record Date: 03/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 257559203

Ticker: UFS

Shares Voted: 11,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Giannella Alvarez	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Domtar Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Robert E. Apple	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director David J. Illingworth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Brian M. Levitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director David G. Maffucci	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Pamela B. Strobel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Denis Turcotte	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director John D. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director Mary A. Winston	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **Encompass Health Corporation**

**Meeting Date:** 05/06/2020 **Record Date:** 03/09/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 29261A100

Ticker: EHC

Shares Voted: 22,389

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Greg D. Carmichael	Mgmt	For	For	For
Number     Proposal Text     Proponent     Mgmt Rec     Policy Rec       1a     Elect Director Greg D. Carmichael     Mgmt     For     For       Voter Rationale: A vote FOR the director nominees is warranted.       1b     Elect Director John W. Chidsey     Mgmt     For     For					
1b	Elect Director John W. Chidsey	Mgmt	For	For	For
	Voter Pationale: A vote FOR the director nominees is u	varranted			

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Encompass Health Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1c	Elect Director Donald L. Correll	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Yvonne M. Curl	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Charles M. Elson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1f	Elect Director Joan E. Herman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Leo I. Higdon, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1h	Elect Director Leslye G. Katz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1i	Elect Director Patricia A. Maryland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1j	Elect Director John E. Maupin, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1k	Elect Director Nancy M. Schlichting	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
11	Elect Director L. Edward Shaw, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1m	Elect Director Mark J. Tarr	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1n	Elect Director Terrance Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Essential Utilities, Inc.**

Meeting Date: 05/06/2020 Record Date: 03/09/2020 Country: USA

Primary Security ID: 29670G102

Meeting Type: Annual Ticker: WTRG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Essential Utilities, Inc.**

Shares Voted: 49,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Elizabeth B. Amato	Mgmt	For	For	For
1.2	Elect Director Nicholas DeBenedictis	Mgmt	For	For	For
1.3	Elect Director Christopher H. Franklin	Mgmt	For	For	For
1.4	Elect Director Wendy A. Franks	Mgmt	For	For	For
1.5	Elect Director Daniel J. Hilferty	Mgmt	For	For	For
1.6	Elect Director Francis O. Idehen	Mgmt	For	For	For
1.7	Elect Director Ellen T. Ruff	Mgmt	For	For	For
1.8	Elect Director Lee C. Stewart	Mgmt	For	For	For
1.9	Elect Director Christopher C. Womack	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Adopt Majority Voting for Uncontested Election of Directors	Mgmt	For	For	For
5	Increase Authorized Common Stock	Mgmt	For	For	For

## **Eversource Energy**

Meeting Date: 05/06/2020 Record Date: 03/11/2020 Country: USA Meeting Type: Annual Primary Security ID: 30040W108

Ticker: ES

Shares Voted: 20,366

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Cotton M. Cleveland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director James S. DiStasio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Francis A. Doyle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Eversource Energy**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Linda Dorcena Forry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director James J. Judge	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director John Y. Kim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Kenneth R. Leibler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director David H. Long	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director William C. Van Faasen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.10	Elect Director Frederica M. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Federal Realty Investment Trust**

**Meeting Date:** 05/06/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 313747206

Ticker: FRT

Shares Voted: 4,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Jon E. Bortz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director David W. Faeder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Elizabeth I. Holland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Federal Realty Investment Trust**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.4	Elect Director Mark S. Ordan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Gail P. Steinel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director Joseph S. Vassalluzzo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Donald C. Wood	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warrar relative weights used for NEOs' LTIs granted for 2017-2 in above-target payouts when performance under the or changes included, among others, lowering the relative Tweighting of the relative TSR metric resulting in a greate TSR metric with a new metric amid negative three-year 2018-2020 LTI cycle. Concerns are not mitigated by the and modified goals.	019 performance in the fir riginal design would have SR target to merely the ir er portion of the award ea TSR. These changes will a	nal year of the performance period, resulting resulted in payouts well below target. These ndex of the peer group, reducing the relative arned at maximum, and replacing the absolut also be applied to awards for the incomplete	ie	
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For

## First Industrial Realty Trust, Inc.

Meeting Date: 05/06/2020 Record Date: 03/12/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 32054K103

Ticker: FR

Shares Voted: 24,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Peter E. Baccile	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Teresa Bryce Bazemore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Matthew S. Dominski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Bruce W. Duncan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **First Industrial Realty Trust, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.5	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.6	Elect Director Denise A. Olsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.7	Elect Director John Rau	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.8	Elect Director L. Peter Sharpe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Other Business	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.

## **General Dynamics Corporation**

Meeting Date: 05/06/2020 Record Date: 03/09/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 369550108

Ticker: GD

Shares Voted: 15,714

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
Elect Director James S. Crown	Mgmt	For	For	For
responsible for risks associated with share us directors is high and has increased significan the context of shares outstanding and the nu	sage by directors and executive tly year-over-year; however, th	es. The value of pledged share ne pledged position is not exce	es by one of the essive when viewed in	
Elect Director Rudy F. deLeon	Mgmt	For	For	For
	Elect Director James S. Crown  Voter Rationale: Cautionary FOR votes are was responsible for risks associated with share use directors is high and has increased significant the context of shares outstanding and the new is warranted.	Elect Director James S. Crown Mgmt  Voter Rationale: Cautionary FOR votes are warranted for members of the coresponsible for risks associated with share usage by directors and executive directors is high and has increased significantly year-over-year; however, the context of shares outstanding and the number of days to unwind the point warranted.	Elect Director James S. Crown Mgmt For  Voter Rationale: Cautionary FOR votes are warranted for members of the compensation committee, whice responsible for risks associated with share usage by directors and executives. The value of pledged share directors is high and has increased significantly year-over-year; however, the pledged position is not except the context of shares outstanding and the number of days to unwind the position. A vote FOR the remains is warranted.	Proposal Text Proponent Mgmt Rec Policy Rec  Elect Director James S. Crown Mgmt For For  Voter Rationale: Cautionary FOR votes are warranted for members of the compensation committee, which appears to be responsible for risks associated with share usage by directors and executives. The value of pledged shares by one of the directors is high and has increased significantly year-over-year; however, the pledged position is not excessive when viewed in the context of shares outstanding and the number of days to unwind the position. A vote FOR the remaining director nominees is warranted.

Voter Rationale: Cautionary FOR votes are warranted for members of the compensation committee, which appears to be responsible for risks associated with share usage by directors and executives. The value of pledged shares by one of the directors is high and has increased significantly year-over-year; however, the pledged position is not excessive when viewed in the context of shares outstanding and the number of days to unwind the position. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **General Dynamics Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1c	Elect Director Cecil D. Haney	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1d	Elect Director Mark M. Malcolm	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1e	Elect Director James N. Mattis	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1f	Elect Director Phebe N. Novakovic	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1g	Elect Director C. Howard Nye	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1h	Elect Director William A. Osborn	Mgmt	For	For	For
	Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a directors is high and has increased significantly year-the context of shares outstanding and the number of is warranted.	directors and executives. over-year; however, the	The value of pledged shares by one of the pledged position is not excessive when viewed in		
1i	Elect Director Catherine B. Reynolds	Mgmt	For	For	For
1i	Elect Director Catherine B. Reynolds  Voter Rationale: Cautionary FOR votes are warranted responsible for risks associated with share usage by a	for members of the com	pensation committee, which appears to be	For	

responsible for risks associated with share usage by directors and executives. The value of pledged shares by one of the directors is high and has increased significantly year-over-year; however, the pledged position is not excessive when viewed in the context of shares outstanding and the number of days to unwind the position. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **General Dynamics Corporation**

Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
1j	Elect Director Laura J. Schumacher	Mgmt	For	For	For			
	Voter Rationale: Cautionary FOR votes are warran responsible for risks associated with share usage a directors is high and has increased significantly yethe context of shares outstanding and the number is warranted.	by directors and executive ear-over-year; however, t	ves. The value of pledged shares by the pledged position is not excessiv	y one of the ve when viewed in				
1k	Elect Director John G. Stratton	Mgmt	For	For	For			
	Voter Rationale: Cautionary FOR votes are warranted for members of the compensation committee, which appears to be responsible for risks associated with share usage by directors and executives. The value of pledged shares by one of the directors is high and has increased significantly year-over-year; however, the pledged position is not excessive when viewed in the context of shares outstanding and the number of days to unwind the position. A vote FOR the remaining director nominees is warranted.							
	3	r of aays to unwina the j	position. A vote FOR the remaining	allector nominees				
11	3	r or days to unwind the p	For	For	For			
	is warranted.	Mgmt  Inted for members of the by directors and executive ar-over-year; however, it is a second to be a second	For compensation committee, which ap res. The value of pledged shares by the pledged position is not excessiv	For opears to be y one of the ve when viewed in	For			
	is warranted.  Elect Director Peter A. Wall  Voter Rationale: Cautionary FOR votes are warrantersponsible for risks associated with share usage addirectors is high and has increased significantly yethe context of shares outstanding and the number	Mgmt  Inted for members of the by directors and executive ar-over-year; however, it is a second to be a second	For compensation committee, which ap res. The value of pledged shares by the pledged position is not excessiv	For opears to be y one of the ve when viewed in	For			
11	is warranted.  Elect Director Peter A. Wall  Voter Rationale: Cautionary FOR votes are warranteesponsible for risks associated with share usage a directors is high and has increased significantly yethe context of shares outstanding and the number is warranted.	Mgmt  Inted for members of the  By directors and executive  By directors and executive  By directors and executive  By directors of the particular of the pa	For compensation committee, which ap yes. The value of pledged shares by the pledged position is not excessiv position. A vote FOR the remaining	For opears to be y one of the ve when viewed in director nominees				

Voter Rationale: A vote FOR this proposal is warranted as the reduction to a 15 percent threshold to call a special meeting would improve shareholder rights.

## **Gilead Sciences, Inc.**

Meeting Date: 05/06/2020 Record Date: 03/13/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 375558103

Ticker: GILD

Shares Voted: 79,676

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jacqueline K. Barton	Mgmt	For	For	For
1b	Elect Director Sandra J. Horning	Mgmt	For	For	For
1c	Elect Director Kelly A. Kramer	Mgmt	For	For	For
1d	Elect Director Kevin E. Lofton	Mgmt	For	For	For
1e	Elect Director Harish Manwani	Mgmt	For	For	For
1f	Elect Director Daniel P. O'Day	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Gilead Sciences, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Richard J. Whitley	Mgmt	For	For	For
1h	Elect Director Per Wold-Olsen	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against
5	Eliminate the Ownership Threshold for Stockholders to Request a Record Date to Take Action by Written Consent	SH	Against	Against	Against

## **IDEXX Laboratories, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 45168D104

Ticker: IDXX

Shares Voted: 5,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Rebecca M. Henderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Lawrence D. Kingsley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Sophie V. Vandebroek	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **International Flavors & Fragrances Inc.**

Meeting Date: 05/06/2020

Country: USA

Primary Security ID: 459506101

**Record Date:** 03/10/2020

Meeting Type: Annual

Ticker: IFF

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **International Flavors & Fragrances Inc.**

Shares Voted: 6,727

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1a	Elect Director Marcello V. Bottoli	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	s warranted.					
1b	Elect Director Michael L. Ducker	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director David R. Epstein	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1d	Elect Director Roger W. Ferguson, Jr.	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1e	Elect Director John F. Ferraro	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1f	Elect Director Andreas Fibig	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1g	Elect Director Christina Gold	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1h	Elect Director Katherine M. Hudson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	s warranted.					
1i	Elect Director Dale F. Morrison	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1j	Elect Director Li-Huei Tsai	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1k	Elect Director Stephen Williamson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		

#### **MGM Resorts International**

Meeting Date: 05/06/2020 Record Date: 03/20/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 552953101

Ticker: MGM

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **MGM Resorts International**

Shares Voted: 34,850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1a	Elect Director William W. Grounds	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Alexis M. Herman	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director Roland Hernandez	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1d	Elect Director Mary Chris Jammet	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1e	Elect Director John Kilroy	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1f	Elect Director Rose McKinney-James	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1g	Elect Director Keith A. Meister	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1h	Elect Director Paul Salem	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1i	Elect Director Gregory M. Spierkel	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1j	Elect Director Jan G. Swartz	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1k	Elect Director Daniel J. Taylor	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against		
	Voter Rationale: A vote AGAINST this proposal is w	arranted While nav-fo	r-nerformance concerns are m	tigated as annual			

Voter Rationale: A vote AGAINST this proposal is warranted. While pay-for-performance concerns are mitigated, as annual incentive awards are based on a rigorous financial performance goal, and the majority of long-term incentives are conditioned on multi-year relative or absolute TSR performance, a concerning agreement has been identified. The company recently entered into a transition agreement with the former CEO which provided him with excessive severance benefits upon the recent termination of his employment.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## PepsiCo, Inc.

**Meeting Date:** 05/06/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 713448108

Ticker: PEP

Shares Voted: 93,485

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Shona L. Brown	Mgmt	For	For	For
1b	Elect Director Cesar Conde	Mgmt	For	For	For
1c	Elect Director Ian Cook	Mgmt	For	For	For
1d	Elect Director Dina Dublon	Mgmt	For	For	For
1e	Elect Director Richard W. Fisher	Mgmt	For	For	For
1f	Elect Director Michelle Gass	Mgmt	For	For	For
1g	Elect Director Ramon L. Laguarta	Mgmt	For	For	For
1h	Elect Director David C. Page	Mgmt	For	For	For
1i	Elect Director Robert C. Pohlad	Mgmt	For	For	For
1j	Elect Director Daniel Vasella	Mgmt	For	For	For
1k	Elect Director Darren Walker	Mgmt	For	For	For
11	Elect Director Alberto Weisser	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted a meetings.	as it would enhance the ex	xisting shareholder right to call special		
5	Report on Sugar and Public Health	SH	Against	Against	Against

### **Perrigo Company plc**

Meeting Date: 05/06/2020 Record Date: 03/09/2020 Country: Ireland
Meeting Type: Annual

Primary Security ID: G97822103

Ticker: PRGO

Shares Voted: 9,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bradley A. Alford	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Perrigo Company plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Rolf A. Classon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Adriana Karaboutis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Murray S. Kessler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Jeffrey B. Kindler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Erica L. Mann	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Donal O'Connor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Geoffrey M. Parker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Theodore R. Samuels	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Approve Ernst & Young LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Authorize Issue of Equity	Mgmt	For	For	For
	Voter Rationale: A vote FOR these resolutions is warranteemmended limits.	nted because the proposed	d amounts and durations are within		
5	Authorize Issuance of Equity without Preemptive Rights	Mgmt	For	For	For
	Voter Rationale: A vote FOR these resolutions is warran	nted because the proposed	d amounts and durations are within		

# **Philip Morris International Inc.**

Meeting Date: 05/06/2020 Record Date: 03/13/2020

recommended limits.

Country: USA
Meeting Type: Annual

Primary Security ID: 718172109

Ticker: PM

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Philip Morris International Inc.**

Shares Voted: 98,061

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Andre Calantzopoulos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1b	Elect Director Louis C. Camilleri	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Werner Geissler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Lisa A. Hook	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Jennifer Li	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Jun Makihara	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> g	Elect Director Kalpana Morparia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Lucio A. Noto	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Frederik Paulsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Robert B. Polet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers SA as Auditor	Mgmt	For	For	For

# **Phillips 66**

Meeting Date: 05/06/2020 Record Date: 03/11/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 718546104

Ticker: PSX

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Phillips 66**

Shares Voted: 28,028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Charles M. Holley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1b	Elect Director Glenn F. Tilton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1c	Elect Director Marna C. Whittington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Risks of Gulf Coast Petrochemical Investments	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information about how the company is assessing and managing risks related to its petrochemical operations in areas prone to severe storms, flooding, and sea level rise.

### **Six Flags Entertainment Corporation**

Meeting Date: 05/06/2020 Record Date: 03/11/2020 Country: USA

Primary Security ID: 83001A102

Meeting Type: Annual

Ticker: SIX

Shares Voted: 15,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director B. Ben Baldanza	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Selim Bassoul	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Kurt M. Cellar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Nancy A. Krejsa	Mgmt	For	For For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Richard W. Roedel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Six Flags Entertainment Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Arik Ruchim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Michael Spanos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Skyworks Solutions, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 03/12/2020

Country: USA

Primary Security ID: 83088M102

Meeting Type: Annual

Ticker: SWKS

Shares Voted: 10,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David J. Aldrich	Mgmt	For	For	For
1b	Elect Director Alan S. Batey	Mgmt	For	For	For
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.	given that the ability to ac	t by written consent would enhance		
1c	Elect Director Kevin L. Beebe	Mgmt	For	For	For
1d	Elect Director Timothy R. Furey	Mgmt	For	For	For
1e	Elect Director Liam K. Griffin	Mgmt	For	For	For
1f	Elect Director Christine King	Mgmt	For	For	For
1g	Elect Director David P. McGlade	Mgmt	For	For	For
1h	Elect Director Robert A. Schriesheim	Mgmt	For	For	For
1i	Elect Director Kimberly S. Stevenson	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Skyworks Solutions, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Eliminate Supermajority Vote Requirement to Approve Merger or Consolidation, Disposition of All or Substantially All of Assets, or Issuance of a Substantial Amount of Securities	Mgmt	For	For	For
6	Eliminate Supermajority Vote Requirement to Approve Business Combination	Mgmt	For	For	For
7	Eliminate Supermajority Vote Requirement to Amend Charter Provisions Governing Directors	Mgmt	For	For	For
8	Eliminate Supermajority Vote Requirement to Amend Charter Provision Governing Action by Stockholders	Mgmt	For	For	For
9	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **TCF Financial Corporation**

Meeting Date: 05/06/2020

Country: USA

Primary Security ID: 872307103

**Record Date:** 03/09/2020 **Meeting Type:** Annual

Ticker: TCF

Shares Voted: 34,830

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Peter Bell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Craig R. Dahl	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Karen L. Grandstrand	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Richard H. King	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Ronald A. Klein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Barbara J. Mahone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **TCF Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.7	Elect Director Barbara L. McQuade	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Vance K. Opperman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director David T. Provost	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Roger J. Sit	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Julie H. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director Jeffrey L. Tate	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Gary Torgow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.14	Elect Director Arthur A. Weiss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.15	Elect Director Franklin C. Wheatlake	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.16	Elect Director Theresa M. H. Wise	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Urban Edge Properties**

**Meeting Date:** 05/06/2020 **Record Date:** 03/09/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 91704F104

Ticker: UE

Shares Voted: 26,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeffrey S. Olson	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Urban Edge Properties**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Michael A. Gould	Mgmt	For	For	For
1c	Elect Director Steven H. Grapstein	Mgmt	For	For	For
1d	Elect Director Steven J. Guttman	Mgmt	For	For	For
1e	Elect Director Amy B. Lane	Mgmt	For	For	For
1f	Elect Director Kevin P. O'Shea	Mgmt	For	For	For
1g	Elect Director Steven Roth	Mgmt	For	Refer	Against
1h	Elect Director Douglas W. Sesler	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **WEC Energy Group, Inc.**

**Meeting Date:** 05/06/2020 **Record Date:** 02/26/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 92939U106

Ticker: WEC

Shares Voted: 22,103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Patricia W. Chadwick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Curt S. Culver	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Danny L. Cunningham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director William M. Farrow, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Thomas J. Fischer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.6	Elect Director J. Kevin Fletcher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1.7	Elect Director Maria C. Green	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **WEC Energy Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Gale E. Klappa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Henry W. Knueppel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Thomas K. Lane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Ulice Payne, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.12	Elect Director Mary Ellen Stanek	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# WW International, Inc.

**Meeting Date:** 05/06/2020 **Record Date:** 03/19/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 98262P101

Ticker: WW

Shares Voted: 11,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Raymond Debbane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Tracey D. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Jennifer Dulski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Jonas M. Fajgenbaum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Approve Option Agreement with Oprah Winfrey	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### WW International, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Acadia Healthcare Company, Inc.**

Meeting Date: 05/07/2020 Record Date: 03/12/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 00404A109

Ticker: ACHC

Shares Voted: 17,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Wade D. Miquelon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director William M. Petrie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Advanced Micro Devices, Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/10/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 007903107

Ticker: AMD

Shares Voted: 73,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director John E. Caldwell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Nora M. Denzel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director Mark Durcan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Michael P. Gregoire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Advanced Micro Devices, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Joseph A. Householder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director John W. Marren	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Lisa T. Su	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Abhi Y. Talwalkar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. While recognizing strong share price performance over the shortand long-term, and an annual incentive program that is based entirely on quantitative financial and operational goals, there are
unmitigated concerns raised by the magnitude of a special performance-based equity award granted to the CEO, which is over
twice the median total pay of peer CEOs. Concerns over pay magnitude are amplified, given that the CEO's special award was
supplemental to her already relatively-large annual LTI award and there is no indication that the CEO will be ineligible for
annual or one-time equity grants in the future. There is also some concern raised over the ability for the CEO to continue to
earn the special award following a qualifying termination of employment, as many investors would expect that an award of
such magnitude be prorated to the date of termination. Also concerning is the lack of forward-looking performance goal
disclosure under the annual LTI program, which inhibits investors' ability to assess the rigor of the program and ensure that the
awards continue to drive long-term company performance.

#### Alaska Air Group, Inc.

**Meeting Date:** 05/07/2020 **Record Date:** 03/16/2020

Country: USA

Primary Security ID: 011659109

Meeting Type: Annual

Ticker: ALK

Shares Voted: 7,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patricia M. Bedient	Mgmt	For	For	For
1b	Elect Director James A. Beer	Mgmt	For	For	For
1c	Elect Director Marion C. Blakey	Mgmt	For	For	For
1d	Elect Director Raymond L. Conner	Mgmt	For	For	For
1e	Elect Director Dhiren R. Fonseca	Mgmt	For	For	For
1f	Elect Director Kathleen T. Hogan	Mgmt	For	For	For
1g	Elect Director Susan J. Li	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Alaska Air Group, Inc.

roposal umber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Benito Minicucci	Mgmt	For	For	For
Li	Elect Director Helvi K. Sandvik	Mgmt	For	For	For
j	Elect Director J. Kenneth Thompson	Mgmt	For	For	For
.k	Elect Director Bradley D. Tilden	Mgmt	For	For	For
.I	Elect Director Eric K. Yeaman	Mgmt	For	For	For
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Report on Political Contributions Disclosure	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warra memberships and payments can help shareholders company's management of associated risks and ber	assess Alaska Air s comp			
				For	For

Voter Rationale: A vote FOR this proposal is warranted as additional disclosure on the company's lobbying and trade association activities, including management and board level oversight, would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

### **Ameren Corporation**

Meeting Date: 05/07/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 023608102

Ticker: AEE

Shares Voted: 16,446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy R	Vote ec Instruct
1a	Elect Director Warner L. Baxter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Cynthia J. Brinkley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Catherine S. Brune	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director J. Edward Coleman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Ward H. Dickson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Ameren Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Noelle K. Eder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Ellen M. Fitzsimmons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Rafael Flores	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Richard J. Harshman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Craig S. Ivey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director James C. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Steven H. Lipstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1m	Elect Director Stephen R. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	Against	Against

# **Archer-Daniels-Midland Company**

Meeting Date: 05/07/2020 Record Date: 03/16/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 039483102

Ticker: ADM

Shares Voted: 35,103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director Michael S. Burke	Mgmt	For	For	For		
	Elect Director Michael S. Burke Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Terrell K. Crews	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Archer-Daniels-Midland Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Pierre Dufour	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Donald E. Felsinger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Suzan F. Harrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Juan R. Luciano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Patrick J. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Francisco J. Sanchez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Debra A. Sandler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Lei Z. Schlitz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Kelvin R. Westbrook	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### **Assurant, Inc.**

Meeting Date: 05/07/2020 Record Date: 03/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 04621X108

Ticker: AIZ

Shares Voted: 3,811

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Elaine D. Rosen	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Assurant, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Paget L. Alves	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Juan N. Cento	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Alan B. Colberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Harriet Edelman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Lawrence V. Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Jean-Paul L. Montupet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Debra J. Perry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director Ognjen (Ogi) Redzic	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Paul J. Reilly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Robert W. Stein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Avis Budget Group, Inc.**

Meeting Date: 05/07/2020 Record Date: 03/25/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 053774105

Ticker: CAR

Shares Voted: 13,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bernardo Hees	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Avis Budget Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Brian J. Choi	Mgmt	For	For	For
1.3	Elect Director Lynn Krominga	Mgmt	For	For	For
1.4	Elect Director Glenn Lurie	Mgmt	For	For	For
1.5	Elect Director Jagdeep Pahwa	Mgmt	For	For	For
1.6	Elect Director Karthik Sarma	Mgmt	For	For	For
1.7	Elect Director Carl Sparks	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. There is some concern raised about the discretionary component of the STI program; however, the annual incentive awards were predominately based on pre-set financial goals, and the performance-based portion of the equity awards uses a three-year performance period. These factors sufficiently mitigate pay-for-performance concerns for the year in review. Nevertheless, the company provided problematic severance benefits to an outgoing executive during the year. The former CEO received enhanced severance benefits upon his departure, as he was provided both a cash payment as well as an acceleration of equity grant that would otherwise be forfeited.

### **Boston Scientific Corporation**

Meeting Date: 05/07/2020 Record Date: 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 101137107

Ticker: BSX

Shares Voted: 87,862

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nelda J. Connors	Mgmt	For	For	For
1b	Elect Director Charles J. Dockendorff	Mgmt	For	For	For
1c	Elect Director Yoshiaki Fujimori	Mgmt	For	For	For
1d	Elect Director Donna A. James	Mgmt	For	For	For
1e	Elect Director Edward J. Ludwig	Mgmt	For	For	For
1f	Elect Director Stephen P. MacMillan	Mgmt	For	For	For
1g	Elect Director Michael F. Mahoney	Mgmt	For	For	For
1h	Elect Director David J. Roux	Mgmt	For	For	For
1i	Elect Director John E. Sununu	Mgmt	For	For	For
1j	Elect Director Ellen M. Zane	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Boston Scientific Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Report on Non-Management Employee Representation on the Board of Directors	SH	Against	Against	Against

# C.H. Robinson Worldwide, Inc.

**Meeting Date:** 05/07/2020 **Record Date:** 03/11/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 12541W209

Ticker: CHRW

Shares Voted: 8,529

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Scott P. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Robert C. Biesterfeld, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Proponent Mgmt For			
1.3	Elect Director Wayne M. Fortun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Timothy C. Gokey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Jodee A. Kozlak	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Brian P. Short	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director James B. Stake	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Paula C. Tolliver	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# C.H. Robinson Worldwide, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **Curtiss-Wright Corporation**

Meeting Date: 05/07/2020

Country: USA

Primary Security ID: 231561101

**Record Date:** 03/10/2020

Meeting Type: Annual

Ticker: CW

Shares Voted: 9,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director David C. Adams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Dean M. Flatt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director S. Marce Fuller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Bruce D. Hoechner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Glenda J. Minor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director John B. Nathman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Robert J. Rivet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Albert E. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Peter C. Wallace	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **DTE Energy Company**

**Meeting Date:** 05/07/2020 **Record Date:** 03/10/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 233331107

Ticker: DTE

Shares Voted: 12,146

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Gerard M. Anderson	Mgmt	For	For	For
1.2	Elect Director David A. Brandon	Mgmt	For	For	For
1.3	Elect Director Charles G. McClure, Jr.	Mgmt	For	For	For
1.4	Elect Director Gail J. McGovern	Mgmt	For	For	For
1.5	Elect Director Mark A. Murray	Mgmt	For	For	For
1.6	Elect Director Gerardo Norcia	Mgmt	For	For	For
1.7	Elect Director Ruth G. Shaw	Mgmt	For	For	For
1.8	Elect Director Robert C. Skaggs, Jr.	Mgmt	For	For	For
1.9	Elect Director David A. Thomas	Mgmt	For	For	For
1.10	Elect Director Gary H. Torgow	Mgmt	For	For	For
1.11	Elect Director James H. Vandenberghe	Mgmt	For	For	For
1.12	Elect Director Valerie M. Williams	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted as increased disclosure of the company's trade association policies, memberships, and executive-level oversight mechanisms can help shareholders assess DTE Energy's comprehensive political contribution activities and the company's management of associated risks and benefits.

# **Duke Energy Corporation**

**Meeting Date:** 05/07/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 26441C204

Ticker: DUK

Shares Voted: 48,810

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael G. Browning	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Duke Energy Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.2	Elect Director Annette K. Clayton	Mgmt	For	For	For
1.3	Elect Director Theodore F. Craver, Jr.	Mgmt	For	For	For
1.4	Elect Director Robert M. Davis	Mgmt	For	For	For
1.5	Elect Director Daniel R. DiMicco	Mgmt	For	For	For
1.6	Elect Director Nicholas C. Fanandakis	Mgmt	For	For	For
1.7	Elect Director Lynn J. Good	Mgmt	For	For	For
1.8	Elect Director John T. Herron	Mgmt	For	For	For
1.9	Elect Director William E. Kennard	Mgmt	For	For	For
1.10	Elect Director E. Marie McKee	Mgmt	For	For	For
1.11	Elect Director Marya M. Rose	Mgmt	For	For	For
1.12	Elect Director Thomas E. Skains	Mgmt	For	For	For
1.13	Elect Director William E. Webster, Jr.	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante has underperformed peers and the broader market of from the most robust form of independent oversight,	ver the short- and long-	term suggesting that sharehold		
5	Eliminate Supermajority Vote Requirement	SH	None	For	For
6	Report on Political Contributions	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante investors in assessing the company's management of			nditures would aid	
7	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as additional disclosure on the company's lobbying and trade association activities, including management-level oversight, would allow shareholders to better assess the risks and benefits associated with the company's participation in the public policy process.

## **E\*TRADE Financial Corporation**

Meeting Date: 05/07/2020Country: USARecord Date: 03/11/2020Meeting Type: Annual

Primary Security ID: 269246401

Ticker: ETFC

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **E\*TRADE Financial Corporation**

Shares Voted: 14,204

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct				
1a	Elect Director Richard J. Carbone	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1b	Elect Director Robert J. Chersi	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1c	Elect Director Jaime W. Ellertson	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1d	Elect Director James P. Healy	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1e	Elect Director Kevin T. Kabat	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1f	Elect Director James Lam	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1g	Elect Director Rodger A. Lawson	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is warranted.								
1h	Elect Director Shelley B. Leibowitz	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1i	Elect Director Michael A. Pizzi	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1j	Elect Director Rebecca Saeger	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
1k	Elect Director Donna L. Weaver	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
11	Elect Director Joshua A. Weinreich	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against				
	Voter Rationale: A vote AGAINST this proposal is wareview, the company paid enhanced severance to the			for the year in					
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For				
4	Adopt Simple Majority Vote	SH	None	For	For				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Eastman Chemical Company**

**Meeting Date:** 05/07/2020 **Record Date:** 03/16/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 277432100

Ticker: EMN

Shares Voted: 8,536

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Humberto P. Alfonso	Mgmt	For	For	For
1.2	Elect Director Brett D. Begemann	Mgmt	For	For	For
1.3	Elect Director Mark J. Costa	Mgmt	For	For	For
1.4	Elect Director Edward L. Doheny, II	Mgmt	For	For	For
1.5	Elect Director Julie F. Holder	Mgmt	For	For	For
1.6	Elect Director Renee J. Hornbaker	Mgmt	For	For	For
1.7	Elect Director Kim Ann Mink	Mgmt	For	For	For
1.8	Elect Director James J. O'Brien	Mgmt	For	For	For
1.9	Elect Director David W. Raisbeck	Mgmt	For	For	For
1.10	Elect Director Charles K. Stevens, III	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

#### **Ecolab Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 278865100

Ticker: ECL

Shares Voted: 16,780

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For	For
1b	Elect Director Shari L. Ballard	Mgmt	For	For	For
1c	Elect Director Barbara J. Beck	Mgmt	For	For	For
1d	Elect Director Jeffrey M. Ettinger	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Ecolab Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Arthur J. Higgins	Mgmt	For	For	For
1f	Elect Director Michael Larson	Mgmt	For	For	For
1g	Elect Director David W. MacLennan	Mgmt	For	For	For
1h	Elect Director Tracy B. McKibben	Mgmt	For	For	For
1i	Elect Director Lionel L. Nowell, III	Mgmt	For	For	For
1j	Elect Director Victoria J. Reich	Mgmt	For	For	For
1k	Elect Director Suzanne M. Vautrinot	Mgmt	For	For	For
11	Elect Director John J. Zillmer	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Proxy Access Right	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

## **Edwards Lifesciences Corporation**

**Meeting Date:** 05/07/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 28176E108

Ticker: EW

Shares Voted: 13,160

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael A. Mussallem	Mgmt	For	For	For
1b	Elect Director Kieran T. Gallahue	Mgmt	For	For	For
1c	Elect Director Leslie S. Heisz	Mgmt	For	For	For
1d	Elect Director William J. Link	Mgmt	For	For	For
1e	Elect Director Steven R. Loranger	Mgmt	For	For	For
1f	Elect Director Martha H. Marsh	Mgmt	For	For	For
1g	Elect Director Ramona Sequeira	Mgmt	For	For	For
1h	Elect Director Nicholas J. Valeriani	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Edwards Lifesciences Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For
4	Approve Stock Split	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
6	Provide Right to Act by Written Consent	SH	Against	Against	Against

# **Equifax Inc.**

Proposal

1i

**Meeting Date:** 05/07/2020 **Record Date:** 03/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 294429105

Voting

Vote

For

Ticker: EFX

Shares Voted: 8,155

Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction					
1a	Elect Director Mark W. Begor	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nomine	ees is warranted.								
1b	Elect Director Mark L. Feidler	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nomine	ees is warranted.								
1c	Elect Director G. Thomas Hough	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nominees is warranted.									
1d	Elect Director Robert D. Marcus	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nominees is warranted.									
1e	Elect Director Siri S. Marshall	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nomine	ees is warranted.								
1f	Elect Director Scott A. McGregor	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nominees is warranted.									
1g	Elect Director John A. McKinley	Mgmt	For	For	For					
	Voter Rationale: A vote FOR the director nomine	ees is warranted.								
1h	Elect Director Robert W. Selander	Mgmt	For	For	For					

For

Voter Rationale: A vote FOR the director nominees is warranted.

Voter Rationale: A vote FOR the director nominees is warranted.

Elect Director Elane B. Stock

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Equifax Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Heather H. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

# **Graham Holdings Company**

Meeting Date: 05/07/2020 Record Date: 03/18/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 384637104

Ticker: GHC

Shares Voted: 900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Christopher C. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Anne M. Mulcahy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Larry D. Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

### **IDEX Corporation**

**Meeting Date:** 05/07/2020 **Record Date:** 03/13/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 45167R104

Ticker: IEX

Shares Voted: 4,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Andrew K. Silvernail	Mgmt	For	For	For
1.2	Elect Director Katrina L. Helmkamp	Mgmt	For	For	For
1.3	Elect Director Mark A. Beck	Mgmt	For	For	For
1.4	Elect Director Carl R. Christenson	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **IDEX Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Report on Employee Representation on the Board of Directors	SH	Against	Against	Against

# J2 Global, Inc.

**Meeting Date:** 05/07/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 48123V102

Ticker: JCOM

Shares Voted: 9,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Richard S. Ressler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Douglas Y. Bech	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Robert J. Cresci	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Sarah Fay	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director W. Brian Kretzmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Jonathan F. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> g	Elect Director Stephen Ross	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Vivek Shah	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Mettler-Toledo International Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 592688105

Ticker: MTD

Shares Voted: 1,600

Proposal Number     Proposal Text     Proponent     Mgmt Rec     Vote Policy Rec     Instru       1.1     Elect Director Robert F. Spoerry     Mgmt     For     For     For       Voter Rationale: A vote FOR the director nominees is warranted.       1.2     Elect Director Wah-Hui Chu     Mgmt     For     For     For
Voter Rationale: A vote FOR the director nominees is warranted.
1.2 Elect Director Wah-Hui Chu Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.3 Elect Director Domitille Doat-Le Bigot Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.4 Elect Director Olivier A. Filliol Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.5 Elect Director Elisha W. Finney Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.6 Elect Director Richard Francis Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.7 Elect Director Michael A. Kelly Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
1.8 Elect Director Thomas P. Salice Mgmt For For For
Voter Rationale: A vote FOR the director nominees is warranted.
2 Ratify PricewaterhouseCoopers LLP as Mgmt For For Auditors
3 Advisory Vote to Ratify Named Executive Mgmt For For Officers' Compensation

### Molina Healthcare, Inc.

Meeting Date: 05/07/2020 Record Date: 03/10/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 60855R100

Ticker: MOH

Shares Voted: 14,230

Proposa Number		Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.a	Elect Director Ronna E. Romney	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Molina Healthcare, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.b	Elect Director Dale B. Wolf	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
1.c	Elect Director Joseph M. Zubretsky	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is we	arranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	

### **Murphy USA Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 626755102

Ticker: MUSA

Shares Voted: 6,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Claiborne P. Deming	Mgmt	For	For	For
1.2	Elect Director Jack T. Taylor	Mgmt	For	For	For
1.3	Elect Director Jeanne L. Phillips	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

#### PulteGroup, Inc.

**Meeting Date:** 05/07/2020 **Record Date:** 03/13/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 745867101

Ticker: PHM

Shares Voted: 16,088

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brian P. Anderson	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **PulteGroup, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1b	Elect Director Bryce Blair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Richard W. Dreiling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Thomas J. Folliard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Cheryl W. Grise	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> f	Elect Director Andre J. Hawaux	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Ryan R. Marshall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director John R. Peshkin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Scott F. Powers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Lila Snyder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **RLI Corp.**

Meeting Date: 05/07/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 749607107

Ticker: RLI

Shares Voted: 9,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kaj Ahlmann	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **RLI Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.2	Elect Director Michael E. Angelina	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.3	Elect Director John T. Baily	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.4	Elect Director Calvin G. Butler, Jr.	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.5	Elect Director David B. Duclos	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.6	Elect Director Susan S. Fleming	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.7	Elect Director Jordan W. Graham	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.8	Elect Director Jonathan E. Michael	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.9	Elect Director Robert P. Restrepo, Jr.	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.10	Elect Director Debbie S. Roberts	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.11	Elect Director Michael J. Stone	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
2	Increase Authorized Common Stock	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		

## **Southwest Gas Holdings, Inc.**

Meeting Date: 05/07/2020 Record Date: 03/10/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 844895102

Ticker: SWX

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Southwest Gas Holdings, Inc.**

Shares Voted: 12,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert L. Boughner	Mgmt	For	For	For
1.2	Elect Director Jose A. Cardenas	Mgmt	For	For	For
1.3	Elect Director Stephen C. Comer	Mgmt	For	For	For
1.4	Elect Director John P. Hester	Mgmt	For	For	For
1.5	Elect Director Jane Lewis-Raymond	Mgmt	For	For	For
1.6	Elect Director Anne L. Mariucci	Mgmt	For	For	For
1.7	Elect Director Michael J. Melarkey	Mgmt	For	For	For
1.8	Elect Director A. Randall Thoman	Mgmt	For	For	For
1.9	Elect Director Thomas A. Thomas	Mgmt	For	For	For
1.10	Elect Director Leslie T. Thornton	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Tempur Sealy International, Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/12/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 88023U101

Ticker: TPX

Shares Voted: 8,931

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Evelyn S. Dilsaver	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Cathy R. Gates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director John A. Heil	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Jon L. Luther	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Tempur Sealy International, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Richard W. Neu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Arik W. Ruchim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Scott L. Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Robert B. Trussell, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

## **The Kraft Heinz Company**

**Meeting Date:** 05/07/2020 **Record Date:** 03/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 500754106

Ticker: KHC

Shares Voted: 41,725

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gregory E. Abel	Mgmt	For	For	For
1b	Elect Director Alexandre Behring	Mgmt	For	For	For
1c	Elect Director John T. Cahill	Mgmt	For	For	For
1d	Elect Director Joao M. Castro-Neves	Mgmt	For	For	For
1e	Elect Director Timothy Kenesey	Mgmt	For	For	For
1f	Elect Director Jorge Paulo Lemann	Mgmt	For	For	For
1g	Elect Director Susan Mulder	Mgmt	For	For	For
1h	Elect Director John C. Pope	Mgmt	For	For	For
1i	Elect Director Elio Leoni Sceti	Mgmt	For	For	For
1j	Elect Director Alexandre Van Damme	Mgmt	For	For	For
1k	Elect Director George Zoghbi	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **The Kraft Heinz Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warran equity awards that underscore the current pay-for-performent-loaded equity awards are meant to cover equity-bwith respect to the front-loaded awards. While the major performance shares, most of the CEO's performance shares, most of the CEO's performance shares, efficiently awards, efficiently awards, efficiently performance goals. Further, the company does of the CEO's performance awards, nor does it clearly diswith a termination of employment.	ormance misalignment. Giv ased pay until 2023, pay-f ority of the front-loaded av ares are earned during a p fectively reducing the porti not disclose forward-look	ven that the company states that the CEO's for-performance considerations are heightened vards were granted in the form of the performance period that ends well before the form of annualized pay that is based on the large majority		
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Reduce Supermajority Vote Requirement	SH	Against	Against	Against

### **Tractor Supply Company**

**Meeting Date:** 05/07/2020 **Record Date:** 03/10/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 892356106

Ticker: TSCO

Shares Voted: 7,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Cynthia T. Jamison	Mgmt	For	For	For
1.2	Elect Director Ricardo Cardenas	Mgmt	For	For	For
1.3	Elect Director Denise L. Jackson	Mgmt	For	For	For
1.4	Elect Director Thomas A. Kingsbury	Mgmt	For	For	For
1.5	Elect Director Ramkumar Krishnan	Mgmt	For	For	For
1.6	Elect Director George MacKenzie	Mgmt	For	For	For
1.7	Elect Director Edna K. Morris	Mgmt	For	For	For
1.8	Elect Director Mark J. Weikel	Mgmt	For	For	For
1.9	Elect Director Harry A. Lawton, III	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Transocean Ltd.**

**Meeting Date:** 05/07/2020 **Record Date:** 04/20/2020

**Country:** Switzerland **Meeting Type:** Annual

Primary Security ID: H8817H100

Ticker: RIG

Shares Voted: 137,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For	
2	Approve Discharge of Board and Senior Management	Mgmt	For	For	For	
3	Appropriation of Available Earnings for Fiscal Year 2019	Mgmt	For	For	For	
4	Approve the Renewal of Authorized Share Capital without Preemptive Rights	Mgmt	For	For	For	
5A	Elect Director Glyn A. Barker	Mgmt	For	For	For	
5B	Elect Director Vanessa C.L. Chang	Mgmt	For	For	For	
5C	Elect Director Frederico F. Curado	Mgmt	For	For	For	
5D	Elect Director Chadwick C. Deaton	Mgmt	For	For	For	
5E	Elect Director Vincent J. Intrieri	Mgmt	For	For	For	
5F	Elect Director Samuel J. Merksamer	Mgmt	For	For	For	
5G	Elect Director Frederik W. Mohn	Mgmt	For	For	For	
5H	Elect Director Edward R. Muller	Mgmt	For	For	For	
5I	Elect Director Diane de Saint Victor	Mgmt	For	For	For	
5J	Elect Director Tan Ek Kia	Mgmt	For	For	For	
5K	Elect Director Jeremy D. Thigpen	Mgmt	For	For	For	
6	Elect Chadwick C. Deaton as Board Chairman	Mgmt	For	For	For	
7A	Appoint Glyn A. Barker as Member of the Compensation Committee	Mgmt	For	For	For	
7B	Appoint Samuel J. Merksamer as Member of the Compensation Committee	Mgmt	For	For	For	
7C	Appoint Tan Ek Kia as Member of the Compensation Committee	Mgmt	For	For	For	
8	Designate Schweiger Advokatur / Notariat as Independent Proxy	Mgmt	For	For	For	
9	Appointment Of Ernst & Young LLP as Independent Registered Public Accounting Firm for Fiscal Year 2020, and Reelection of Ernst & Young Ltd, Zurich as the Company's Auditor for a Further One-Year Term	Mgmt	For	For	For	

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Transocean Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
11A	Approve Maximum Remuneration of Board of Directors for the Period Between the 2020 and 2021 Annual General Meetings in the Amount of USD 4.12 Million	Mgmt	For	For	For
118	Approve Maximum Remuneration of the Executive Management Team for Fiscal Year 2021 in the Amount of USD 24 Million	Mgmt	For	For	For
12	Amend Omnibus Stock Plan	Mgmt	For	For	For

### **United Rentals, Inc.**

**Meeting Date:** 05/07/2020 **Record Date:** 03/10/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 911363109

Ticker: URI

Shares Voted: 4,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jose B. Alvarez	Mgmt	For	For	For
1.2	Elect Director Marc A. Bruno	Mgmt	For	For	For
1.3	Elect Director Matthew J. Flannery	Mgmt	For	For	For
1.4	Elect Director Bobby J. Griffin	Mgmt	For	For	For
1.5	Elect Director Kim Harris Jones	Mgmt	For	For	For
1.6	Elect Director Terri L. Kelly	Mgmt	For	For	For
1.7	Elect Director Michael J. Kneeland	Mgmt	For	For	For
1.8	Elect Director Gracia C. Martore	Mgmt	For	For	For
1.9	Elect Director Filippo Passerini	Mgmt	For	For	For
1.10	Elect Director Donald C. Roof	Mgmt	For	For	For
1.11	Elect Director Shiv Singh	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **United Rentals, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

#### **Verizon Communications Inc.**

Meeting Date: 05/07/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 92343V104

Ticker: VZ

Shares Voted: 277,171

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For	For
1.2	Elect Director Mark T. Bertolini	Mgmt	For	For	For
1.3	Elect Director Vittorio Colao	Mgmt	For	For	For
1.4	Elect Director Melanie L. Healey	Mgmt	For	For	For
1.5	Elect Director Clarence Otis, Jr.	Mgmt	For	For	For
1.6	Elect Director Daniel H. Schulman	Mgmt	For	For	For
1.7	Elect Director Rodney E. Slater	Mgmt	For	For	For
1.8	Elect Director Hans E. Vestberg	Mgmt	For	For	For
1.9	Elect Director Gregory G. Weaver	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Eliminate Above-Market Earnings in Executive Retirement Plans	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante best practice. Although no participant received above eliminated from the program. Lastly, above-market ex provide a benefit to executives which is not available	market earnings for FY20 Arnings are not a perform	nd of the practice does not appear to have beer ance-based element of compensation and	7	
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante meeting from 25 percent to 10 percent would enhance	-	hip threshold for shareholders to call a special		
6	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional reporting on the company's lobbying-related practices, such as its trade association payments and oversight mechanisms, would benefit shareholders in assessing its management of related risks.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Verizon Communications Inc.**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
Assess Feasibility of Data Privacy as a SH Against For For Performance Measure for Senior Executive Compensation								
growing regulatory pressure and regulatory scrutiny	in this area. Shareholde	ers would benefit from additiona						
Submit Severance Agreement (Change-in-Control) to Shareholder Vote	SH	Against	For	For				
	Assess Feasibility of Data Privacy as a Performance Measure for Senior Executive Compensation  Voter Rationale: A vote FOR this proposal is warrant growing regulatory pressure and regulatory scrutiny how company executives are incentivized to increase Submit Severance Agreement	Assess Feasibility of Data Privacy as a SH Performance Measure for Senior Executive Compensation  Voter Rationale: A vote FOR this proposal is warranted due to the scope of growing regulatory pressure and regulatory scrutiny in this area. Shareholde how company executives are incentivized to increase consumer privacy protesting Submit Severance Agreement  SH	Assess Feasibility of Data Privacy as a SH Against Performance Measure for Senior Executive Compensation  Voter Rationale: A vote FOR this proposal is warranted due to the scope of the proposal, and the fact that to growing regulatory pressure and regulatory scrutiny in this area. Shareholders would benefit from additional how company executives are incentivized to increase consumer privacy protections.  Submit Severance Agreement SH Against	Assess Feasibility of Data Privacy as a SH Against For Performance Measure for Senior Executive Compensation  **Voter Rationale: A vote FOR this proposal is warranted due to the scope of the proposal, and the fact that the company faces growing regulatory pressure and regulatory scrutiny in this area. Shareholders would benefit from additional information about how company executives are incentivized to increase consumer privacy protections.  Submit Severance Agreement SH Against For				

Voter Rationale: A vote FOR this item is warranted given that the proposal applies only to future severance arrangements, the current agreements will not be affected, and the proposal offers flexibility as to when the board may seek shareholder approval of a new or renewed severance arrangement, such as at the next annual meeting.

#### AbbVie Inc.

Meeting Date: 05/08/2020

Country: USA

Primary Security ID: 00287Y109

**Record Date:** 03/13/2020

Meeting Type: Annual

Ticker: ABBV

Shares Voted: 93,142

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Robert J. Alpern	Mgmt	For	For	For
1.2	Elect Director Edward M. Liddy	Mgmt	For	For	For
1.3	Elect Director Melody B. Meyer	Mgmt	For	For	For
1.4	Elect Director Frederick H. Waddell	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
5	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warrant lobbying and oversight mechanisms, would provide shanagement of its lobbying activities and any related	areholders a comprehensi	. ,		
6	Require Independent Board Chairman	SH	Against	Against	Against
7	Report on Integrating Risks Related to Drug Pricing into Senior Executive Compensation	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted due to the scope of the proposal, the company's current use of incentive program metrics which may be impacted by drug pricing, and the lack of comprehensive disclosure describing how risks related to public concern over drug pricing increases are taken into consideration in executive compensation programs.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Alleghany Corporation**

**Meeting Date:** 05/08/2020 **Record Date:** 03/02/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 017175100

Ticker: Y

Shares Voted: 3,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ian H. Chippendale	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Weston M. Hicks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Jefferson W. Kirby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

# **Allegheny Technologies Incorporated**

**Meeting Date:** 05/08/2020 **Record Date:** 03/09/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 01741R102

Ticker: ATI

Shares Voted: 28,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director James C. Diggs	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director J. Brett Harvey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director David J. Morehouse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **CNO Financial Group, Inc.**

**Meeting Date:** 05/08/2020 **Record Date:** 03/10/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 12621E103

Ticker: CNO

Shares Voted: 34,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Gary C. Bhojwani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Ellyn L. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Stephen N. David	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director David B. Foss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Robert C. Greving	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Mary R. (Nina) Henderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
<b>1</b> g	Elect Director Charles J. Jacklin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Daniel R. Maurer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Frederick J. Sievert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Colgate-Palmolive Company**

Meeting Date: 05/08/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 194162103

Ticker: CL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Colgate-Palmolive Company**

Shares Voted: 57,430

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director John P. Bilbrey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director John T. Cahill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Lisa M. Edwards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Helene D. Gayle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director C. Martin Harris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Martina Hund-Mejean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Lorrie M. Norrington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Michael B. Polk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Stephen I. Sadove	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Noel R. Wallace	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrand oversight in the form of an independent chair. The recent transition that recombined the CEO and chaunderperformance, a period overseen by a combining	combination of the timin ir roles. Moreover, given	ng and scope of the proposal is on the company's mid- to long-tern	ompelling given the m	
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warran	nted. Lowerina the owne	ership threshold from 25 percent	to 10 percent would	

Voter Rationale: A vote FOR this proposal is warranted. Lowering the ownership threshold from 25 percent to 10 percent would improve shareholders' ability to use the special meeting right and no single shareholder would be able to act unilaterally to call a special meeting at the proposed threshold.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Dover Corporation**

**Meeting Date:** 05/08/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 260003108

Ticker: DOV

Shares Voted: 9,133

Proposal				Voting	Vote				
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi				
1a	Elect Director H. John Gilbertson, Jr.	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1b	Elect Director Kristiane C. Graham	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is warranted.								
1c	Elect Director Michael F. Johnston	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1d	Elect Director Eric A. Spiegel	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1e	Elect Director Richard J. Tobin	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1f	Elect Director Stephen M. Todd	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1g	Elect Director Stephen K. Wagner	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1h	Elect Director Keith E. Wandell	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
1i	Elect Director Mary A. Winston	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominee.	s is warranted.							
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For				
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For				
4	Provide Right to Act by Written Consent	SH	Against	For	For				

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **Entergy Corporation**

Meeting Date: 05/08/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 29364G103

Ticker: ETR

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Entergy Corporation**

Shares Voted: 13,299

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruction
1a	Elect Director John R. Burbank	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1b	Elect Director Patrick J. Condon	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1c	Elect Director Leo P. Denault	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1d	Elect Director Kirkland H. Donald	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1e	Elect Director Philip L. Frederickson	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1f	Elect Director Alexis M. Herman	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1g	Elect Director M. Elise Hyland	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1h	Elect Director Stuart L. Levenick	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1i	Elect Director Blanche Lambert Lincoln	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1j	Elect Director Karen A. Puckett	Mgmt	For	I	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	ı	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	ı	For	For

## **Illinois Tool Works Inc.**

Meeting Date: 05/08/2020 Record Date: 03/09/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 452308109

Ticker: ITW

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Illinois Tool Works Inc.**

Shares Voted: 19,650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Daniel J. Brutto	Mgmt	For	For	For
1b	Elect Director Susan Crown	Mgmt	For	For	For
1c	Elect Director James W. Griffith	Mgmt	For	For	For
1d	Elect Director Jay L. Henderson	Mgmt	For	For	For
1e	Elect Director Richard H. Lenny	Mgmt	For	For	For
1f	Elect Director E. Scott Santi	Mgmt	For	For	For
1g	Elect Director David B. Smith, Jr.	Mgmt	For	For	For
1h	Elect Director Pamela B. Strobel	Mgmt	For	For	For
1i	Elect Director Kevin M. Warren	Mgmt	For	For	For
1j	Elect Director Anre D. Williams	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## ManpowerGroup, Inc.

Meeting Date: 05/08/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 56418H100

Ticker: MAN

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruct		
1A	Elect Director Gina R. Boswell	Mgmt	For		For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.							
1B	Elect Director Cari M. Dominguez	Mgmt	For		For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.							
1C	Elect Director William Downe	Mgmt	For		For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## ManpowerGroup, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct			
1D	Elect Director John F. Ferraro	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1E	Elect Director Patricia Hemingway Hall	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1F	Elect Director Julie M. Howard	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1G	Elect Director Ulice Payne, Jr.	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1H	Elect Director Jonas Prising	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1I	Elect Director Paul Read	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1J	Elect Director Elizabeth P. Sartain	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1K	Elect Director Michael J. Van Handel	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against			

Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s): \* The plan cost is excessive; and \* The estimated duration of available and proposed shares exceeds six years.

# **Marriott International, Inc.**

Meeting Date: 05/08/2020 Record Date: 03/13/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 571903202

Ticker: MAR

 $\textbf{Shares Voted:}\ 17{,}111$ 

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director J.W. Marriott, Jr.	Mgmt	For	For	For
1b	Elect Director Bruce W. Duncan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Marriott International, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1c	Elect Director Deborah Marriott Harrison	Mgmt	For	For	For
1d	Elect Director Frederick A. "Fritz" Henderson	Mgmt	For	For	For
1e	Elect Director Eric Hippeau	Mgmt	For	For	For
1f	Elect Director Lawrence W. Kellner	Mgmt	For	For	For
1g	Elect Director Debra L. Lee	Mgmt	For	For	For
1h	Elect Director Aylwin B. Lewis	Mgmt	For	For	For
1i	Elect Director Margaret M. McCarthy	Mgmt	For	For	For
1j	Elect Director George Munoz	Mgmt	For	For	For
1k	Elect Director Susan C. Schwab	Mgmt	For	For	For
11	Elect Director Arne M. Sorenson	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrant enhance shareholder rights.	ed given that elimination	on of the supermajority vote re	equirement would	
5	Prepare Employment Diversity Report	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

# Republic Services, Inc.

Meeting Date: 05/08/2020 Record Date: 03/11/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 760759100

Ticker: RSG

Shares Voted: 13,245

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Manuel Kadre	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Tomago Collins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Thomas W. Handley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Republic Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1d	Elect Director Jennifer M. Kirk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Michael Larson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	Proponent Mgmt For			
1f	Elect Director Kim S. Pegula	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Donald W. Slager	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director James P. Snee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Sandra M. Volpe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Katharine B. Weymouth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

## **Steel Dynamics, Inc.**

Meeting Date: 05/08/2020 Record Date: 03/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 858119100

Ticker: STLD

Shares Voted: 48,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Mark D. Millett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Sheree L. Bargabos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Keith E. Busse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Steel Dynamics, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.4	Elect Director Frank D. Byrne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Kenneth W. Cornew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Traci M. Dolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director James C. Marcuccilli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Bradley S. Seaman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Gabriel L. Shaheen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Steven A. Sonnenberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Richard P. Teets, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## Teradyne, Inc.

Meeting Date: 05/08/2020 Record Date: 03/12/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 880770102

Ticker: TER

Shares Voted: 32,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Michael A. Bradley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1B	Elect Director Edwin J. Gillis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Teradyne, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1C	Elect Director Timothy E. Guertin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1D	Elect Director Mark E. Jagiela	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1E	Elect Director Mercedes Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1F	Elect Director Marilyn Matz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1G	Elect Director Paul J. Tufano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1H	Elect Director Roy A. Vallee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **The Brink's Company**

**Meeting Date:** 05/08/2020 **Record Date:** 03/02/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 109696104

Ticker: BCO

Shares Voted: 11,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Kathie J. Andrade	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Paul G. Boynton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Ian D. Clough	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Susan E. Docherty	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Brink's Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director Reginald D. Hedgebeth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Dan R. Henry - Withdrawn	Mgmt			
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Michael J. Herling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Douglas A. Pertz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director George I. Stoeckert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **The Progressive Corporation**

Meeting Date: 05/08/2020 Record Date: 03/13/2020 Country: USA

Primary Security ID: 743315103

Meeting Type: Annual Ticker: PGR

Shares Voted: 36,875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Philip Bleser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Stuart B. Burgdoerfer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Pamela J. Craig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Charles A. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Roger N. Farah	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Progressive Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Lawton W. Fitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Susan Patricia Griffith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Jeffrey D. Kelly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Patrick H. Nettles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Barbara R. Snyder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Jan E. Tighe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director Kahina Van Dyke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **The Timken Company**

**Meeting Date:** 05/08/2020 **Record Date:** 02/21/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 887389104

Ticker: TKR

Shares Voted: 15,377

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Maria A. Crowe	Mgmt	For	For	For
1.2	Elect Director Elizabeth A. Harrell	Mgmt	For	For	For
1.3	Elect Director Richard G. Kyle	Mgmt	For	For	For
1.4	Elect Director John A. Luke, Jr.	Mgmt	For	For	For
1.5	Elect Director Christopher L. Mapes	Mgmt	For	For	For
1.6	Elect Director James F. Palmer	Mgmt	For	For	For
1.7	Elect Director Ajita G. Rajendra	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Timken Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Frank C. Sullivan	Mgmt	For	For	For
1.9	Elect Director John M. Timken, Jr.	Mgmt	For	For	For
1.10	Elect Director Ward J. Timken, Jr.	Mgmt	For	For	For
1.11	Elect Director Jacqueline F. Woods	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights.

# **Vulcan Materials Company**

**Meeting Date:** 05/08/2020 **Record Date:** 03/11/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 929160109

Ticker: VMC

Shares Voted: 8,319

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Melissa H. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director O. B. Grayson Hall, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director James T. Prokopanko	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director George Willis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Zimmer Biomet Holdings, Inc.

**Meeting Date:** 05/08/2020 **Record Date:** 03/09/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 98956P102

Ticker: ZBH

Shares Voted: 13,772

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Christopher B. Begley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Betsy J. Bernard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Gail K. Boudreaux	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Michael J. Farrell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Larry C. Glasscock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	warranted.			
1f	Elect Director Robert A. Hagemann	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1g	Elect Director Bryan C. Hanson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1h	Elect Director Arthur J. Higgins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1i	Elect Director Maria Teresa Hilado	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1j	Elect Director Syed Jafry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1k	Elect Director Michael W. Michelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Everest Re Group, Ltd.**

**Meeting Date:** 05/11/2020 **Record Date:** 03/16/2020

**Country:** Bermuda **Meeting Type:** Annual Primary Security ID: G3223R108

Ticker: RE

Shares Voted: 2,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John J. Amore	Mgmt	For	For	For
1.2	Elect Director Juan C. Andrade	Mgmt	For	For	For
1.3	Elect Director William F. Galtney, Jr.	Mgmt	For	For	For
1.4	Elect Director John A. Graf	Mgmt	For	For	For
1.5	Elect Director Meryl Hartzband	Mgmt	For	For	For
1.6	Elect Director Gerri Losquadro	Mgmt	For	For	For
1.7	Elect Director Roger M. Singer	Mgmt	For	For	For
1.8	Elect Director Joseph V. Taranto	Mgmt	For	For	For
1.9	Elect Director John A. Weber	Mgmt	For	For	For
2	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **International Paper Company**

**Meeting Date:** 05/11/2020 **Record Date:** 03/12/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 460146103

Ticker: IP

Shares Voted: 24,752

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director William J. Burns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Christopher M. Connor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Ahmet C. Dorduncu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **International Paper Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1d	Elect Director Ilene S. Gordon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Anders Gustafsson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Jacqueline C. Hinman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Clinton A. Lewis, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Kathryn D. Sullivan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Mark S. Sutton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director J. Steven Whisler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Ray G. Young	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.

## MKS Instruments, Inc.

**Meeting Date:** 05/11/2020 **Record Date:** 03/04/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 55306N104

Ticker: MKSI

Shares Voted: 12,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joseph B. Donahue	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## MKS Instruments, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Janice K. Henry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **Motorola Solutions, Inc.**

**Meeting Date:** 05/11/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 620076307

Ticker: MSI

Shares Voted: 10,753

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gregory Q. Brown	Mgmt	For	For	For
1b	Elect Director Kenneth D. Denman	Mgmt	For	For	For
1c	Elect Director Egon P. Durban	Mgmt	For	Refer	Against
1d	Elect Director Clayton M. Jones	Mgmt	For	For	For
1e	Elect Director Judy C. Lewent	Mgmt	For	For	For
1f	Elect Director Gregory K. Mondre	Mgmt	For	Refer	Against
1g	Elect Director Anne R. Pramaggiore	Mgmt	For	For	For
1h	Elect Director Joseph M. Tucci	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

### **Newell Brands Inc.**

**Meeting Date:** 05/11/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 651229106

Ticker: NWL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Newell Brands Inc.**

Shares Voted: 23,990

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Bridget Ryan Berman	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling the second control of the con	eived majority support at t	the last annual meeting, and the board is not		
1b	Elect Director Patrick D. Campbell	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity report received an employment diversity report received and the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an em	eived majority support at t	the last annual meeting, and the board is not		
1c	Elect Director James R. Craigie	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal	eived majority support at t	the last annual meeting, and the board is not		
1d	Elect Director Debra A. Crew	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity report received and the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for a employment diversity responsive to the prop	eived majority support at t	the last annual meeting, and the board is not		
1e	Elect Director Brett M. Icahn	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity report received and the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity report received deemed to have been entirely responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for an employment diversity responsive to the proposal calling for a employment diversity responsive to the prop	eived majority support at t	the last annual meeting, and the board is not		
1f	Elect Director Gerardo I. Lopez	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedeemed to have been entirely responsive to this proposal calling for an employment diversity report recedence of the control of the contro	eived majority support at t	the last annual meeting, and the board is not		
1g	Elect Director Courtney R. Mather	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Co proposal calling for an employment diversity report rece deemed to have been entirely responsive to this propos	eived majority support at t	the last annual meeting, and the board is not		
1h	Elect Director Ravichandra K. Saligram	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Co proposal calling for an employment diversity report rece deemed to have been entirely responsive to this propos	eived majority support at t	the last annual meeting, and the board is not		
1i	Elect Director Judith A. Sprieser	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governance Coproposal calling for an employment diversity report recedemed to have been entirely responsive to this propos	eived majority support at t	the last annual meeting, and the board is not		
1j	Elect Director Robert A. Steele	Mgmt	For	For	For

proposal calling for an employment diversity report received majority support at the last annual meeting, and the board is not deemed to have been entirely responsive to this proposal. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Newell Brands Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Steven J. Strobel	Mgmt	For	For	For
	Voter Rationale: A vote FOR Nominating/Governant proposal calling for an employment diversity report deemed to have been entirely responsive to this put	t received majority supp	port at the last annual meetin	g, and the board is not	
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **3M Company**

**Meeting Date:** 05/12/2020 **Record Date:** 03/17/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 88579Y101

Ticker: MMM

Shares Voted: 36,244

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas "Tony" K. Brown	Mgmt	For	For	For
1b	Elect Director Pamela J. Craig	Mgmt	For	For	For
1c	Elect Director David B. Dillon	Mgmt	For	For	For
1d	Elect Director Michael L. Eskew	Mgmt	For	For	For
1e	Elect Director Herbert L. Henkel	Mgmt	For	For	For
1f	Elect Director Amy E. Hood	Mgmt	For	For	For
1g	Elect Director Muhtar Kent	Mgmt	For	For	For
1h	Elect Director Dambisa F. Moyo	Mgmt	For	For	For
1i	Elect Director Gregory R. Page	Mgmt	For	For	For
1j	Elect Director Michael F. Roman	Mgmt	For	For	For
1k	Elect Director Patricia A. Woertz	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Consider Pay Disparity Between Executives and Other Employees	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **ALLETE, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 018522300

Ticker: ALE

Shares Voted: 10,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Kathryn W. Dindo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director George G. Goldfarb	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Alan R. Hodnik	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director James J. Hoolihan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Heidi E. Jimmerson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Madeleine W. Ludlow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Susan K. Nestegard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Douglas C. Neve	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Bethany M. Owen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Robert P. Powers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Apergy Corporation**

Meeting Date: 05/12/2020 Record Date: 03/16/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 03755L104

Ticker: APY

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Apergy Corporation**

Shares Voted: 15,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gary P. Luquette	Mgmt	For	For	For
1.2	Elect Director Daniel W. Rabun	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
5	Amend Omnibus Stock Plan	Mgmt	For	For	For

# Arthur J. Gallagher & Co.

**Meeting Date:** 05/12/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 363576109

Ticker: AJG

Shares Voted: 12,350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sherry S. Barrat	Mgmt	For	For	For
1b	Elect Director William L. Bax	Mgmt	For	For	For
1c	Elect Director D. John Coldman	Mgmt	For	For	For
1d	Elect Director Frank E. English, Jr.	Mgmt	For	For	For
1e	Elect Director J. Patrick Gallagher, Jr.	Mgmt	For	For	For
1f	Elect Director David S. Johnson	Mgmt	For	For	For
1g	Elect Director Kay W. McCurdy	Mgmt	For	For	For
1h	Elect Director Christopher C. Miskel	Mgmt	For	For	For
1i	Elect Director Ralph J. Nicoletti	Mgmt	For	For	For
1j	Elect Director Norman L. Rosenthal	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Adopt a Policy on Board Diversity	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **AvalonBay Communities, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 053484101

Ticker: AVB

Shares Voted: 8,827

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	For	For
1b	Elect Director Terry S. Brown	Mgmt	For	For	For
1c	Elect Director Alan B. Buckelew	Mgmt	For	For	For
1d	Elect Director Ronald L. Havner, Jr.	Mgmt	For	For	For
1e	Elect Director Stephen P. Hills	Mgmt	For	For	For
1f	Elect Director Richard J. Lieb	Mgmt	For	For	For
1g	Elect Director Timothy J. Naughton	Mgmt	For	For	For
1h	Elect Director H. Jay Sarles	Mgmt	For	For	For
1i	Elect Director Susan Swanezy	Mgmt	For	For	For
1j	Elect Director W. Edward Walter	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement for Future Charter Amendments and Other Extraordinary Actions	Mgmt	For	For	For

## **Cboe Global Markets, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/19/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 12503M108

Ticker: CBOE

Shares Voted: 7,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Edward T. Tilly	Mgmt	For	For	For
	r Proposal Text Proponent Mgmt Rec				
1b	Elect Director Eugene S. Sunshine	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Cboe Global Markets, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director William M. Farrow, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Edward J. Fitzpatrick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1e	Elect Director Janet P. Froetscher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Jill R. Goodman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Roderick A. Palmore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1h	Elect Director James E. Parisi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1i	Elect Director Joseph P. Ratterman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1j	Elect Director Michael L. Richter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1k	Elect Director Jill E. Sommers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
11	Elect Director Fredric J. Tomczyk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **CIT Group Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/19/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 125581801

Ticker: CIT

Shares Voted: 22,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ellen R. Alemany	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CIT Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Michael L. Brosnan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Michael A. Carpenter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Dorene C. Dominguez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Alan Frank	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director William M. Freeman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director R. Brad Oates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Gerald Rosenfeld	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director John R. Ryan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Sheila A. Stamps	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Khanh T. Tran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Laura S. Unger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# ConocoPhillips

Meeting Date: 05/12/2020 Record Date: 03/16/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 20825C104

Ticker: COP

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# ConocoPhillips

Shares Voted: 69,156

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy I	Vote lec Instruct
1a	Elect Director Charles E. Bunch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Caroline Maury Devine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director John V. Faraci	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Jody Freeman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Gay Huey Evans	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Jeffrey A. Joerres	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Ryan M. Lance	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director William H. McRaven	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
<b>1</b> i	Elect Director Sharmila Mulligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Arjun N. Murti	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1k	Elect Director Robert A. Niblock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
11	Elect Director David T. Seaton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1m	Elect Director R. A. Walker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Cummins Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/10/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 231021106

Ticker: CMI

Shares Voted: 9,604

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director N. Thomas Linebarger	Mgmt	For	For	For
2	Elect Director Robert J. Bernhard	Mgmt	For	For	For
3	Elect Director Franklin R. Chang Diaz	Mgmt	For	For	For
4	Elect Director Bruno V. Di Leo Allen	Mgmt	For	For	For
5	Elect Director Stephen B. Dobbs	Mgmt	For	For	For
6	Elect Director Robert K. Herdman	Mgmt	For	For	For
7	Elect Director Alexis M. Herman	Mgmt	For	For	For
8	Elect Director Thomas J. Lynch	Mgmt	For	For	For
9	Elect Director William I. Miller	Mgmt	For	For	For
10	Elect Director Georgia R. Nelson	Mgmt	For	For	For
11	Elect Director Karen H. Quintos	Mgmt	For	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
13	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
14	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

## **Essex Property Trust, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 02/27/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 297178105

Ticker: ESS

Shares Voted: 4,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Keith R. Guericke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Maria R. Hawthorne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Essex Property Trust, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Amal M. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Mary Kasaris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Irving F. Lyons, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director George M. Marcus	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.7	Elect Director Thomas E. Robinson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.8	Elect Director Michael J. Schall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.9	Elect Director Byron A. Scordelis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **First Republic Bank**

Meeting Date: 05/12/2020 Record Date: 03/13/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 33616C100

Ticker: FRC

Shares Voted: 10,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director James H. Herbert, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Katherine August-deWilde	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Hafize Gaye Erkan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **First Republic Bank**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Frank J. Fahrenkopf, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Boris Groysberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Sandra R. Hernandez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Pamela J. Joyner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Reynold Levy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Duncan L. Niederauer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director George G.C. Parker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Healthcare Realty Trust Incorporated**

Meeting Date: 05/12/2020 Record Date: 03/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 421946104

Ticker: HR

Shares Voted: 26,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director Todd J. Meredith	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1.2	Elect Director John V. Abbott	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.3	Elect Director Nancy H. Agee	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Healthcare Realty Trust Incorporated**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
Elect Director Edward H. Braman	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director James J. Kilroy	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Peter F. Lyle, Sr.	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director John Knox Singleton	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Bruce D. Sullivan	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Christann M. Vasquez	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Ratify BDO USA, LLP as Auditor	Mgmt	For	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Elect Director Edward H. Braman  Voter Rationale: A vote FOR the director nominees is we Elect Director James J. Kilroy  Voter Rationale: A vote FOR the director nominees is we Elect Director Peter F. Lyle, Sr.  Voter Rationale: A vote FOR the director nominees is we Elect Director John Knox Singleton  Voter Rationale: A vote FOR the director nominees is we Elect Director Bruce D. Sullivan  Voter Rationale: A vote FOR the director nominees is we Elect Director Christann M. Vasquez  Voter Rationale: A vote FOR the director nominees is we Ratify BDO USA, LLP as Auditor  Advisory Vote to Ratify Named Executive	Elect Director Edward H. Braman Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James J. Kilroy Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Peter F. Lyle, Sr. Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director John Knox Singleton Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Bruce D. Sullivan Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Christann M. Vasquez Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify BDO USA, LLP as Auditor Mgmt  Advisory Vote to Ratify Named Executive Mgmt	Elect Director Edward H. Braman Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James J. Kilroy Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Peter F. Lyle, Sr. Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director John Knox Singleton Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Bruce D. Sullivan Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Christann M. Vasquez Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Christann M. Vasquez Mgmt For  Advisory Vote to Ratify Named Executive Mgmt For	Elect Director Edward H. Braman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Peter F. Lyle, Sr. Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director James J. Kilroy Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Peter F. Lyle, Sr. Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director John Knox Singleton Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Bruce D. Sullivan Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Christann M. Vasquez Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify BDO USA, LLP as Auditor Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For

# **Highwoods Properties, Inc.**

Meeting Date: 05/12/2020 Record Date: 03/10/2020 Country: USA Meeting Type: Annual Primary Security ID: 431284108

Ticker: HIW

Shares Voted: 23,535

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director Charles A. Anderson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.2	Elect Director Gene H. Anderson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.3	Elect Director Thomas P. Anderson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.4	Elect Director Carlos E. Evans	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Highwoods Properties, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.5	Elect Director David J. Hartzell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.6	Elect Director Sherry A. Kellett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.7	Elect Director Theodore J. Klinck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.8	Elect Director Anne H. Lloyd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Non-Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

### **HP Inc.**

Meeting Date: 05/12/2020 **Record Date:** 03/25/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 40434L105

Ticker: HPQ

Shares Voted: 93,208

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Aida M. Alvarez	Mgmt	For	For	For
1.2	Elect Director Shumeet Banerji	Mgmt	For	For	For
1.3	Elect Director Robert R. Bennett	Mgmt	For	For	For
1.4	Elect Director Charles "Chip" V. Bergh	Mgmt	For	For	For
1.5	Elect Director Stacy Brown-Philpot	Mgmt	For	For	For
1.6	Elect Director Stephanie A. Burns	Mgmt	For	For	For
1.7	Elect Director Mary Anne Citrino	Mgmt	For	For	For
1.8	Elect Director Richard L. Clemmer	Mgmt	For	For	For
1.9	Elect Director Enrique Lores	Mgmt	For	For	For
1.10	Elect Director Yoky Matsuoka	Mgmt	For	For	For
1.11	Elect Director Stacey Mobley	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **HP Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.12	Elect Director Subra Suresh	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **LKQ Corporation**

Meeting Date: 05/12/2020 Record Date: 03/16/2020 Country: USA

Primary Security ID: 501889208

Meeting Type: Annual

Ticker: LKQ

Shares Voted: 19,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick Berard	Mgmt	For	For	For
1b	Elect Director Meg A. Divitto	Mgmt	For	For	For
1c	Elect Director Robert M. Hanser	Mgmt	For	For	For
1d	Elect Director Joseph M. Holsten	Mgmt	For	For	For
1e	Elect Director Blythe J. McGarvie	Mgmt	For	For	For
1f	Elect Director John W. Mendel	Mgmt	For	For	For
1g	Elect Director Jody G. Miller	Mgmt	For	For	For
1h	Elect Director John F. O'Brien	Mgmt	For	For	For
1i	Elect Director Guhan Subramanian	Mgmt	For	For	For
1j	Elect Director Xavier Urbain	Mgmt	For	For	For
1k	Elect Director Dominick Zarcone	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Loews Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/17/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 540424108

Ticker: L

Shares Voted: 16,145

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Number	гюрозан техс	Proponent	right Rec	Policy Rec	This i dection
1a	Elect Director Ann E. Berman	Mgmt	For	For	For
1b	Elect Director Joseph L. Bower	Mgmt	For	For	For
1c	Elect Director Charles D. Davidson	Mgmt	For	For	For
1d	Elect Director Charles M. Diker	Mgmt	For	For	For
1e	Elect Director Paul J. Fribourg	Mgmt	For	For	For
1f	Elect Director Walter L. Harris	Mgmt	For	Refer	Against
1g	Elect Director Philip A. Laskawy	Mgmt	For	For	For
1h	Elect Director Susan P. Peters	Mgmt	For	For	For
1i	Elect Director Andrew H. Tisch	Mgmt	For	For	For
1j	Elect Director James S. Tisch	Mgmt	For	For	For
1k	Elect Director Jonathan M. Tisch	Mgmt	For	For	For
11	Elect Director Anthony Welters	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

# **Marriott Vacations Worldwide Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 57164Y107

Ticker: VAC

Shares Voted: 7,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director C.E. Andrews	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.2	Elect Director William W. McCarten	Mgmt	For	For	For		

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Marriott Vacations Worldwide Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1.3	Elect Director William J. Shaw	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Approve Omnibus Stock Plan	Mgmt	For	For	For			

# **Masco Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 574599106

Ticker: MAS

Shares Voted: 17,871

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Keith J. Allman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director J. Michael Losh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Christopher A. O'Herlihy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Charles K. Stevens, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **MDU Resources Group, Inc.**

Meeting Date: 05/12/2020 Record Date: 03/13/2020 Country: USA

Primary Security ID: 552690109

Meeting Type: Annual

Ticker: MDU

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **MDU Resources Group, Inc.**

Shares Voted: 39,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi			
1a	Elect Director Thomas Everist	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1b	Elect Director Karen B. Fagg	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1c	Elect Director David L. Goodin	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1d	Elect Director Mark A. Hellerstein	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
1e	Elect Director Dennis W. Johnson	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
1f	Elect Director Patricia L. Moss	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
<b>1</b> g	Elect Director Edward A. Ryan	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
1h	Elect Director David M. Sparby	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
1i	Elect Director Chenxi Wang	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
1j	Elect Director John K. Wilson	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	warranted.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For			

# **MSA Safety Incorporated**

Meeting Date: 05/12/2020 Record Date: 02/12/2020 Country: USA

Primary Security ID: 553498106

Meeting Type: Annual

Ticker: MSA

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **MSA Safety Incorporated**

Shares Voted: 7,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director William M. Lambert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee is was	rranted.			
1.2	Elect Director Diane M. Pearse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee is was	rranted.			
1.3	Elect Director Nishan J. Vartanian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee is was	rranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **National Retail Properties, Inc.**

Meeting Date: 05/12/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 637417106

Ticker: NNN

Shares Voted: 33,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Pamela K. Beall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.2	Elect Director Steven D. Cosler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.3	Elect Director Don DeFosset	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.4	Elect Director David M. Fick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.5	Elect Director Edward J. Fritsch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.6	Elect Director Kevin B. Habicht	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **National Retail Properties, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Betsy D. Holden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.8	Elect Director Julian E. Whitehurst	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Nielsen Holdings plc**

Meeting Date: 05/12/2020

Country: United Kingdom

Primary Security ID: G6518L108 Ticker: NLSN

**Record Date:** 03/20/2020

Meeting Type: Annual

Shares Voted: 24,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James A. Attwood, Jr.	Mgmt	For	For	For
1b	Elect Director Thomas H. Castro	Mgmt	For	For	For
1c	Elect Director Guerrino De Luca	Mgmt	For	For	For
1d	Elect Director Karen M. Hoguet	Mgmt	For	For	For
1e	Elect Director David Kenny	Mgmt	For	For	For
1f	Elect Director Harish Manwani	Mgmt	For	For	For
1g	Elect Director Janice Marinelli Mazza	Mgmt	For	For	For
1h	Elect Director Robert C. Pozen	Mgmt	For	For	For
1i	Elect Director David Rawlinson	Mgmt	For	For	For
1j	Elect Director Nancy Tellem	Mgmt	For	For	For
1k	Elect Director Javier G. Teruel	Mgmt	For	For	For
11	Elect Director Lauren Zalaznick	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Reappoint Ernst & Young LLP as UK Statutory Auditors	Mgmt	For	For	For
4	Authorize the Audit Committee to Fix Remuneration of UK Statutory Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Nielsen Holdings plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi			
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against			
	Voter Rationale: A vote AGAINST this proposal is warranted. Although pay and performance misalignment concerns were mitigated by lower pay, a portion of which is attributable to a make-whole award, and annual and long-term programs that are primarily based on objective financial and operational goals with clearly disclosed targets, such mitigating factors were offset by excessive payments and benefits provided to NEO Anderson upon his resignation. These payments and benefits, which were provided in exchange for certain covenants and support services, include \$1.3 million in cash and partial prorated vesting of outstanding equity awards. While investors may expect to see modest payments in exchange for certain covenants, the payments and benefits Anderson received significantly exceed the amount he would otherwise be entitled to upon a resignation.							
6	Approve Remuneration Report	Mgmt	For	Against	Against			
	Voter Rationale: As the company is classified as a US executive pay, the recommendation for this proposal item is warranted.			•				
7	Authorise Issue of Equity	Mgmt	For	Against	Against			
	Voter Rationale: A vote AGAINST resolution 7 is warranted because:- The duration of the proposal is for longer than 18 months, contrary to recommended limits; and- The Company has not, in the past, sought renewal of the authority each year, nor has it committed to seek annual renewal going forward							
8	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	Against	Against			
	Voter Rationale: A vote AGAINST resolution 8 is warranted because:- The duration of the proposal is for longer than 18 months, contrary to recommended limits; and- The proposed amount exceeds recommended limits of 10 percent of issued share capital.							
9	Approve Share Repurchase Contracts and Repurchase Counterparties	Mgmt	For	For	For			

# O-I Glass, Inc.

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 67098H104

Ticker: OI

Shares Voted: 30,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Samuel R. Chapin	Mgmt	For	For	For
1b	Elect Director Gordon J. Hardie	Mgmt	For	For	For
1c	Elect Director Peter S. Hellman	Mgmt	For	For	For
1d	Elect Director John Humphrey	Mgmt	For	For	For
1e	Elect Director Anastasia D. Kelly	Mgmt	For	For	For
1f	Elect Director Andres A. Lopez	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# O-I Glass, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Alan J. Murray	Mgmt	For	For	For
1h	Elect Director Hari N. Nair	Mgmt	For	For	For
1i	Elect Director Joseph D. Rupp	Mgmt	For	For	For
1j	Elect Director Catherine I. Slater	Mgmt	For	For	For
1k	Elect Director John H. Walker	Mgmt	For	For	For
11	Elect Director Carol A. Williams	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **PacWest Bancorp**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 695263103

Ticker: PACW

Shares Voted: 23,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1A	Elect Director Tanya M. Acker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1B	Elect Director Paul R. Burke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1C	Elect Director Craig A. Carlson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1D	Elect Director John M. Eggemeyer, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1E	Elect Director C. William Hosler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1F	Elect Director Susan E. Lester	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1G	Elect Director Arnold W. Messer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **PacWest Bancorp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1H	Elect Director Roger H. Molvar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1I	Elect Director James J. Pieczynski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1J	Elect Director Daniel B. Platt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1K	Elect Director Robert A. Stine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1L	Elect Director Matthew P. Wagner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1M	Elect Director Mark T. Yung	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **PNM Resources, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 69349H107

Ticker: PNM

Shares Voted: 19,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Vicky A. Bailey	Mgmt	For	For	For
1b	Elect Director Norman P. Becker	Mgmt	For	For	For
1c	Elect Director Patricia K. Collawn	Mgmt	For	For	For
1d	Elect Director E. Renae Conley	Mgmt	For	For	For
1e	Elect Director Alan J. Fohrer	Mgmt	For	For	For
1f	Elect Director Sidney M. Gutierrez	Mgmt	For	For	For
1g	Elect Director James A. Hughes	Mgmt	For	For	For
1h	Elect Director Maureen T. Mullarkey	Mgmt	For	For	For
1i	Elect Director Donald K. Schwanz	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## PNM Resources, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Bruce W. Wilkinson	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Report on Coal Combustion Residual Matters at San Juan Generating Station	SH	Against	Against	Against

## **Prudential Financial, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 744320102

Ticker: PRU

Shares Voted: 25,331

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Thomas J. Baltimore, Jr.	Mgmt	For	For	For
1.2	Elect Director Gilbert F. Casellas	Mgmt	For	For	For
1.3	Elect Director Robert M. Falzon	Mgmt	For	For	For
1.4	Elect Director Martina Hund-Mejean	Mgmt	For	For	For
1.5	Elect Director Karl J. Krapek	Mgmt	For	For	For
1.6	Elect Director Peter R. Lighte	Mgmt	For	For	For
1.7	Elect Director Charles F. Lowrey	Mgmt	For	For	For
1.8	Elect Director George Paz	Mgmt	For	For	For
1.9	Elect Director Sandra Pianalto	Mgmt	For	For	For
1.10	Elect Director Christine A. Poon	Mgmt	For	For	For
1.11	Elect Director Douglas A. Scovanner	Mgmt	For	For	For
1.12	Elect Director Michael A. Todman	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. The company's sustained long-term TSR underperformance has coincided with a board leadership structure in which the chair and CEO roles are combined. Accordingly, shareholders would benefit from a policy requiring the strongest form of independent oversight in the form of an independent chair.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Realty Income Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 756109104

Ticker: 0

Shares Voted: 20,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voti Polid	-	ote nstructio
1a	Elect Director Kathleen R. Allen	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1b	Elect Director A. Larry Chapman	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1c	Elect Director Reginald H. Gilyard	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1d	Elect Director Priya Cherian Huskins	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1e	Elect Director Christie B. Kelly	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	varranted.				
1f	Elect Director Gerardo I. Lopez	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	varranted.				
1g	Elect Director Michael D. McKee	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	varranted.				
1h	Elect Director Gregory T. McLaughlin	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1i	Elect Director Ronald L. Merriman	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1j	Elect Director Sumit Roy	Mgmt	For	For	Fo	or
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	Fo	or
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	Fo	or

## **Simon Property Group, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 828806109

Ticker: SPG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Simon Property Group, Inc.**

Shares Voted: 19,345

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Glyn F. Aeppel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Larry C. Glasscock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Karen N. Horn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Allan Hubbard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Reuben S. Leibowitz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Gary M. Rodkin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
<b>1</b> g	Elect Director Stefan M. Selig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Daniel C. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director J. Albert Smith, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Marta R. Stewart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# T. Rowe Price Group, Inc.

Meeting Date: 05/12/2020 Record Date: 03/11/2020 Country: USA

JSA

Primary Security ID: 74144T108

Meeting Type: Annual

Ticker: TROW

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## T. Rowe Price Group, Inc.

Shares Voted: 14,687

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark S. Bartlett	Mgmt	For	For	For
1b	Elect Director Mary K. Bush	Mgmt	For	For	For
1c	Elect Director Dina Dublon	Mgmt	For	For	For
1d	Elect Director Freeman A. Hrabowski, III	Mgmt	For	For	For
1e	Elect Director Robert F. MacLellan	Mgmt	For	For	For
1f	Elect Director Olympia J. Snowe	Mgmt	For	For	For
1g	Elect Director Robert J. Stevens	Mgmt	For	For	For
1h	Elect Director William J. Stromberg	Mgmt	For	For	For
1i	Elect Director Richard R. Verma	Mgmt	For	For	For
1j	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
1k	Elect Director Alan D. Wilson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Report on and Assess Proxy Voting Policies in Relation to Climate Change Position	SH	Against	Against	Against

# **The Charles Schwab Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 808513105

Ticker: SCHW

Shares Voted: 72,037

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	· · · · · · · · · · · · · · · · · · ·	<u> </u>		<u> </u>	
1a	Elect Director William S. Haraf	Mgmt	For	For	For
1b	Elect Director Frank C. Herringer	Mgmt	For	For	For
1c	Elect Director Roger O. Walther	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Charles Schwab Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Provide Proxy Access Right	Mgmt	For	For	For
6	Adopt Policy to Annually Disclose EEO-1 Data	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warranted better assess the effectiveness of the company's diversit	•			
7	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warranted	, as additional information	on the company's trade association		

Voter Rationale: A vote FOR this resolution is warranted, as additional information on the company's trade association memberships, payments, and oversight, along with direct lobbying expenditures, would enable shareholders to better assess the company's comprehensive lobbying-related activities and management of related risks and opportunities.

## The Hanover Insurance Group, Inc.

Meeting Date: 05/12/2020 Record Date: 03/16/2020 Country: USA

Primary Security ID: 410867105

Meeting Type: Annual

Ticker: THG

Shares Voted: 7,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instructio
1.1	Elect Director Jane D. Carlin	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
1.2	Elect Director Daniel T. Henry	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
1.3	Elect Director Wendell J. Knox	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
1.4	Elect Director Kathleen S. Lane	Mgmt	For	F	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	F	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	F	For	For

## **The Hershey Company**

Meeting Date: 05/12/2020 Record Date: 03/13/2020 Country: USA

Primary Security ID: 427866108

Meeting Type: Annual

Ticker: HSY

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Hershey Company**

Shares Voted: 9,378

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction
1.1	Elect Director Pamela M. Arway	Mgmt	For	For	For
1.2	Elect Director James W. Brown	Mgmt	For	For	For
1.3	Elect Director Michele G. Buck	Mgmt	For	For	For
1.4	Elect Director Victor L. Crawford	Mgmt	For	For	For
1.5	Elect Director Charles A. Davis	Mgmt	For	For	For
1.6	Elect Director Mary Kay Haben	Mgmt	For	For	For
1.7	Elect Director James C. Katzman	Mgmt	For	For	For
1.8	Elect Director M. Diane Koken	Mgmt	For	For	For
1.9	Elect Director Robert M. Malcolm	Mgmt	For	For	For
1.10	Elect Director Anthony J. Palmer	Mgmt	For	For	For
1.11	Elect Director Juan R. Perez	Mgmt	For	For	For
1.12	Elect Director Wendy L. Schoppert	Mgmt	For	For	For
1.13	Elect Director David L. Shedlarz	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Tyler Technologies, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 902252105

Ticker: TYL

Shares Voted: 9,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donald R. Brattain	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Glenn A. Carter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Brenda A. Cline	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Tyler Technologies, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1d	Elect Director J. Luther King, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Mary L. Landrieu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director John S. Marr, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director H. Lynn Moore, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Daniel M. Pope	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director Dustin R. Womble	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **United Bankshares, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/05/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 909907107

Ticker: UBSI

Shares Voted: 23,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Richard M. Adams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Peter A. Converse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Michael P. Fitzgerald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Theodore J. Georgelas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **United Bankshares, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.5	Elect Director J. Paul McNamara	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.6	Elect Director Mark R. Nesselroad	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1.7	Elect Director Jerold L. Rexroad	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	warranted.			
1.8	Elect Director Albert H. Small, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	warranted.			
1.9	Elect Director Mary K. Weddle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.10	Elect Director Gary G. White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.11	Elect Director P. Clinton Winter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

## **Waste Management, Inc.**

**Meeting Date:** 05/12/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 94106L109

Ticker: WM

Shares Voted: 24,616

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Frank M. Clark, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director James C. Fish, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Andres R. Gluski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Waste Management, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Victoria M. Holt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Kathleen M. Mazzarella	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director William B. Plummer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director John C. Pope	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Thomas H. Weidemeyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

## **Waters Corporation**

**Meeting Date:** 05/12/2020 **Record Date:** 03/18/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 941848103

Ticker: WAT

Shares Voted: 4,340

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Linda Baddour	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Michael J. Berendt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Edward Conard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Laurie H. Glimcher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Gary E. Hendrickson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Waters Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Christopher A. Kuebler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Christopher J. O'Connell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Flemming Ornskov	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director JoAnn A. Reed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Thomas P. Salice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **Werner Enterprises, Inc.**

Meeting Date: 05/12/2020 Record Date: 03/23/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 950755108

Ticker: WERN

Shares Voted: 10,500

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
Elect Director Gerald H. Timmerman	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Diane K. Duren	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
Ratify KPMG LLP as Auditors	Mgmt	For	For	For
	Proposal Text  Elect Director Gerald H. Timmerman  Voter Rationale: A vote FOR the director nominees is well  Elect Director Diane K. Duren  Voter Rationale: A vote FOR the director nominees is well  Advisory Vote to Ratify Named Executive  Officers' Compensation	Elect Director Gerald H. Timmerman Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane K. Duren Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt  Officers' Compensation	Elect Director Gerald H. Timmerman Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane K. Duren Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For  Officers' Compensation	Proposal Text Proponent Mgmt Rec Policy Rec  Elect Director Gerald H. Timmerman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Diane K. Duren Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Officers' Compensation  Mgmt For For

# Wyndham Hotels & Resorts, Inc.

**Meeting Date:** 05/12/2020 **Record Date:** 03/17/2020

**Country:** USA **Meeting Type:** Annual  $\textbf{Primary Security ID:}\ 98311A105$ 

Ticker: WH

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Wyndham Hotels & Resorts, Inc.

Shares Voted: 18,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Myra J. Biblowit	Mgmt	For	For	For
1.2	Elect Director Bruce B. Churchill	Mgmt	For	For	For
1.3	Elect Director Pauline D.E. Richards	Mgmt	For	For	For
2a	Eliminate Supermajority Vote Requirement to Amend Certificate of Incorporation and Bylaws	Mgmt	For	For	For
2b	Eliminate Supermajority Vote Requirement to Remove Directors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **Alexion Pharmaceuticals, Inc.**

**Meeting Date:** 05/13/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 015351109

Ticker: ALXN

Shares Voted: 13,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Felix J. Baker	Mgmt	For	For	For
1.2	Elect Director David R. Brennan	Mgmt	For	For	For
1.3	Elect Director Christopher J. Coughlin	Mgmt	For	For	For
1.4	Elect Director Deborah Dunsire	Mgmt	For	For	For
1.5	Elect Director Paul A. Friedman	Mgmt	For	For	For
1.6	Elect Director Ludwig N. Hantson	Mgmt	For	For	For
1.7	Elect Director John T. Mollen	Mgmt	For	For	For
1.8	Elect Director Francois Nader	Mgmt	For	For	For
1.9	Elect Director Judith A. Reinsdorf	Mgmt	For	For	For
1.10	Elect Director Andreas Rummelt	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Alexion Pharmaceuticals, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights. Additionally, there is no shareholder that could act unilaterally at this time to call a special meeting at the proposed threshold.

## **American International Group, Inc.**

**Meeting Date:** 05/13/2020 **Record Date:** 03/18/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 026874784

Ticker: AIG

Shares Voted: 58,905

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director W. Don Cornwell	Mgmt	For	For	For
1b	Elect Director Brian Duperreault	Mgmt	For	For	For
1c	Elect Director John H. Fitzpatrick	Mgmt	For	For	For
1d	Elect Director William G. Jurgensen	Mgmt	For	For	For
1e	Elect Director Christopher S. Lynch	Mgmt	For	For	For
1f	Elect Director Henry S. Miller	Mgmt	For	For	For
1g	Elect Director Linda A. Mills	Mgmt	For	For	For
1h	Elect Director Thomas F. Motamed	Mgmt	For	For	For
1i	Elect Director Peter R. Porrino	Mgmt	For	For	For
1j	Elect Director Amy L. Schioldager	Mgmt	For	For	For
1k	Elect Director Douglas M. Steenland	Mgmt	For	For	For
11	Elect Director Therese M. Vaughan	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Securities Transfer Restrictions	Mgmt	For	For	For
4	Ratify NOL Rights Plan (NOL Pill)	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American International Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights. Additionally, there is no shareholder that could act unilaterally at this time to call a special meeting at the proposed threshold.

## **American Water Works Company, Inc.**

Meeting Date: 05/13/2020 Record Date: 03/17/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 030420103

Ticker: AWK

Shares Voted: 11,400

Proposal		_		Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1a	Elect Director Jeffrey N. Edwards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Martha Clark Goss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Veronica M. Hagen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Kimberly J. Harris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Julia L. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Patricia L. Kampling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Karl F. Kurz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Walter J. Lynch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director George MacKenzie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director James G. Stavridis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Water Works Company, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Lloyd M. Yates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## **Arrow Electronics, Inc.**

Meeting Date: 05/13/2020 Record Date: 03/16/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 042735100

Ticker: ARW

Shares Voted: 16,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Barry W. Perry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.2	Elect Director William F. Austen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.3	Elect Director Steven H. Gunby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.4	Elect Director Gail E. Hamilton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.5	Elect Director Richard S. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.6	Elect Director M.F. (Fran) Keeth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.7	Elect Director Andrew C. Kerin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.8	Elect Director Laurel J. Krzeminski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.9	Elect Director Michael J. Long	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Arrow Electronics, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.10	Elect Director Stephen C. Patrick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Camden Property Trust**

Meeting Date: 05/13/2020 Record Date: 03/16/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 133131102

Ticker: CPT

Shares Voted: 19,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy	
1.1	Elect Director Richard J. Campo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Heather J. Brunner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Mark D. Gibson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Scott S. Ingraham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Renu Khator	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director D. Keith Oden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director William F. Paulsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Frances Aldrich Sevilla-Sacasa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Steven A. Webster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Camden Property Trust**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.10	Elect Director Kelvin R. Westbrook	Mgmt	For	For	For		
	oter Rationale: A vote FOR the director nominees is warranted.						
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		

## **Dunkin' Brands Group, Inc.**

Meeting Date: 05/13/2020 Record Date: 03/19/2020 Country: USA

Primary Security ID: 265504100

Ticker: DNKN

Meeting Type: Annual

Shares Voted: 19,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Linda Boff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Irene Chang Britt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Michael F. Hines	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## F.N.B. Corporation

Meeting Date: 05/13/2020

Country: USA

Primary Security ID: 302520101

**Record Date:** 03/06/2020

Meeting Type: Annual

Ticker: FNB

Shares Voted: 73,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Pamela A. Bena	Mgmt	For	For	For

Voter Rationale: WITHHOLD votes are warranted for James Chiafullo for serving as a non-independent member of a key board committee. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **F.N.B.** Corporation

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director William B. Campbell	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jar committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.3	Elect Director James D. Chiafullo	Mgmt	For	For	For
1.4	Elect Director Vincent J. Delie, Jr.	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.5	Elect Director Mary Jo Dively	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jar committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.6	Elect Director Robert A. Hormell	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.7	Elect Director David J. Malone	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.8	Elect Director Frank C. Mencini	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.9	Elect Director David L. Motley	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jaic committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.10	Elect Director Heidi A. Nicholas	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	_	as a non-independent member of a key board	1	
1.11	Elect Director John S. Stanik	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jai committee. A vote FOR the remaining director nominee	-	as a non-independent member of a key board	1	
1.12	Elect Director William J. Strimbu	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for Jar committee. A vote FOR the remaining director nominee	5	as a non-independent member of a key board	1	
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## First Solar, Inc.

Meeting Date: 05/13/2020 **Record Date:** 03/23/2020

Country: USA Meeting Type: Annual Primary Security ID: 336433107

Ticker: FSLR

Shares Voted: 18,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michael J. Ahearn	Mgmt	For	For	For
1.2	Elect Director Sharon L. Allen	Mgmt	For	For	For
1.3	Elect Director Richard D. Chapman	Mgmt	For	For	For
1.4	Elect Director George A. ("Chip") Hambro	Mgmt	For	For	For
1.5	Elect Director Molly E. Joseph	Mgmt	For	For	For
1.6	Elect Director Craig Kennedy	Mgmt	For	For	For
1.7	Elect Director William J. Post	Mgmt	For	For	For
1.8	Elect Director Paul H. Stebbins	Mgmt	For	For	For
1.9	Elect Director Michael T. Sweeney	Mgmt	For	For	For
1.10	Elect Director Mark R. Widmar	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **HollyFrontier Corporation**

Meeting Date: 05/13/2020 Record Date: 03/16/2020

Country: USA Meeting Type: Annual Primary Security ID: 436106108

Ticker: HFC

Shares Voted: 9,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Anne-Marie N. Ainsworth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Douglas Y. Bech	Mgmt	For	For	For
	Votos Patienales A siste FOR the diseases nominees is s	anunnta d			

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **HollyFrontier Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Anna C. Catalano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Leldon E. Echols	Mgmt	For	For	For
	In the Proposal Text Proponent Mgmt For				
1e	Elect Director Michael C. Jennings	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director R. Craig Knocke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Robert J. Kostelnik	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director James H. Lee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Franklin Myers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Michael E. Rose	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# ICU Medical, Inc.

Meeting Date: 05/13/2020 Record Date: 03/20/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 44930G107

Ticker: ICUI

Shares Voted: 4,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Vivek Jain	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director George A. Lopez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# ICU Medical, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Robert S. Swinney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director David C. Greenberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Elisha W. Finney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director David F. Hoffmeister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Donald M. Abbey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Integra LifeSciences Holdings Corporation**

Meeting Date: 05/13/2020 Record Date: 03/30/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 457985208

Ticker: IART

Shares Voted: 17,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Peter J. Arduini	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Rhonda Germany Ballintyn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Keith Bradley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Stuart M. Essig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Barbara B. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Integra LifeSciences Holdings Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1f	Elect Director Lloyd W. Howell, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Donald E. Morel, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Raymond G. Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Christian S. Schade	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	Mgmt For For For nominees is warranted.  Mgmt For For For For For Nominees is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Iron Mountain Incorporated**

**Meeting Date:** 05/13/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 46284V101

Ticker: IRM

Shares Voted: 18,140

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jennifer Allerton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Pamela M. Arway	Mgmt	For	For	For
	er Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Clarke H. Bailey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Kent P. Dauten	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1e	Elect Director Paul F. Deninger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Monte Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Iron Mountain Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1g	Elect Director Per-Kristian Halvorsen	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1h	Elect Director Robin L. Matlock	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1i	Elect Director William L. Meaney	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1j	Elect Director Wendy J. Murdock	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1k	Elect Director Walter C. Rakowich	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
11	Elect Director Doyle R. Simons	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is w	varranted.						
1m	Elect Director Alfred J. Verrecchia	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For			

## KBR, Inc.

**Meeting Date:** 05/13/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 48242W106

Ticker: KBR

Shares Voted: 33,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark E. Baldwin	Mgmt	For	For	For
1b	Elect Director James R. Blackwell	Mgmt	For	For	For
1c	Elect Director Stuart J. B. Bradie	Mgmt	For	For	For
1d	Elect Director Lynn A. Dugle	Mgmt	For	For	For
1e	Elect Director Lester L. Lyles	Mgmt	For	For	For
1f	Elect Director Wendy M. Masiello	Mgmt	For	For	For
1g	Elect Director Jack B. Moore	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# KBR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Ann D. Pickard	Mgmt	For	For	For
1i	Elect Director Umberto della Sala	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Kinder Morgan, Inc.**

**Meeting Date:** 05/13/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 49456B101

Ticker: KMI

Shares Voted: 122,730

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Richard D. Kinder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Steven J. Kean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Kimberly A. Dang	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director Ted A. Gardner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Anthony W. Hall, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Gary L. Hultquist	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Ronald L. Kuehn, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Deborah A. Macdonald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Michael C. Morgan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Kinder Morgan, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.10	Elect Director Arthur C. Reichstetter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.11	Elect Director Fayez Sarofim	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.12	Elect Director C. Park Shaper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director William A. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.14	Elect Director Joel V. Staff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.15	Elect Director Robert F. Vagt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.16	Elect Director Perry M. Waughtal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Kohl's Corporation**

Meeting Date: 05/13/2020 Record Date: 03/11/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 500255104

Ticker: KSS

Shares Voted: 9,851

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael J. Bender	Mgmt	For	For	For
1b	Elect Director Peter Boneparth	Mgmt	For	For	For
1c	Elect Director Steven A. Burd	Mgmt	For	For	For
1d	Elect Director Yael Cosset	Mgmt	For	For	For
1e	Elect Director H. Charles Floyd	Mgmt	For	For	For
1f	Elect Director Michelle Gass	Mgmt	For	For	For
1g	Elect Director Jonas Prising	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Kohl's Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director John E. Schlifske	Mgmt	For	For	For
1i	Elect Director Adrianne Shapira	Mgmt	For	For	For
1j	Elect Director Frank V. Sica	Mgmt	For	For	For
1k	Elect Director Stephanie A. Streeter	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against	Against
5	Adopt Vendor Policy Regarding Oversight on Animal Welfare Throughout the Supply Chain	SH	Against	Against	Against

# **Laboratory Corporation of America Holdings**

Voter Rationale: A vote FOR the director nominees is warranted.

Meeting Date: 05/13/2020 Record Date: 03/25/2020

Country: USA Meeting Type: Annual Primary Security ID: 50540R409

Ticker: LH

Shares Voted: 6,129

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kerrii B. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Jean-Luc Belingard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Jeffrey A. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director D. Gary Gilliland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Garheng Kong	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Peter M. Neupert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Richelle P. Parham	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Laboratory Corporation of America Holdings**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Adam H. Schechter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director R. Sanders Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.

# **Mercury General Corporation**

Meeting Date: 05/13/2020 Record Date: 03/17/2020 Country: USA

Meeting Type: Annual

 $\textbf{Primary Security ID:}\ 589400100$ 

Ticker: MCY

Shares Voted: 5,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director George Joseph	Mgmt	For	For	For
1.2	Elect Director Martha E. Marcon	Mgmt	For	For	For
1.3	Elect Director Joshua E. Little	Mgmt	For	For	For
1.4	Elect Director Gabriel Tirador	Mgmt	For	For	For
1.5	Elect Director James G. Ellis	Mgmt	For	For	For
1.6	Elect Director George G. Braunegg	Mgmt	For	For	For
1.7	Elect Director Ramona L. Cappello	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Minerals Technologies Inc.**

Meeting Date: 05/13/2020 Record Date: 03/17/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 603158106

Ticker: MTX

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Minerals Technologies Inc.**

Shares Voted: 6,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director Joseph C. Breunig	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	s is warranted.					
1b	Elect Director Alison A. Deans	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director Duane R. Dunham	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	s is warranted.					
1d	Elect Director Franklin L. Feder	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	s is warranted.					
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
4	Amend Omnibus Stock Plan	Mgmt	For	For	For		

Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted because the plan has liberal change-in-control ("CIC") vesting risk (overriding factor).

## Mondelez International, Inc.

**Meeting Date:** 05/13/2020 **Record Date:** 03/12/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 609207105

Ticker: MDLZ

Shares Voted: 90,676

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lewis W.K. Booth	Mgmt	For	For	For
1.2	Elect Director Charles E. Bunch	Mgmt	For	For	For
1.3	Elect Director Debra A. Crew	Mgmt	For	For	For
1.4	Elect Director Lois D. Juliber	Mgmt	For	For	For
1.5	Elect Director Peter W. May	Mgmt	For	For	For
1.6	Elect Director Jorge S. Mesquita	Mgmt	For	For	For
1.7	Elect Director Fredric G. Reynolds	Mgmt	For	For	For
1.8	Elect Director Christiana S. Shi	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Mondelez International, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Patrick T. Siewert	Mgmt	For	For	For
1.10	Elect Director Michael A. Todman	Mgmt	For	For	For
1.11	Elect Director Jean-Francois M. L. van Boxmeer	Mgmt	For	For	For
1.12	Elect Director Dirk Van de Put	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Consider Pay Disparity Between Executives and Other Employees	SH	Against	Against	Against

# **Murphy Oil Corporation**

**Meeting Date:** 05/13/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 626717102

Ticker: MUR

Shares Voted: 29,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director T. Jay Collins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Steven A. Cosse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Claiborne P. Deming	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Lawrence R. Dickerson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Roger W. Jenkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Elisabeth W. Keller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director James V. Kelley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Murphy Oil Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1h	Elect Director Walentin Mirosh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director R. Madison Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Jeffrey W. Nolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Robert N. Ryan, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director Neal E. Schmale	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1m	Elect Director Laura A. Sugg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

## **PPL Corporation**

Meeting Date: 05/13/2020 Record Date: 02/28/2020 Country: USA Meeting Type: Annual Primary Security ID: 69351T106

Ticker: PPL

Shares Voted: 50,723

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John W. Conway	Mgmt	For	For	For
1b	Elect Director Steven G. Elliott	Mgmt	For	For	For
1c	Elect Director Raja Rajamannar	Mgmt	For	For	For
1d	Elect Director Craig A. Rogerson	Mgmt	For	For	For
1e	Elect Director Vincent Sorgi	Mgmt	For	For	For
1f	Elect Director William H. Spence	Mgmt	For	For	For
1g	Elect Director Natica von Althann	Mgmt	For	For	For
1h	Elect Director Keith H. Williamson	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **PPL Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Phoebe A. Wood	Mgmt	For	For	For
1j	Elect Director Armando Zagalo de Lima	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. The company's TSR has underperformed relative to its GICS peers and the broader S& P 500 Index on a three- and five-year basis. In addition, this proposal offers an opportunity to clarify board leadership and eliminate a potentially confusing multi-headed leadership structure, consisting of a lead director, CEO, and non-independent chair upon the upcoming CEO transition. Moreover, this proposal is timely in light of the upcoming CEO transition as it presents an opportunity for shareholders to signal that they prefer the strongest form of board oversight in the form of an independent chair.

## Primerica, Inc.

**Meeting Date:** 05/13/2020 **Record Date:** 03/17/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 74164M108

Ticker: PRI

Shares Voted: 8,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director John A. Addison, Jr.	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Joel M. Babbit	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director P. George Benson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1d	Elect Director C. Saxby Chambliss	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1e	Elect Director Gary L. Crittenden	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1f	Elect Director Cynthia N. Day	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1g	Elect Director Sanjeev Dheer	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Primerica, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Beatriz R. Perez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director D. Richard Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Glenn J. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Barbara A. Yastine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

# **Repligen Corporation**

**Meeting Date:** 05/13/2020 **Record Date:** 04/01/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 759916109

Ticker: RGEN

Shares Voted: 11,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1A	Elect Director Nicolas M. Barthelemy	Mgmt	For	For	For
1B	Elect Director Karen A. Dawes	Mgmt	For	For	For
1C	Elect Director Tony J. Hunt	Mgmt	For	For	For
1D	Elect Director Rohin Mhatre	Mgmt	For	For	For
1E	Elect Director Glenn P. Muir	Mgmt	For	For	For
1F	Elect Director Thomas F. Ryan, Jr.	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted due to the company's insufficient responsiveness to last year's low say-on-pay vote result.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **S&P Global Inc.**

**Meeting Date:** 05/13/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 78409V104

Ticker: SPGI

Shares Voted: 16,576

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction
1.1	Elect Director Marco Alvera	Mgmt	For	For	For
1.2	Elect Director William J. Amelio	Mgmt	For	For	For
1.3	Elect Director William D. Green	Mgmt	For	For	For
1.4	Elect Director Charles E. Haldeman, Jr.	Mgmt	For	For	For
1.5	Elect Director Stephanie C. Hill	Mgmt	For	For	For
1.6	Elect Director Rebecca J. Jacoby	Mgmt	For	For	For
1.7	Elect Director Monique F. Leroux	Mgmt	For	For	For
1.8	Elect Director Maria R. Morris	Mgmt	For	For	For
1.9	Elect Director Douglas L. Peterson	Mgmt	For	For	For
1.10	Elect Director Edward B. Rust, Jr.	Mgmt	For	For	For
1.11	Elect Director Kurt L. Schmoke	Mgmt	For	For	For
1.12	Elect Director Richard E. Thornburgh	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Provide Directors May Be Removed With or Without Cause	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Service Corporation International**

**Meeting Date:** 05/13/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 817565104

Ticker: SCI

Shares Voted: 35,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alan R. Buckwalter	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Service Corporation International**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Jakki L. Haussler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Victor L. Lund	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Clifton H. Morris, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Ellen Ochoa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Thomas L. Ryan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director W. Blair Waltrip	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Xylem Inc.**

Meeting Date: 05/13/2020 **Record Date:** 03/16/2020

Country: USA

Primary Security ID: 98419M100

Meeting Type: Annual

Ticker: XYL

Shares Voted: 11,355

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a 1b 1c	Elect Director Jeanne Beliveau-Dunn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Patrick K. Decker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Robert F. Friel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Jorge M. Gomez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Xylem Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Victoria D. Harker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Sten E. Jakobsson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Steven R. Loranger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director Surya N. Mohapatra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Jerome A. Peribere	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Markos I. Tambakeras	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the reduction to a 15 percent threshold to call a special meeting would improve shareholder rights.

# **Altria Group, Inc.**

Meeting Date: 05/14/2020 Record Date: 03/23/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 02209S103

Ticker: MO

Shares Voted: 126,395

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director John T. Casteen, III	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1b	Elect Director Dinyar S. Devitre	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director Thomas F. Farrell, II	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w.	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Altria Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1d	Elect Director Debra J. Kelly-Ennis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director W. Leo Kiely, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Kathryn B. McQuade	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director George Munoz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Mark E. Newman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Nabil Y. Sakkab	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Virginia E. Shanks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Howard A. Willard, III *Withdrawn Resolution*	Mgmt			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: After a review of the company's compensation program and practices, a vote AGAINST this proposal is warranted. Although pay and performance are reasonably aligned for the year in review, the compensation committee approved several problematic severance payments to the CEO and another NEO. In connection with the CEO's retirement, the board approved a cash severance payment in lieu of his outstanding FY18 and FY19 equity awards (assuming target payout for PSU awards) that the CEO forfeited immediately upon retirement. Providing cash severance in lieu of forfeited equity awards arguably provides little benefit to shareholders given the executive in question no longer works for the company. Furthermore, in this case, shareholders may view sizable cash payments to Willard as a pay-for-failure scenario, rewarding him for his departure even though shareholder returns have been negative during his tenure as CEO. With respect to NEO Crosthwaite, in addition to receiving cash severance payment in lieu of outstanding equity awards that were forfeited when he left the company to join JUUL, the committee also approved a problematic supplemental severance payment of \$2.5 million. The supplemental severance payment is nearly 5x the NEO Crosthwaite's annual base salary. Supplemental severance payments of this magnitude are not supported by market practices and undermine the purpose of establishing and disclosing policies regarding potential severance payments.

4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional information on the company's direct and indirect lobbying expenditures and oversight of trade association memberships, would provide shareholders a comprehensive understanding of the company's management of its lobbying activities and any related risks and benefits.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Altria Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Underage Tobacco Prevention Policies	SH	Against	For	For

Voter Rationale: A recommendation FOR this resolution is warranted, as additional disclosure would help shareholders assess the effectiveness of Altria's policies and principles aimed at discouraging the use of nicotine delivery products in young people, as well as its management of related risks; Altria is also involved in a number of ongoing lawsuits and federal investigations related to the health effects and former youth marketing of its companies' e-vapor products.

## **Apache Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 037411105

Ticker: APA

Shares Voted: 23,699

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1	Elect Director Annell R. Bay	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Elect Director John J. Christmann, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
3	Elect Director Juliet S. Ellis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1 2 3 4 5 6 7 8 9 10	Elect Director Chansoo Joung	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
5	Elect Director Rene R. Joyce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
6	Elect Director John E. Lowe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
7	Elect Director William C. Montgomery	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
8	Elect Director Amy H. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
9	Elect Director Daniel W. Rabun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
10	Elect Director Peter A. Ragauss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Apache Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Baker Hughes Company**

Meeting Date: 05/14/2020 Record Date: 03/23/2020 Country: USA

Primary Security ID: 05722G100

Meeting Type: Annual

Ticker: BKR

Shares Voted: 43,342

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director W. Geoffrey Beattie	Mgmt	For	For	For
1.2	Elect Director Gregory D. Brenneman	Mgmt	For	For	For
1.3	Elect Director Cynthia B. Carroll	Mgmt	For	For	For
1.4	Elect Director Clarence P. Cazalot, Jr.	Mgmt	For	For	For
1.5	Elect Director Nelda J. Connors	Mgmt	For	For	For
1.6	Elect Director Gregory L. Ebel	Mgmt	For	For	For
1.7	Elect Director Lynn L. Elsenhans	Mgmt	For	For	For
1.8	Elect Director John G. Rice	Mgmt	For	Refer	Withhold
1.9	Elect Director Lorenzo Simonelli	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# Carter's, Inc.

**Meeting Date:** 05/14/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 146229109

Ticker: CRI

 $\textbf{Shares Voted:}\ 10{,}500$ 

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Hali Borenstein	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Carter's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Amy Woods Brinkley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Giuseppina Buonfantino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Michael D. Casey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director A. Bruce Cleverly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Jevin S. Eagle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> g	Elect Director Mark P. Hipp	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director William J. Montgoris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Richard A. Noll	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Gretchen W. Price	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director David Pulver	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Thomas E. Whiddon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **CBRE Group, Inc.**

Meeting Date: 05/14/2020Country: USARecord Date: 03/16/2020Meeting Type: Annual

Primary Security ID: 12504L109

Ticker: CBRE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **CBRE Group, Inc.**

Shares Voted: 21,099

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Brandon B. Boze	Mgmt	For	For	For
1b	Elect Director Beth F. Cobert	Mgmt	For	For	For
1c	Elect Director Curtis F. Feeny	Mgmt	For	For	For
1d	Elect Director Reginald H. Gilyard	Mgmt	For	For	For
1e	Elect Director Shira D. Goodman	Mgmt	For	For	For
1f	Elect Director Christopher T. Jenny	Mgmt	For	For	For
1g	Elect Director Gerardo I. Lopez	Mgmt	For	For	For
1h	Elect Director Robert E. Sulentic	Mgmt	For	For	For
1i	Elect Director Laura D. Tyson	Mgmt	For	For	For
1j	Elect Director Ray Wirta	Mgmt	For	For	For
1k	Elect Director Sanjiv Yajnik	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it would further enhance shareholders' existing right to call special meetings.

# **Compass Minerals International, Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 20451N101

Ticker: CMP

Shares Voted: 6,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi	
1	Declassify the Board of Directors	Mgmt	For	For	For	
	ter Rationale: New Mexico favours unclassified board of directors.					
2a	Elect Director Valdemar L. Fischer	Mgmt	For	For	For	

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Compass Minerals International, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
2b	Elect Director Richard S. Grant	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2c	Elect Director Amy J. Yoder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

# CoreCivic, Inc.

Meeting Date: 05/14/2020 Record Date: 03/18/2020 Country: USA

Primary Security ID: 21871N101

Meeting Type: Annual Ticker: CXW

Shares Voted: 23,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Donna M. Alvarado	Mgmt	For	For	For
1b	Elect Director Robert J. Dennis	Mgmt	For	For	For
1c	Elect Director Mark A. Emkes	Mgmt	For	Refer	Against
1d	Elect Director Damon T. Hininger	Mgmt	For	For	For
1e	Elect Director Stacia A. Hylton	Mgmt	For	Refer	Against
1f	Elect Director Harley G. Lappin	Mgmt	For	For	For
1g	Elect Director Anne L. Mariucci	Mgmt	For	For	For
1h	Elect Director Thurgood Marshall, Jr.	Mgmt	For	Refer	Against
1i	Elect Director Devin I. Murphy	Mgmt	For	For	For
1j	Elect Director Charles L. Overby	Mgmt	For	Refer	Against
1k	Elect Director John R. Prann, Jr.	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Crown Castle International Corp.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 22822V101

Ticker: CCI

Shares Voted: 28,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director P. Robert Bartolo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Jay A. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Cindy Christy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Ari Q. Fitzgerald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Robert E. Garrison, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Andrea J. Goldsmith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Lee W. Hogan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Edward C. Hutcheson, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director J. Landis Martin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Robert F. McKenzie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Anthony J. Melone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director W. Benjamin Moreland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CVS Health Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/18/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 126650100

Ticker: CVS

Shares Voted: 88,077

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Fernando Aguirre	Mgmt	For	For	For
1b	Elect Director C. David Brown, II	Mgmt	For	For	For
1c	Elect Director Alecia A. DeCoudreaux	Mgmt	For	For	For
1d	Elect Director Nancy-Ann M. DeParle	Mgmt	For	For	For
1e	Elect Director David W. Dorman	Mgmt	For	For	For
1f	Elect Director Roger N. Farah	Mgmt	For	For	For
1g	Elect Director Anne M. Finucane	Mgmt	For	For	For
1h	Elect Director Edward J. Ludwig	Mgmt	For	For	For
1i	Elect Director Larry J. Merlo	Mgmt	For	For	For
1j	Elect Director Jean-Pierre Millon	Mgmt	For	For	For
1k	Elect Director Mary L. Schapiro	Mgmt	For	For	For
11	Elect Director William C. Weldon	Mgmt	For	For	For
1m	Elect Director Tony L. White	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. Reported CEO compensation was elevated due to previous changes in the denomination of long-term incentives, which has resulted in two cycles of awards being reported in the same pay year for 2018 and 2019 as a result of disclosure rules. In addition, the compensation committee accelerated the grant of CEO Merlo's PSUs for 2020 to August 2019. While regular-cycle PSUs vest after three years, Merlo's August 2019 PSUs vest in May 2021, less than two years after grant, and use the same target goals and performance period as were set for the regular cycle 2019 PSUs. When grants are intended to cover future years of incentive pay, rigorous performance criteria and meaningful vesting periods are warranted. Another NEO also received three additional years of performance units during the year in review, as a front-loaded award in lieu of PSUs for 2020 through 2022, in addition to a \$1 million discretionary cash bonus.

4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
6	Amend Shareholder Written Consent Provisions	SH	Against	Against	Against
7	Require Independent Board Chairman	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Discover Financial Services**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 254709108

Ticker: DFS

Shares Voted: 19,761

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1.1	Elect Director Jeffrey S. Aronin	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating a shareholder proposal calling for a reduced spec the board is not deemed to have been sufficient warranted.	cial meeting threshold receiv	ed majority support at the	last annual meeting, and			
1.2	Elect Director Mary K. Bush	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating a shareholder proposal calling for a reduced spec the board is not deemed to have been sufficient warranted.	cial meeting threshold receiv	ed majority support at the	last annual meeting, and			
1.3	Elect Director Gregory C. Case	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating a shareholder proposal calling for a reduced spec the board is not deemed to have been sufficient warranted.	cial meeting threshold receiv	ed majority support at the	last annual meeting, and			
1.4	Elect Director Candace H. Duncan	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating a shareholder proposal calling for a reduced specthe board is not deemed to have been sufficient warranted.	cial meeting threshold receiv	ed majority support at the	last annual meeting, and			
1.5	Elect Director Joseph F. Eazor	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating and Governance Committee chair Lawrence Weinbach is warranted. A shareholder proposal calling for a reduced special meeting threshold received majority support at the last annual meeting, and the board is not deemed to have been sufficiently responsive to this proposal. A vote FOR the remaining director nominees is warranted.						
1.6	Elect Director Cynthia A. Glassman	Mgmt	For	For	For		
	Voter Rationale: A vote AGAINST Nominating a shareholder proposal calling for a reduced spective board is not deemed to have been sufficient warranted.	cial meeting threshold receiv	ed majority support at the	last annual meeting, and			

Voter Rationale: A vote AGAINST Nominating and Governance Committee chair Lawrence Weinbach is warranted. A shareholder proposal calling for a reduced special meeting threshold received majority support at the last annual meeting, and the board is not deemed to have been sufficiently responsive to this proposal. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Discover Financial Services**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio			
1.8	Elect Director Thomas G. Maheras	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST Nominating an shareholder proposal calling for a reduced special the board is not deemed to have been sufficients warranted.	al meeting threshold receiv	red majority support at the	last annual meeting, and				
1.9	Elect Director Michael H. Moskow	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST Nominating and Governance Committee chair Lawrence Weinbach is warranted. A shareholder proposal calling for a reduced special meeting threshold received majority support at the last annual meeting, and the board is not deemed to have been sufficiently responsive to this proposal. A vote FOR the remaining director nominees is warranted.							
1.10	Elect Director Mark A. Thierer	Mgmt	For	For	For			
1.11	Voter Rationale: A vote AGAINST Nominating an shareholder proposal calling for a reduced special the board is not deemed to have been sufficient warranted.  Elect Director Lawrence A. Weinbach - Withdrawn Resolution	al meeting threshold receiv	red majority support at the	last annual meeting, and				
	Voter Rationale: A vote AGAINST Nominating an shareholder proposal calling for a reduced special the board is not deemed to have been sufficients warranted.	al meeting threshold receiv	red majority support at the	last annual meeting, and				
1.12	Elect Director Jennifer L. Wong	Mgmt	For	For	For			
	Voter Rationale: A vote AGAINST Nominating an shareholder proposal calling for a reduced special the board is not deemed to have been sufficients warranted.	al meeting threshold receiv	red majority support at the	last annual meeting, and				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			

# **Extra Space Storage Inc.**

Meeting Date: 05/14/2020Country: USARecord Date: 03/23/2020Meeting Type: Annual

**Primary Security ID:** 30225T102

Ticker: EXR

Shares Voted: 8,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth M. Woolley	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Extra Space Storage Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Joseph D. Margolis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Roger B. Porter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Joseph J. Bonner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Gary L. Crittenden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Ashley Dreier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Spencer F. Kirk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Dennis J. Letham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Diane Olmstead	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Fiserv, Inc.

**Meeting Date:** 05/14/2020 **Record Date:** 03/18/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 337738108

Ticker: FISV

Shares Voted: 37,516

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Frank J. Bisignano	Mgmt	For	For	For
1.2	Elect Director Alison Davis	Mgmt	For	For	For
1.3	Elect Director Henrique de Castro	Mgmt	For	For	For
1.4	Elect Director Harry F. DiSimone	Mgmt	For	For	For
1.5	Elect Director Dennis F. Lynch	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Fiserv, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Heidi G. Miller	Mgmt	For	For	For
1.7	Elect Director Scott C. Nuttall	Mgmt	For	For	For
1.8	Elect Director Denis J. O'Leary	Mgmt	For	For	For
1.9	Elect Director Doyle R. Simons	Mgmt	For	For	For
1.10	Elect Director Jeffery W. Yabuki	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warn pay-for-performance misalignment. While recognizing annual incentive program that is primarily based on qu magnitude of equity awards granted to certain NEOS.	strong share price perform vantitative financial goals, v Further, high pay for newly	nance over the short- and long-term, and an there are unmitigated concerns raised by the appointed president and COO Bisignano		

included a large discretionary cash bonus and time-vesting equity grant. In addition to the pay-for-performance misalignment, the company entered into a problematic employment agreement with Bisignano which provides for sizable payments upon a voluntary resignation for any reason between July 29, 2021 and January 29, 2022.

3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional information regarding the company's direct and indirect political contributions, including payments to trade associations, would help investors in assessing its management of related risks.

## **Ford Motor Company**

Meeting Date: 05/14/2020 **Record Date:** 03/18/2020

Country: USA Meeting Type: Annual

Primary Security ID: 345370860

Ticker: F

Shares Voted: 263,505

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kimberly A. Casiano	Mgmt	For	For	For
1b	Elect Director Anthony F. Earley, Jr.	Mgmt	For	For	For
1c	Elect Director Edsel B. Ford, II	Mgmt	For	For	For
1d	Elect Director William Clay Ford, Jr.	Mgmt	For	For	For
1e	Elect Director James P. Hackett	Mgmt	For	For	For
1f	Elect Director William W. Helman, IV	Mgmt	For	For	For
1g	Elect Director William E. Kennard	Mgmt	For	For	For
1h	Elect Director John C. Lechleiter	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ford Motor Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1i	Elect Director Beth E. Mooney	Mgmt	For	For	For
1j	Elect Director John L. Thornton	Mgmt	For	For	For
1k	Elect Director John B. Veihmeyer	Mgmt	For	For	For
11	Elect Director Lynn M. Vojvodich	Mgmt	For	For	For
1m	Elect Director John S. Weinberg	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is war the company paid severance to an NEO upon his retii termination was involuntary and severance is intende	rement from the company.	The disclosure did not specify that the		
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrante rights on all voting items.	d, as it would provide shar	eholders of the company with equal voting		
					For

Voter Rationale: A vote FOR this proposal is warranted as additional disclosure on the company's lobbying and trade association activities, including management- and board-level oversight, would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

# Hasbro, Inc.

Meeting Date: 05/14/2020 Record Date: 03/18/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 418056107

Ticker: HAS

Shares Voted: 8,609

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Kenneth A. Bronfin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Michael R. Burns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Hope F. Cochran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Crispin H. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Hasbro, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.5	Elect Director John A. Frascotti	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Lisa Gersh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Brian D. Goldner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Alan G. Hassenfeld	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.9	Elect Director Tracy A. Leinbach	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Edward M. Philip	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.11	Elect Director Richard S. Stoddart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.12	Elect Director Mary Beth West	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.13	Elect Director Linda K. Zecher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

# **Intel Corporation**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 458140100

Ticker: INTC

Shares Voted: 274,070

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James J. Goetz	Mgmt	For	For	For
1b	Elect Director Alyssa Henry	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Intel Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Omar Ishrak	Mgmt	For	For	For
1d	Elect Director Risa Lavizzo-Mourey	Mgmt	For	For	For
1e	Elect Director Tsu-Jae King Liu	Mgmt	For	For	For
1f	Elect Director Gregory D. Smith	Mgmt	For	For	For
1g	Elect Director Robert 'Bob' H. Swan	Mgmt	For	For	For
1h	Elect Director Andrew Wilson	Mgmt	For	For	For
1i	Elect Director Frank D. Yeary	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. CEO Swan's one-time awards, which are now reflected in proxy pay tables, were disclosed by the company prior to last year's vote and were the basis for ISS' opposition to say-on-pay last year. It appears that shareholders have expressed concerns regarding those one-time pay decisions as evidenced by last year's low say-on-pay support and this year's disclosure around shareholder feedback. Following the low support for say-on-pay in 2019, the company engaged with a significant portion of its shareholder base, and made changes to address certain concerns, which primarily focused around improved disclosure to provide investors a better understanding of the new CEO's pay, specifically the magnitude. Further, the company has made clear its intention to not grant one-time special awards to current executive officers. While the company has been responsive to shareholder concerns related to the CEO's special one-time awards, the quantitative misalignment warrants an in-depth review of incentive programs. That review reveals goal rigor concerns with the short- and long-term incentive programs. First, half of the short-term program is based on operational goals. While the company made some improvement to its goal disclosure, specifically related to ESG metrics and performance of its 10 business groups, there are no quantifiable goals, which raises concern given this makes up 50 percent of the STI program. The other half of the short-term program is based on two financial goals, which allow the CEO to earn 100 percent of his target payout if absolute net income matches merely the prior year's net income (i.e. no growth in the measure), and relative net income growth matching merely the average growth of its peer group. It is recognized that the company was coming off a record year in FY2018. However, if the company had a year where net income declined, as it did in 2016, the following year it would only need to match the 2016 results for a target payout. This puts into question the goal rigor of the program, which is magnified given the CEO's high payout opportunities under the program. Lastly, the TSR metric in the LTI program merely targets median performance for a target payout, with no cap if TSR is negative.

4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

6 Report on Global Median Gender/Racial Pay SH Against Against Against Against

Gap

#### Invesco Ltd.

Meeting Date: 05/14/2020 Country: Bermuda Primary Security ID: G491BT108

Record Date: 03/12/2020 Meeting Type: Annual Ticker: IVZ

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Invesco Ltd.**

Shares Voted: 23,414

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Sarah E. Beshar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Martin L. Flanagan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director William F. Glavin, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director C. Robert Henrikson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Denis Kessler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Nigel Sheinwald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director G. Richard Wagoner, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Phoebe A. Wood	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is we performance assessment and target total incentive shareholders to assess the rigor of incentive progradioes not disclose target goals, weightings nor achies scorecard program and the pay-for-performance linguages such as the performance year in review, in we long-term share price underperformance. In contrast by recent improvements to the pay program.	pay opportunities, the nams nor the pay-for-pe eved results, which in nkage of incentive pay which CEO pay increase	e proxy does not provide sufficie erformance linkage of awards. S apedes investors' ability to fully a yout determinations. This is parti ed amid mixed short-term finance	ent information for Specifically, the proxy assess the rigor of the icularly important in cial performance and	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **JetBlue Airways Corporation**

Meeting Date: 05/14/2020Country: USAPrimary Security ID: 477143101

Record Date: 03/19/2020 Meeting Type: Annual Ticker: JBLU

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **JetBlue Airways Corporation**

Shares Voted: 68,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Basil Ben Baldanza	Mgmt	For	For	For
1b	Elect Director Peter Boneparth	Mgmt	For	For	For
1c	Elect Director Virginia Gambale	Mgmt	For	For	For
1d	Elect Director Robin Hayes	Mgmt	For	For	For
1e	Elect Director Ellen Jewett	Mgmt	For	For	For
1f	Elect Director Robert Leduc	Mgmt	For	For	For
1g	Elect Director Teri McClure	Mgmt	For	For	For
1h	Elect Director Sarah Robb O'Hagan	Mgmt	For	For	For
1i	Elect Director Vivek Sharma	Mgmt	For	For	For
1j	Elect Director Thomas Winkelmann	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
6	Provide Right to Call Special Meeting	Mgmt	For	For	For
7	Provide Right to Act by Written Consent	Mgmt	For	For	For
8	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

# **Juniper Networks, Inc.**

Meeting Date: 05/14/2020 Record Date: 03/19/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 48203R104

Ticker: JNPR

Shares Voted: 22,630

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gary Daichendt	Mgmt	For	For	For
1b	Elect Director Anne DelSanto	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Juniper Networks, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Kevin DeNuccio	Mgmt	For	For	For
1d	Elect Director James Dolce	Mgmt	For	For	For
1e	Elect Director Christine Gorjanc	Mgmt	For	For	For
1f	Elect Director Janet Haugen	Mgmt	For	For	For
1g	Elect Director Scott Kriens	Mgmt	For	For	For
1h	Elect Director Rahul Merchant	Mgmt	For	For	For
1i	Elect Director Rami Rahim	Mgmt	For	For	For
1j	Elect Director William Stensrud	Mgmt	For	For	For
2	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

# L Brands, Inc.

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 501797104

Ticker: LB

Shares Voted: 15,706

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
2	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	of directors.			
3.1	Elect Director Donna A. James	Mgmt	For	For	For
3.2	Elect Director Michael G. Morris	Mgmt	For	For	For
3.3	Elect Director Robert H. Schottenstein	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Las Vegas Sands Corp.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/16/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 517834107

Ticker: LVS

Shares Voted: 21,300

Proposal Number	Proposal Text	Duamanant	Mgmt Rec	Voting	Vote Instruction
Number	ргорозаі техt	Proponent	мутт кес	Policy Rec	Instruction
1.1	Elect Director Sheldon G. Adelson	Mgmt	For	Refer	Withhold
1.2	Elect Director Irwin Chafetz	Mgmt	For	Refer	Withhold
1.3	Elect Director Micheline Chau	Mgmt	For	Refer	Withhold
1.4	Elect Director Patrick Dumont	Mgmt	For	Refer	Withhold
1.5	Elect Director Charles D. Forman	Mgmt	For	Refer	Withhold
1.6	Elect Director Robert G. Goldstein	Mgmt	For	Refer	Withhold
1.7	Elect Director George Jamieson	Mgmt	For	Refer	Withhold
1.8	Elect Director Charles A. Koppelman	Mgmt	For	Refer	Withhold
1.9	Elect Director Lewis Kramer	Mgmt	For	Refer	Withhold
1.10	Elect Director David F. Levi	Mgmt	For	Refer	For
1.11	Elect Director Xuan Yan	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	For

# **Manhattan Associates, Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 562750109

Ticker: MANH

Shares Voted: 15,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Eddie Capel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Charles E. Moran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Manhattan Associates, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

# Martin Marietta Materials, Inc.

Meeting Date: 05/14/2020 Record Date: 03/06/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 573284106

Ticker: MLM

Shares Voted: 4,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dorothy M. Ables	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.2	Elect Director Sue W. Cole	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.3	Elect Director Smith W. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.4	Elect Director John J. Koraleski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.5	Elect Director C. Howard Nye	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.6	Elect Director Laree E. Perez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.7	Elect Director Thomas H. Pike	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.8	Elect Director Michael J. Quillen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.9	Elect Director Donald W. Slager	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.10	Elect Director David C. Wajsgras	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Martin Marietta Materials, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Norfolk Southern Corporation**

Meeting Date: 05/14/2020 Record Date: 03/06/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 655844108

Ticker: NSC

Shares Voted: 17,426

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas D. Bell, Jr.	Mgmt	For	For	For
1b	Elect Director Mitchell E. Daniels, Jr.	Mgmt	For	For	For
1c	Elect Director Marcela E. Donadio	Mgmt	For	For	For
1d	Elect Director John C. Huffard, Jr.	Mgmt	For	For	For
1e	Elect Director Christopher T. Jones	Mgmt	For	For	For
1f	Elect Director Thomas C. Kelleher	Mgmt	For	For	For
1g	Elect Director Steven F. Leer	Mgmt	For	For	For
1h	Elect Director Michael D. Lockhart	Mgmt	For	For	For
1i	Elect Director Amy E. Miles	Mgmt	For	For	For
1j	Elect Director Claude Mongeau	Mgmt	For	For	For
1k	Elect Director Jennifer F. Scanlon	Mgmt	For	For	For
11	Elect Director James A. Squires	Mgmt	For	For	For
1m	Elect Director John R. Thompson	Mgmt	For	For	For
2a	Amend Articles Re: Voting Standard for Amendment of Articles	Mgmt	For	For	For
2b	Amend Articles Re: Simple Majority Voting Standard to Approve Merger, Share Exchange, Conversion, Sale,or Dissolution of the Corporation	Mgmt	For	For	For
2c	Amend Articles Re: Simple Majority Voting Standard to Approve Re-Domestication of the Corporation and Affiliated Transactions	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Norfolk Southern Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Provide Right to Act by Written Consent	SH	Against	Against	Against

# **Nucor Corporation**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 670346105

Ticker: NUE

Shares Voted: 19,109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Lloyd J. Austin, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.2	Elect Director Patrick J. Dempsey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.3	Elect Director Christopher J. Kearney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.4	Elect Director Laurette T. Koellner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.5	Elect Director Joseph D. Rupp	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.6	Elect Director Leon J. Topalian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.7	Elect Director John H. Walker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.8	Elect Director Nadja Y. West	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warn the company adopted a supplemental retirement plan payments, has the potential to result in sizable paymen payment of retirement severance in response to invest appears unchanged. Furthermore, the introduction of a companies have closed or frozen such plans.	in February 2020 that, con nts for executives upon ret or feedback, the magnitud	nbined with continuing non-compete cash tirement. While the company eliminated the de of potential cash retirement payments		
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## O'Reilly Automotive, Inc.

**Meeting Date:** 05/14/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 67103H107

Ticker: ORLY

Shares Voted: 4,740

Proposal				Voti	ina	Vote
Number	Proposal Text	Proponent	Mgmt Rec		icy Rec	Instruc
1a	Elect Director David O'Reilly	Mgmt	For	For		For
1b	Elect Director Larry O'Reilly	Mgmt	For	For		For
1c	Elect Director Greg Henslee	Mgmt	For	For		For
1d	Elect Director Jay D. Burchfield	Mgmt	For	For		For
1e	Elect Director Thomas T. Hendrickson	Mgmt	For	For		For
1f	Elect Director John R. Murphy	Mgmt	For	For		For
1g	Elect Director Dana M. Perlman	Mgmt	For	For		For
1h	Elect Director Maria A. Sastre	Mgmt	For	For		For
1i	Elect Director Andrea M. Weiss	Mgmt	For	For		For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For		For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For		For
5	Amend Articles of Incorporation	Mgmt	For	For		For
6	Report on Material Human Capital Risks	SH	Against	For		For
	Voter Rationale: A vote FOR this resolution is warrant better assess the effectiveness of the company's dive	•	•			
7	Require Independent Board Chairman	SH	Against	For		For

Voter Rationale: Company performance has been robust over the long-term, all key board committees are independent, there are no concerns regarding the company's governance practices, and the board has adopted an independent lead director role with clearly delineated duties. Moreover, the board has demonstrated accountability to shareholders by sufficiently responding to the majority-supported shareholder proposal at the 2019 annual meeting. With that said, the current board leadership structure may not be as effective in the future when David O'Reilly and/or Larry O'Reilly no longer serve on the board. At that time, the appointment of an independent board chair would simplify and streamline the board leadership structure while also providing the greatest form of independent oversight. Given the precatory nature of this proposal and discretion afforded to the board to implement this policy at the next CEO transition, a vote FOR this proposal is warranted.

## **PolyOne Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/17/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 73179P106

Ticker: POL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **PolyOne Corporation**

Shares Voted: 17,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Re	Vote c Instructio
1.1	Elect Director Robert E. Abernathy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Richard H. Fearon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Gregory J. Goff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director William R. Jellison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Sandra Beach Lin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Kim Ann Mink	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Robert M. Patterson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Kerry J. Preete	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Patricia Verduin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director William A. Wulfsohn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Rayonier Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/13/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 754907103

Ticker: RYN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Rayonier Inc.**

Shares Voted: 25,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Richard D. Kincaid *Withdrawn Resolution*	Mgmt			
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Keith E. Bass	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Dod A. Fraser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Scott R. Jones	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Blanche L. Lincoln	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director V. Larkin Martin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Ann C. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director David L. Nunes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Andrew G. Wiltshire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young, LLP as Auditor	Mgmt	For	For	For

# **SBA Communications Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/12/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 78410G104

Ticker: SBAC

Shares Voted: 7,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Steven E. Bernstein	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **SBA Communications Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Duncan H. Cocroft	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Fidelma Russo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **Terex Corporation**

Meeting Date: 05/14/2020 Record Date: 03/20/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 880779103

Ticker: TEX

Shares Voted: 15,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Paula H.J. Cholmondeley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Donald DeFosset	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director John L. Garrison, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Thomas J. Hansen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1e	Elect Director Raimund Klinkner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1f	Elect Director Sandie O'Connor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1g	Elect Director Andra M. Rush	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Terex Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director David A. Sachs	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **Texas Roadhouse, Inc.**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 Country: USA

Primary Security ID: 882681109

Meeting Type: Annual

Ticker: TXRH

Shares Voted: 12,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gregory N. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director W. Kent Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Curtis A. Warfield	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Kathleen M. Widmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director James R. Zarley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **The Boston Beer Company, Inc.**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 Country: USA

Primary Security ID: 100557107

Meeting Type: Annual Ticker: SAM

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# The Boston Beer Company, Inc.

Shares Voted: 1,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Meghan V. Joyce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Michael Spillane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Jean-Michel Valette	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **The Western Union Company**

**Meeting Date:** 05/14/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 959802109

Ticker: WU

Shares Voted: 26,440

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Martin I. Cole	Mgmt	For	For	For
1b	Elect Director Hikmet Ersek	Mgmt	For	For	For
1c	Elect Director Richard A. Goodman	Mgmt	For	For	For
1d	Elect Director Betsy D. Holden	Mgmt	For	For	For
1e	Elect Director Jeffrey A. Joerres	Mgmt	For	For	For
1f	Elect Director Michael A. Miles, Jr.	Mgmt	For	For	For
1g	Elect Director Timothy P. Murphy	Mgmt	For	For	For
1h	Elect Director Jan Siegmund	Mgmt	For	For	For
1i	Elect Director Angela A. Sun	Mgmt	For	For	For
1j	Elect Director Solomon D. Trujillo	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Western Union Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Political Contributions Disclosure	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional information regarding the company's direct and indirect political contributions, including payments to trade associations, would help investors in assessing its management of related risks.

# **Union Pacific Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

Country: USA

Primary Security ID: 907818108

Meeting Type: Annual

Ticker: UNP

Shares Voted: 46,988

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Andrew H. Card, Jr.	Mgmt	For	For	For
1b	Elect Director William J. DeLaney	Mgmt	For	For	For
1c	Elect Director David B. Dillon	Mgmt	For	For	For
1d	Elect Director Lance M. Fritz	Mgmt	For	For	For
1e	Elect Director Deborah C. Hopkins	Mgmt	For	For	For
1f	Elect Director Jane H. Lute	Mgmt	For	For	For
1g	Elect Director Michael R. McCarthy	Mgmt	For	For	For
1h	Elect Director Thomas F. McLarty, III	Mgmt	For	For	For
1i	Elect Director Bhavesh V. Patel	Mgmt	For	For	For
1j	Elect Director Jose H. Villarreal	Mgmt	For	For	For
1k	Elect Director Christopher J. Williams	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	Against	Against
5	Report on Climate Change	SH	Against	Against	Against

## **United Parcel Service, Inc.**

Meeting Date: 05/14/2020 Record Date: 03/16/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 911312106

Ticker: UPS

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **United Parcel Service, Inc.**

Shares Voted: 44,112

oposal ımber	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instr
ı	Elect Director David P. Abney	Mgmt	For	For	For
b	Elect Director Rodney C. Adkins	Mgmt	For	For	For
:	Elect Director Michael J. Burns	Mgmt	For	For	For
I	Elect Director William R. Johnson	Mgmt	For	For	For
:	Elect Director Ann M. Livermore	Mgmt	For	For	For
	Elect Director Rudy H.P. Markham	Mgmt	For	For	For
9	Elect Director Franck J. Moison	Mgmt	For	For	For
1	Elect Director Clark 'Sandy' T. Randt, Jr.	Mgmt	For	For	For
	Elect Director Christiana Smith Shi	Mgmt	For	For	For
	Elect Director John T. Stankey	Mgmt	For	For	For
<	Elect Director Carol B. Tome	Mgmt	For	For	For
	Elect Director Kevin Warsh	Mgmt	For	For	For
	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warrar memberships, payments, and oversight mechanisms management of its lobbying activities and any relate	would give sharehold			
	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrant matters.	ed, as it would provid	e all shareholders with equal votin	g rights on all	
	Report on Climate Change	SH	Against	For	For

# **Vornado Realty Trust**

Meeting Date: 05/14/2020Country: USARecord Date: 03/16/2020Meeting Type: Annual

managing its transition to a low carbon economy and climate change related risks.

Primary Security ID: 929042109

Ticker: VNO

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Vornado Realty Trust**

Shares Voted: 10.022

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Steven Roth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Candace K. Beinecke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Michael D. Fascitelli	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Beatrice Hamza Bassey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director William W. Helman, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director David M. Mandelbaum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Mandakini Puri	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Daniel R. Tisch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Richard R. West	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Russell B. Wight, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is wa	rranted. The compan	y demonstrated responsiveness t	to shareholder	

Voter Rationale: A vote AGAINST this proposal is warranted. The company demonstrated responsiveness to shareholder concerns following last year's low support for this proposal, by engaging with shareholders and making some positive changes to address their concerns. The most notable change included improvement to the performance equity design that lengthened measurement periods and added additional vesting and holding requirements, which may strengthen the linkage between pay outcomes and long-term sustained company performance. Nevertheless, there are new concerns raised with respect to one-time equity awards granted in 2019. Specifically, the company granted one-time equity awards to an external hire and two internally-promoted NEOs, the largest of which is valued at \$25.5 million and which is time-vesting and partially-vested upon grant. While most investors recognize the need for one-time awards in certain circumstances, there is a general expectation that one-time awards be reasonable in magnitude and carry rigorous performance criteria. In this case, the company's rationale for the magnitude of, and vesting conditions attached to, the awards is not considered compelling. In addition, the annual program continues to incorporate a significant degree of discretion, without disclosure of performance targets, target payout opportunities, or per-metric weightings. The absence of these key details impedes investors' ability to assess the program's pay-for-performance linkage.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Vornado Realty Trust**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against

Voter Rationale: Based on an analysis of the proposed plan amendments, a vote AGAINST this proposal is warranted. The company seeks approval of amendments to the equity plan to allow for share-based compensation in, or tied to, tracking stock of its higher-growth assets. However, no such tracking stock has been created nor have its terms been finalized, and the company has not disclosed key information that would enable shareholders to assess the potential impact of the proposed amendments on compensation or otherwise.

#### **WEX Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/17/2020

Country: USA

Primary Security ID: 96208T104

Ticker: WEX

Meeting Type: Annual

Shares Voted: 8,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Susan Sobbott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Stephen Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director James Groch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **Wyndham Destinations, Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 98310W108

Ticker: WYND

Shares Voted: 21,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Louise F. Brady	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Wyndham Destinations, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Michael D. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director James E. Buckman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director George Herrera	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Stephen P. Holmes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.6	Elect Director Denny Marie Post	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Ronald L. Rickles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.8	Elect Director Michael H. Wargotz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **XPO Logistics, Inc.**

**Meeting Date:** 05/14/2020 **Record Date:** 04/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 983793100

Ticker: XPO

Shares Voted: 22,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Bradley S. Jacobs	Mgmt	For	For	For
1.2	Elect Director Gena L. Ashe	Mgmt	For	For	For
1.3	Elect Director Marlene M. Colucci	Mgmt	For	For	For
1.4	Elect Director AnnaMaria DeSalva	Mgmt	For	For	For
1.5	Elect Director Michael G. Jesselson	Mgmt	For	For	For
1.6	Elect Director Adrian P. Kingshott	Mgmt	For	For	For
1.7	Elect Director Jason D. Papastavrou	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **XPO Logistics, Inc.**

Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Oren G. Shaffer	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is was shareholders after the low say-on-pay vote result, the address the concerns raised. Further, an unmitigated for the year in review, awards appear to rely heavily CEO's base salary and annual incentive target in 201 executives. The company has made three such grant 2018 and another \$25.5 million special equity grant of program, with annual grants, and the awards are enthat special award was meant to cover four years an million grant value, as valued by ISS) during that per	e feedback discolosed was pay-for-performance mis on committee discretion 9. The company also conts in four years, including to the CEO in 2019. While tirely performance-based, d the company has made	relatively vague and the committee did not fully alignment remains. While bonuses were not paid and the company also substantially increased the tinues to grant large special equity awards to a \$24.3 million special equity grant to the CEO in the company does not have a typical equity the company's 2016 disclosure indicated that	•	
5	Report on Integrating ESG Metrics Into Executive Compensation Program	SH	Against	For	For
	Voter Pationale: A vote FOP this proposal is warrant	ed due to the following fa	actors:- the company does not disclose		
	ESG-related targets and the company's GHG emission peers have started integrating ESG metrics into execution in the company's	ns are rising;- there are s	·		
6	ESG-related targets and the company's GHG emission	ns are rising;- there are s	·	For	For
6	ESG-related targets and the company's GHG emission peers have started integrating ESG metrics into executions and the company's GHG emission peers have started integrating ESG metrics into executions.	ns are rising;- there are s utive compensation decis SH ed, as concerns continue ity awards made to the C 19 say-on-pay vote result ss suggest that sharehold	Against  to be identified in relation to the compensation  To in three of the last four years and the  While the CEO/chair does not serve on the	For	For
6 7	ESG-related targets and the company's GHG emission peers have started integrating ESG metrics into exect Require Independent Board Chair  Voter Rationale: A vote FOR this proposal is warrants program at the company, including large special equicompensation committee's responsiveness to the 20 compensation committee, these concerns nevertheles	ns are rising;- there are s utive compensation decis SH ed, as concerns continue ity awards made to the C 19 say-on-pay vote result ss suggest that sharehold	Against  to be identified in relation to the compensation  To in three of the last four years and the  While the CEO/chair does not serve on the	For	For
	ESG-related targets and the company's GHG emission peers have started integrating ESG metrics into exect Require Independent Board Chair  Voter Rationale: A vote FOR this proposal is warrants program at the company, including large special equicompensation committee's responsiveness to the 20 compensation committee, these concerns nevertheles independent oversight of management, in the form of	ns are rising;- there are s utive compensation decis SH ed, as concerns continue ity awards made to the C 19 say-on-pay vote result ss suggest that sharehold of an independent chair. SH	Against  to be identified in relation to the compensation (EO in three of the last four years and the ders would benefit from the most robust form of Against	For	

### YUM! Brands, Inc.

Meeting Date: 05/14/2020Country: USAPrimary Security ID: 988498101

Record Date: 03/16/2020 Meeting Type: Annual Ticker: YUM

further align the interests of executives with shareholders.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### YUM! Brands, Inc.

Shares Voted: 19,072

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
	Toposai rexe	Troponent	rigine rece	- Oney Nee	Instituti
1a	Elect Director Paget L. Alves	Mgmt	For	For	For
1b	Elect Director Keith Barr	Mgmt	For	For	For
1c	Elect Director Michael J. Cavanagh	Mgmt	For	For	For
1d	Elect Director Christopher M. Connor	Mgmt	For	For	For
1e	Elect Director Brian C. Cornell	Mgmt	For	For	For
1f	Elect Director Tanya L. Domier	Mgmt	For	For	For
1g	Elect Director David W. Gibbs	Mgmt	For	For	For
1h	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For	For
1i	Elect Director Thomas C. Nelson	Mgmt	For	For	For
1j	Elect Director P. Justin Skala	Mgmt	For	For	For
1k	Elect Director Elane B. Stock	Mgmt	For	For	For
11	Elect Director Annie Young-Scrivner	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Supply Chain Impact on Deforestation	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as shareholders would benefit from additional information on how the company is managing its supply chain's impact on deforestation.

### **Zebra Technologies Corporation**

**Meeting Date:** 05/14/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 989207105

Ticker: ZBRA

Shares Voted: 3,650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi				
1.1	Elect Director Anders Gustafsson	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is warranted.								
1.2	Elect Director Janice M. Roberts	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is	s warranted.							

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Zebra Technologies Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Linda M. Connly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

# **Advance Auto Parts, Inc.**

Meeting Date: 05/15/2020 Record Date: 03/18/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 00751Y106

Ticker: AAP

Shares Voted: 4,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John F. Bergstrom	Mgmt	For	For	For
1b	Elect Director Brad W. Buss	Mgmt	For	For	For
1c	Elect Director John F. Ferraro	Mgmt	For	For	For
1d	Elect Director Thomas R. Greco	Mgmt	For	For	For
1e	Elect Director Jeffrey J. Jones, II	Mgmt	For	For	For
1f	Elect Director Eugene I. Lee, Jr.	Mgmt	For	For	For
1g	Elect Director Sharon L. McCollam	Mgmt	For	For	For
1h	Elect Director Douglas A. Pertz	Mgmt	For	For	For
1i	Elect Director Nigel Travis	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against	Against

### ANSYS, Inc.

**Meeting Date:** 05/15/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 03662Q105

Ticker: ANSS

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# ANSYS, Inc.

Shares Voted: 5,950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Ajei S. Gopal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Glenda M. Dorchak	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Robert M. Calderoni	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Cable One, Inc.

Meeting Date: 05/15/2020 Record Date: 03/30/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 12685J105

Ticker: CABO

Shares Voted: 1,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mary E. Meduski	Mgmt	For	For	For
1b	Elect Director Alan G. Spoon	Mgmt	For	For	For
1c	Elect Director Wallace R. Weitz	Mgmt	For	Refer	Against
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For

### **Host Hotels & Resorts, Inc.**

**Meeting Date:** 05/15/2020 **Record Date:** 03/19/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 44107P104

Ticker: HST

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Host Hotels & Resorts, Inc.**

Shares Voted: 48,533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Mary L. Baglivo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Sheila C. Bair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Richard E. Marriott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Sandeep L. Mathrani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director John B. Morse, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Mary Hogan Preusse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Walter C. Rakowich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director James F. Risoleo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Gordon H. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director A. William Stein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

# **Intercontinental Exchange, Inc.**

**Meeting Date:** 05/15/2020 **Record Date:** 03/17/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 45866F104

Ticker: ICE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Intercontinental Exchange, Inc.**

Shares Voted: 35,120

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio		
1a	Elect Director Sharon Y. Bowen	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1b	Elect Director Charles R. Crisp	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1c	Elect Director Duriya M. Farooqui	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1d	Elect Director Jean-Marc Forneri	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1e	Elect Director The Right Hon. the Lord Hague of Richmond	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1f	Elect Director Frederick W. Hatfield	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1g	Elect Director Thomas E. Noonan	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1h	Elect Director Frederic V. Salerno	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1i	Elect Director Jeffrey C. Sprecher	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1j	Elect Director Judith A. Sprieser	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
1k	Elect Director Vincent Tese	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is	warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For		

### ITT Inc.

Meeting Date: 05/15/2020 Record Date: 03/18/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 45073V108

Ticker: ITT

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### ITT Inc.

Shares Voted: 17,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1a	Elect Director Orlando D. Ashford	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1b	Elect Director Geraud Darnis	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1c	Elect Director Donald DeFosset, Jr.	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1d	Elect Director Nicholas C. Fanandakis	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1e	Elect Director Richard P. Lavin	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1f	Elect Director Mario Longhi	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1g	Elect Director Rebecca A. McDonald	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1h	Elect Director Timothy H. Powers	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1i	Elect Director Luca Savi	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1j	Elect Director Cheryl L. Shavers	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1k	Elect Director Sabrina Soussan	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For		
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
4	Amend Proxy Access Right	SH	Against	For	For		

Voter Rationale: A vote FOR this proposal is warranted, as the proposed proxy access amendment would enhance the company's existing right for shareholders while maintaining necessary safeguards on the nomination process.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Legg Mason, Inc.

**Meeting Date:** 05/15/2020 **Record Date:** 04/14/2020

Country: USA
Meeting Type: Special

Primary Security ID: 524901105

Ticker: LM

Shares Voted: 19,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	Refer	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Refer	For
3	Adjourn Meeting	Mgmt	For	Refer	For

# **Leggett & Platt, Incorporated**

**Meeting Date:** 05/15/2020 **Record Date:** 03/06/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 524660107

Ticker: LEG

Shares Voted: 8,801

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Mark A. Blinn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Robert E. Brunner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Mary Campbell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director J. Mitchell Dolloff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Manuel A. Fernandez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Karl G. Glassman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Joseph W. McClanathan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Judy C. Odom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Leggett & Platt, Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1i	Elect Director Srikanth Padmanabhan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Jai Shah	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Phoebe A. Wood	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Macy's, Inc.

**Meeting Date:** 05/15/2020 **Record Date:** 03/19/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 55616P104

Ticker: M

Shares Voted: 20,894

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director David P. Abney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Francis S. Blake	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Torrence N. Boone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director John A. Bryant	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Deirdre P. Connelly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Jeff Gennette	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Leslie D. Hale	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Macy's, Inc.

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
Elect Director William H. Lenehan	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Sara Levinson	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Joyce M. Roche	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Paul C. Varga	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Elect Director Marna C. Whittington	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is w	arranted.			
Ratify KPMG LLP as Auditors	Mgmt	For	For	For
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Elect Director William H. Lenehan  Voter Rationale: A vote FOR the director nominees is well Elect Director Sara Levinson  Voter Rationale: A vote FOR the director nominees is well Elect Director Joyce M. Roche  Voter Rationale: A vote FOR the director nominees is well Elect Director Paul C. Varga  Voter Rationale: A vote FOR the director nominees is well Elect Director Marna C. Whittington  Voter Rationale: A vote FOR the director nominees is well Elect Director Marna C. Whittington	Elect Director William H. Lenehan Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sara Levinson Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joyce M. Roche Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Paul C. Varga Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Paul C. Varga Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Marna C. Whittington Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt  Advisory Vote to Ratify Named Executive Mgmt	Elect Director William H. Lenehan Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sara Levinson Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joyce M. Roche Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joyce M. Roche Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Paul C. Varga Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Marna C. Whittington Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt For  Advisory Vote to Ratify Named Executive Mgmt For	Elect Director William H. Lenehan Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sara Levinson Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joyce M. Roche Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joyce M. Roche Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Paul C. Varga Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Marna C. Whittington Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For

# MasTec, Inc.

**Meeting Date:** 05/15/2020 **Record Date:** 03/12/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 576323109

Ticker: MTZ

Shares Voted: 11,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Ernst N. Csiszar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Julia L. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Jorge Mas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify BDO USA, LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **nVent Electric plc**

**Meeting Date:** 05/15/2020 **Record Date:** 03/20/2020

**Country:** Ireland **Meeting Type:** Annual

Primary Security ID: G6700G107

Ticker: NVT

Shares Voted: 37,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Brian M. Baldwin *Withdrawn*	Mgmt			
1b	Elect Director Jerry W. Burris	Mgmt	For	For	For
1c	Elect Director Susan M. Cameron	Mgmt	For	For	For
1d	Elect Director Michael L. Ducker	Mgmt	For	For	For
1e	Elect Director Randall J. Hogan	Mgmt	For	For	For
1f	Elect Director Ronald L. Merriman	Mgmt	For	For	For
1g	Elect Director Nicola T. Palmer	Mgmt	For	For	For
1h	Elect Director Herbert K. Parker	Mgmt	For	For	For
1i	Elect Director Beth A. Wozniak	Mgmt	For	For	For
1j	Elect Director Jacqueline Wright	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Approve Deloitte & Touche LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
5	Authorize Price Range for Reissuance of Treasury Shares	Mgmt	For	For	For

# **Stifel Financial Corp.**

**Meeting Date:** 05/15/2020 **Record Date:** 03/18/2020

Country: USA Meeting Type: Annual Primary Security ID: 860630102

Ticker: SF

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Adam T. Berlew	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Stifel Financial Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Kathleen Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	Mgmt For  firector nominees is warranted.  I Mgmt For  firector nominees is warranted.  Mgmt For  firector nominees is warranted.  man Mgmt For  firector nominees is warranted.  man Mgmt For  Mgmt For  Mgmt For  The plan cost is excessive;- The disclosure of change-in-control ("CIC") vesting wise is considered to be discretionary); and- The plan permits liberal recycling of shares.			
1.3	Elect Director Michael W. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Robert E. Grady	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Ronald J. Kruszewski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Daniel J. Ludeman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Maura A. Markus	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director James M. Oates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director David A. Peacock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Thomas W. Weisel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Michael J. Zimmerman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	(EPSC), a vote AGAINST this proposal is warranted due excessively dilutive (overriding factor);- The plan cost is	e to the following key facto s excessive;- The disclosur	ors:- The equity program is estimated to be re of change-in-control ("CIC") vesting	1	
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Westinghouse Air Brake Technologies Corporation**

Meeting Date: 05/15/2020 Country: USA Primary Security ID: 929740108

Record Date: 03/17/2020 Meeting Type: Annual Ticker: WAB

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Westinghouse Air Brake Technologies Corporation**

Shares Voted: 11,446

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Rafael Santana	Mgmt	For	For	For
1.2	Elect Director Lee B. Foster, II	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
	Voter Rationale: A vote AGAINST this proposal is warrand problematic modified single-trigger cash severance upon NEOs to voluntarily resign and receive severance upon a practice.	n a change in control. Mod	dified single trigger arrangements allow for		
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Weyerhaeuser Company**

**Meeting Date:** 05/15/2020 **Record Date:** 03/20/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 962166104

Ticker: WY

Shares Voted: 48,919

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mark A. Emmert	Mgmt	For	For	For
1b	Elect Director Rick R. Holley	Mgmt	For	For	For
1c	Elect Director Sara Grootwassink Lewis	Mgmt	For	For	For
1d	Elect Director Al Monaco	Mgmt	For	For	For
1e	Elect Director Nicole W. Piasecki	Mgmt	For	For	For
1f	Elect Director Marc F. Racicot	Mgmt	For	For	For
1g	Elect Director Lawrence A. Selzer	Mgmt	For	For	For
1h	Elect Director D. Michael Steuert	Mgmt	For	For	For
1i	Elect Director Devin W. Stockfish	Mgmt	For	For	For
1j	Elect Director Kim Williams	Mgmt	For	For	For
1k	Elect Director Charles R. Williamson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Dillard's, Inc.

**Meeting Date:** 05/16/2020 **Record Date:** 03/19/2020

Country: USA

Primary Security ID: 254067101

Meeting Type: Annual

Ticker: DDS

Shares Voted: 2,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Frank R. Mori	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Reynie Rutledge	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director J.C. Watts, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Nick White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **American Tower Corporation**

**Meeting Date:** 05/18/2020 **Record Date:** 03/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 03027X100

Ticker: AMT

Shares Voted: 29,968

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Thomas A. Bartlett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Raymond P. Dolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			
1c	Elect Director Robert D. Hormats	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Gustavo Lara Cantu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **American Tower Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Grace D. Lieblein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Craig Macnab	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director JoAnn A. Reed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Pamela D.A. Reeve	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director David E. Sharbutt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Bruce L. Tanner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Samme L. Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions and Expenditures	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warrants contributions, particularly its trade associations payme in assessing its management of related risks.			S	
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted	d as it would enhance the	existing shareholder right to call special		

Voter Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.

# **Cathay General Bancorp**

Meeting Date: 05/18/2020 Record Date: 04/01/2020 Primary Security ID: 149150104

Ticker: CATY

Shares Voted: 18,000

Meeting Type: Annual

Country: USA

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nelson Chung	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Cathay General Bancorp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Felix S. Fernandez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Maan-Huei Hung	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Richard Sun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Chemed Corporation**

**Meeting Date:** 05/18/2020 **Record Date:** 03/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 16359R103

Ticker: CHE

Shares Voted: 3,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kevin J. McNamara	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Ron DeLyons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	erranted.			
1.3	Elect Director Joel F. Gemunder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director Patrick P. Grace	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Christopher J. Heaney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director Thomas C. Hutton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Chemed Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.7	Elect Director Andrea R. Lindell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Thomas P. Rice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Donald E. Saunders	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director George J. Walsh, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

## **Consolidated Edison, Inc.**

Meeting Date: 05/18/2020 Record Date: 03/23/2020

risks and benefits.

Country: USA
Meeting Type: Annual

Primary Security ID: 209115104

Ticker: ED

Shares Voted: 22,502

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director George Campbell, Jr.	Mgmt	For	For	For
1.2	Elect Director Ellen V. Futter	Mgmt	For	For	For
1.3	Elect Director John F. Killian	Mgmt	For	For	For
1.4	Elect Director John McAvoy	Mgmt	For	For	For
1.5	Elect Director William J. Mulrow	Mgmt	For	For	For
1.6	Elect Director Armando J. Olivera	Mgmt	For	For	For
1.7	Elect Director Michael W. Ranger	Mgmt	For	For	For
1.8	Elect Director Linda S. Sanford	Mgmt	For	For	For
1.9	Elect Director Deirdre Stanley	Mgmt	For	For	For
1.10	Elect Director L. Frederick Sutherland	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Consolidated Edison, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **International Bancshares Corporation**

Meeting Date: 05/18/2020 **Record Date:** 04/01/2020

Country: USA

Primary Security ID: 459044103

Meeting Type: Annual Ticker: IBOC

Shares Voted: 13,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Javier de Anda	Mgmt	For	For	For
1.2	Elect Director Irving Greenblum	Mgmt	For	Refer	Against
1.3	Elect Director Douglas B. Howland	Mgmt	For	Refer	Against
1.4	Elect Director Rudolph M. Miles	Mgmt	For	For	For
1.5	Elect Director Dennis E. Nixon	Mgmt	For	For	For
1.6	Elect Director Larry A. Norton	Mgmt	For	Refer	Against
1.7	Elect Director Roberto R. Resendez	Mgmt	For	For	For
1.8	Elect Director Antonio R. Sanchez, Jr.	Mgmt	For	For	For
2	Ratify RSM US LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# PRA Health Sciences, Inc.

Meeting Date: 05/18/2020 Record Date: 03/20/2020

Country: USA Meeting Type: Annual Primary Security ID: 69354M108

Ticker: PRAH

Shares Voted: 15,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Colin Shannon	Mgmt	For	For	For
1.2	Elect Director James C. Momtazee	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### PRA Health Sciences, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Alexander G. Dickinson	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### RenaissanceRe Holdings Ltd.

Meeting Date: 05/18/2020 **Record Date:** 03/13/2020

Country: Bermuda Meeting Type: Annual Primary Security ID: G7496G103

Ticker: RNR

Shares Voted: 8,647

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David C. Bushnell	Mgmt	For	For	For
1b	Elect Director James L. Gibbons	Mgmt	For	For	For
1c	Elect Director Jean D. Hamilton	Mgmt	For	For	For
1d	Elect Director Anthony M. Santomero	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Ernst & Young Ltd. as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For

### SolarEdge Technologies, Inc.

Meeting Date: 05/18/2020 **Record Date:** 03/20/2020

Country: USA Meeting Type: Annual Primary Security ID: 83417M104

Ticker: SEDG

Shares Voted: 11,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Tal Payne	Mgmt	For	Refer	Against
1b	Elect Director Marcel Gani	Mgmt	For	Refer	Against
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Ventas, Inc.

**Meeting Date:** 05/18/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 92276F100

Ticker: VTR

Shares Voted: 25,326

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
2a	Elect Director Melody C. Barnes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2b	Elect Director Debra A. Cafaro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2c	Elect Director Jay M. Gellert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2d	Elect Director Richard I. Gilchrist	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2e	Elect Director Matthew J. Lustig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2f	Elect Director Roxanne M. Martino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2g	Elect Director Sean P. Nolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2h	Elect Director Walter C. Rakowich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2i	Elect Director Robert D. Reed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2j	Elect Director James D. Shelton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Amgen Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 031162100

Ticker: AMGN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Amgen Inc.**

Shares Voted: 40,195

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Wanda M. Austin	Mgmt	For	For	For
1b	Elect Director Robert A. Bradway	Mgmt	For	For	For
1c	Elect Director Brian J. Druker	Mgmt	For	For	For
1d	Elect Director Robert A. Eckert	Mgmt	For	For	For
1e	Elect Director Greg C. Garland	Mgmt	For	For	For
1f	Elect Director Fred Hassan	Mgmt	For	For	For
1g	Elect Director Charles M. Holley, Jr.	Mgmt	For	For	For
1h	Elect Director Tyler Jacks	Mgmt	For	For	For
1i	Elect Director Ellen J. Kullman	Mgmt	For	For	For
1j	Elect Director Ronald D. Sugar	Mgmt	For	For	For
1k	Elect Director R. Sanders Williams	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Require Independent Board Chairman	SH	Against	Against	Against

# **Chipotle Mexican Grill, Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 169656105

Ticker: CMG

Shares Voted: 1,638

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Albert S. Baldocchi	Mgmt	For	For	For
1.2	Elect Director Patricia Fili-Krushel	Mgmt	For	For	For
1.3	Elect Director Neil W. Flanzraich	Mgmt	For	For	For
1.4	Elect Director Robin Hickenlooper	Mgmt	For	For	For
1.5	Elect Director Scott Maw	Mgmt	For	For	For
1.6	Elect Director Ali Namvar	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Chipotle Mexican Grill, Inc.**

Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.7	Elect Director Brian Niccol	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warran better address concerns about creating a strong lin	_			
5	Require Independent Board Chair	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warrar served by adopting an independent chair policy at illnesses that could give rise to continued financial,	ts next CEO transition legal and reputational	in light of reoccurring concerns r harm for the business and its sh	egarding food-borne areholders. In	
	addition, although the company maintains a lead in coupled with ongoing compensation-related concer shareholders would benefit from the most robust fo chair.	ns and underperformin	g long-term TSR. These circums	tances suggest that	
	coupled with ongoing compensation-related concer shareholders would benefit from the most robust for	ns and underperformin	g long-term TSR. These circums	tances suggest that	For
6	coupled with ongoing compensation-related concer shareholders would benefit from the most robust fo chair.	ns and underperformin orm of independent boo SH unted because:- addition assment cases could sh	g long-term TSR. These circums and oversight, in the form of an in Against anal information on the company and light on the practice and coul	tances suggest that Independent board  For Its policies regarding It is improved	For

### **Diversified Healthcare Trust**

**Meeting Date:** 05/19/2020 **Record Date:** 03/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 25525P107

Ticker: DHC

Shares Voted: 46,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Elect Director Jeffrey P. Somers	Mgmt	For	Refer	Withhold
2	Declassify the Board of Directors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Dycom Industries, Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 267475101

Ticker: DY

Shares Voted: 7,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1a	Elect Director Dwight B. Duke	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
1b	Elect Director Peter T. Pruitt, Jr.	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1c	Elect Director Laurie J. Thomsen	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	is warranted.						
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For			

### East West Bancorp, Inc.

**Meeting Date:** 05/19/2020 **Record Date:** 03/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 27579R104

Ticker: EWBC

Shares Voted: 34,693

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruct	
1.1	Elect Director Molly Campbell	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					
1.2	Elect Director Iris S. Chan	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.3	Elect Director Archana Deskus	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					
1.4	Elect Director Rudolph I. Estrada	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					
1.5	Elect Director Paul H. Irving	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **East West Bancorp, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.6	Elect Director Jack C. Liu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Dominic Ng	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Lester M. Sussman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# FirstEnergy Corp.

**Meeting Date:** 05/19/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 337932107

Ticker: FE

Shares Voted: 35,540

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Michael J. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Steven J. Demetriou	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Julia L. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Charles E. Jones	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director Donald T. Misheff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Thomas N. Mitchell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director James F. O'Neil, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# FirstEnergy Corp.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.8	Elect Director Christopher D. Pappas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Sandra Pianalto	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Luis A. Reyes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Leslie M. Turner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Code of Regulations to Authorize Board to Make Certain Future Amendments	Mgmt	For	For	For
6	Amend Proxy Access Right	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right.

# **Fulton Financial Corporation**

Meeting Date: 05/19/2020 Record Date: 02/28/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 360271100

Ticker: FULT

Shares Voted: 37,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Jennifer Craighead Carey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1b	Elect Director Lisa Crutchfield	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1c	Elect Director Denise L. Devine	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			
1d	Elect Director Steven S. Etter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	s warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Fulton Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Patrick J. Freer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	varranted.			
1f	Elect Director Carlos E. Graupera	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director George W. Hodges	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director James R. Moxley, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Curtis J. Myers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Scott A. Snyder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Ronald H. Spair	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Mark F. Strauss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Ernest J. Waters	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1n	Elect Director E. Philip Wenger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **GrubHub Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/27/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 400110102

Ticker: GRUB

Shares Voted: 21,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lloyd Frink	Mgmt	For	Refer	Withhold

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **GrubHub Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Girish Lakshman	Mgmt	For	Refer	Withhold
1.3	Elect Director Keith Richman	Mgmt	For	Refer	Withhold
1.4	Elect Director Arthur Francis Starrs, III	Mgmt	For	Refer	Withhold
2	Ratify Crowe LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

# **Halliburton Company**

Meeting Date: 05/19/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 406216101

Ticker: HAL

Shares Voted: 59,371

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Abdulaziz F. Al Khayyal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director William E. Albrecht	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director M. Katherine Banks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Alan M. Bennett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Milton Carroll	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Nance K. Dicciani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Murry S. Gerber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Patricia Hemingway Hall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Halliburton Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Robert A. Malone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Jeffrey A. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Proponent     Mgmt Rec     Policy Rec     Instruction       Mgmt     For     For     For       nees is warranted.       Mgmt     For     For     For			
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

### JPMorgan Chase & Co.

Meeting Date: 05/19/2020 **Record Date:** 03/20/2020

Country: USA

Primary Security ID: 46625H100

Meeting Type: Annual

Ticker: JPM

Shares Voted: 212,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Linda B. Bammann	Mgmt	For	For	For
1b	Elect Director Stephen B. Burke	Mgmt	For	For	For
1c	Elect Director Todd A. Combs	Mgmt	For	For	For
1d	Elect Director James S. Crown	Mgmt	For	For	For
1e	Elect Director James Dimon	Mgmt	For	For	For
1f	Elect Director Timothy P. Flynn	Mgmt	For	For	For
1g	Elect Director Mellody Hobson	Mgmt	For	For	For
1h	Elect Director Michael A. Neal	Mgmt	For	For	For
1i	Elect Director Lee R. Raymond	Mgmt	For	For	For
1j	Elect Director Virginia M. Rometty	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as shareholders would benefit from more independent oversight in the form of an independent chair. The timing of this proposal is compelling given the looming succession concerns, which gives shareholders an opportunity to convey a preference that new independent oversight is necessary.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# JPMorgan Chase & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio	
5	Report on Reputational Risk Related to Canadian Oil Sands, Oil Sands Pipeline Companies and Arctic Oil and Gas Exploration and Production.	SH	Against	Against	Against	
6	Report on Climate Change	SH	Against	For	For	
	Report on Climate Change SH Against For  Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information on the company's plans regarding aligning its GHG emissions with the Paris Agreement climate goals.					
7	Amend Shareholder Written Consent Provisions	SH	Against	Against	Against	
8	Report on Charitable Contributions	SH	Against	Against	Against	
9	Report on Gender/Racial Pay Gap	SH	Against	Against	Against	

# **Kilroy Realty Corporation**

Meeting Date: 05/19/2020

Country: USA

Primary Security ID: 49427F108

Record Date: 03/06/2020

Meeting Type: Annual

Ticker: KRC

Shares Voted: 22,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director John Kilroy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Edward Brennan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Jolie Hunt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Scott Ingraham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1e	Elect Director Gary Stevenson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1f	Elect Director Peter Stoneberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Kilroy Realty Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	
	Voter Rationale: Following the failed 2019 say-on-responsiveness by disclosing engagement efforts a positive changes to the pay program to address th modified the COO's employment agreement withour provision. Therefore, a vote AGAINST this proposal	nd the specific feedback e concerns raised by the ut removing the entitlem	k received from shareholders, e shareholders. However, the	and by implementing company recently		
3	Amend Omnibus Stock Plan	Mgmt	For	For	For	
4	Increase Authorized Common Stock	Mgmt	For	For	For	
5	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For	

# **Knight-Swift Transportation Holdings Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/20/2020

Country: USA

Primary Security ID: 499049104

Meeting Type: Annual

Ticker: KNX

Shares Voted: 29,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David Jackson	Mgmt	For	For	For
1.2	Elect Director Kevin Knight	Mgmt	For	For	For
1.3	Elect Director Roberta Roberts Shank	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	of directors.			
5	Amend Omnibus Stock Plan	Mgmt	For	For	For
6	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted g	niven that the ability to act	by written consent would enhance		

voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### Landstar System, Inc.

**Meeting Date:** 05/19/2020 **Record Date:** 03/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 515098101

Ticker: LSTR

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Landstar System, Inc.

Shares Voted: 9,400

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio		
Elect Director David G. Bannister	Mgmt	For	For	For		
Voter Rationale: A vote FOR the director nominees is warranted.						
Elect Director George P. Scanlon	Mgmt	For	For	For		
Voter Rationale: A vote FOR the director nominees is	warranted.					
Ratify KPMG LLP as Auditors	Mgmt	For	For	For		
Amend Omnibus Stock Plan	Mgmt	For	For	For		
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
	Proposal Text  Elect Director David G. Bannister  Voter Rationale: A vote FOR the director nominees is  Elect Director George P. Scanlon  Voter Rationale: A vote FOR the director nominees is  Ratify KPMG LLP as Auditors  Amend Omnibus Stock Plan  Advisory Vote to Ratify Named Executive	Elect Director David G. Bannister Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George P. Scanlon Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt  Amend Omnibus Stock Plan Mgmt  Advisory Vote to Ratify Named Executive Mgmt	Elect Director David G. Bannister Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George P. Scanlon Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt For  Amend Omnibus Stock Plan Mgmt For  Advisory Vote to Ratify Named Executive Mgmt For	Proposal Text Proponent Mgmt Rec Policy Rec  Elect Director David G. Bannister Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George P. Scanlon Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify KPMG LLP as Auditors Mgmt For For  Amend Omnibus Stock Plan Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For		

# **Mid-America Apartment Communities, Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/13/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 59522J103

Ticker: MAA

Shares Voted: 7,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Russell R. French	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director Alan B. Graf, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Toni Jennings	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1e	Elect Director James K. Lowder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1f	Elect Director Thomas H. Lowder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
<b>1</b> g	Elect Director Monica McGurk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Mid-America Apartment Communities, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
1h	Elect Director Claude B. Nielsen	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	s warranted.						
<b>1</b> i	Elect Director Philip W. Norwood	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	s warranted.						
1j	Elect Director W. Reid Sanders	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	s warranted.						
1k	Elect Director Gary Shorb	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is	s warranted.						
11	Elect Director David P. Stockert	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For			

# Nasdaq, Inc.

**Meeting Date:** 05/19/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 631103108

Ticker: NDAQ

Shares Voted: 11,428

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Melissa M. Arnoldi	Mgmt	For	For	For
1b	Elect Director Charlene T. Begley	Mgmt	For	For	For
1c	Elect Director Steven D. Black	Mgmt	For	For	For
1d	Elect Director Adena T. Friedman	Mgmt	For	For	For
1e	Elect Director Essa Kazim	Mgmt	For	For	For
1f	Elect Director Thomas A. Kloet	Mgmt	For	For	For
1g	Elect Director John D. Rainey	Mgmt	For	For	For
1h	Elect Director Michael R. Splinter	Mgmt	For	For	For
1i	Elect Director Jacob Wallenberg	Mgmt	For	For	For
1j	Elect Director Alfred W. Zollar	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Nasdaq, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **NiSource Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/24/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 65473P105

Ticker: NI

Shares Voted: 25,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter A. Altabef	Mgmt	For	For	For
1b	Elect Director Theodore H. Bunting, Jr.	Mgmt	For	For	For
1c	Elect Director Eric L. Butler	Mgmt	For	For	For
1d	Elect Director Aristides S. Candris	Mgmt	For	For	For
1e	Elect Director Wayne S. DeVeydt	Mgmt	For	For	For
1f	Elect Director Joseph Hamrock	Mgmt	For	For	For
1g	Elect Director Deborah A. Henretta	Mgmt	For	For	For
1h	Elect Director Deborah A. P. Hersman	Mgmt	For	For	For
1i	Elect Director Michael E. Jesanis	Mgmt	For	For	For
1j	Elect Director Kevin T. Kabat	Mgmt	For	For	For
1k	Elect Director Carolyn Y. Woo	Mgmt	For	For	For
11	Elect Director Lloyd M. Yates	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **NiSource Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **Pebblebrook Hotel Trust**

**Meeting Date:** 05/19/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 70509V100

Ticker: PEB

Shares Voted: 31,067

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jon E. Bortz	Mgmt	For	For	For
1b	Elect Director Cydney C. Donnell	Mgmt	For	For	For
1c	Elect Director Ron E. Jackson	Mgmt	For	For	For
1d	Elect Director Phillip M. Miller	Mgmt	For	For	For
1e	Elect Director Michael J. Schall	Mgmt	For	For	For
1f	Elect Director Bonny W. Simi	Mgmt	For	For	For
1g	Elect Director Earl E. Webb	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Principal Financial Group, Inc.**

**Meeting Date:** 05/19/2020 **Record Date:** 03/25/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 74251V102

Ticker: PFG

Shares Voted: 16,254

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1.1	Elect Director Jonathan S. Auerbach	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.2	Elect Director Jocelyn Carter-Miller	Mgmt	For	For	For		

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Principal Financial Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Scott M. Mills	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Approve Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Quest Diagnostics Incorporated**

Meeting Date: 05/19/2020 Record Date: 03/20/2020 Country: USA

Primary Security ID: 74834L100

Meeting Type: Annual

Ticker: DGX

Shares Voted: 9,103

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Vicky B. Gregg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.2	Elect Director Wright L. Lassiter, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.3	Elect Director Timothy L. Main	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.4	Elect Director Denise M. Morrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Gary M. Pfeiffer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director Timothy M. Ring	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.7	Elect Director Stephen H. Rusckowski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.8	Elect Director Daniel C. Stanzione	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Quest Diagnostics Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Helen I. Torley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.10	Elect Director Gail R. Wilensky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

# **The Allstate Corporation**

Meeting Date: 05/19/2020 Record Date: 03/20/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 020002101

Ticker: ALL

Shares Voted: 21,934

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Kermit R. Crawford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Michael L. Eskew	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Margaret M. Keane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Siddharth N. (Bobby) Mehta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Jacques P. Perold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Andrea Redmond	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Gregg M. Sherrill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Judith A. Sprieser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Allstate Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Perry M. Traquina	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1j	Elect Director Thomas J. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# The Gap, Inc.

**Meeting Date:** 05/19/2020 **Record Date:** 03/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 364760108

Ticker: GPS

Shares Voted: 14,429

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Amy Bohutinsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director John J. Fisher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			
1c	Elect Director Robert J. Fisher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director William S. Fisher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Tracy Gardner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Isabella D. Goren	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Bob L. Martin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Amy Miles	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The Gap, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Jorge P. Montoya	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Chris O'Neill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Mayo A. Shattuck, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
11	Elect Director Elizabeth A. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1m	Elect Director Sonia Syngal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## The GEO Group, Inc.

Meeting Date: 05/19/2020 Record Date: 03/11/2020 Country: USA

Primary Security ID: 36162J106

Meeting Type: Annual

Ticker: GEO

Shares Voted: 23,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director Anne N. Foreman	Mgmt	For	For	For	
	Voter Rationale: WITHHOLD votes are warranted for non-independent director nominees George Zoley, Jose Gordo, Scott Kernan, and Julie Myers Wood for failing to establish a board on which a majority of the directors are independent directors. A vote FOR the remaining director nominees is warranted.					
1.2	Elect Director Richard H. Glanton	Mgmt	For	For	For	
	Voter Rationale: WITHHOLD votes are warranted for no Kernan, and Julie Myers Wood for failing to establish a vote FOR the remaining director nominees is warranted	board on which a majority	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
1.3	Elect Director Jose Gordo	Mgmt	For	For	For	
1.4	Elect Director Scott Kernan	Mgmt	For	For	For	
1.5	Elect Director Guido Van Hauwermeiren	Mgmt	For	For	For	

Voter Rationale: WITHHOLD votes are warranted for non-independent director nominees George Zoley, Jose Gordo, Scott Kernan, and Julie Myers Wood for failing to establish a board on which a majority of the directors are independent directors. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The GEO Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.6	Elect Director Christopher C. Wheeler	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for n Kernan, and Julie Myers Wood for failing to establish a vote FOR the remaining director nominees is warranted	board on which a majority		1	
1.7	Elect Director Julie Myers Wood	Mgmt	For	For	For
1.8	Elect Director George C. Zoley	Mgmt	For	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

## Vishay Intertechnology, Inc.

**Meeting Date:** 05/19/2020 **Record Date:** 03/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 928298108

Ticker: VSH

Shares Voted: 31,514

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Michael J. Cody	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Abraham Ludomirski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Raanan Zilberman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Jeffrey H. Vanneste	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Akamai Technologies, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 00971T101

Ticker: AKAM

Shares Voted: 10,948

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Tom Killalea	Mgmt	For	For	For
1.2	Elect Director Tom Leighton	Mgmt	For	For	For
1.3	Elect Director Jonathan Miller	Mgmt	For	For	For
1.4	Elect Director Monte Ford	Mgmt	For	For	For
1.5	Elect Director Madhu Ranganathan	Mgmt	For	For	For
1.6	Elect Director Fred Salerno	Mgmt	For	For	For
1.7	Elect Director Ben Verwaayen	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### Align Technology, Inc.

**Meeting Date:** 05/20/2020 **Record Date:** 03/25/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 016255101

Ticker: ALGN

Shares Voted: 4,550

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Red	Vote c Instruct
1.1	Elect Director Kevin J. Dallas	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of warranted, in light of the committee's insufficient with shareholders following the annual meet the committee has made meaningful change nominees is warranted.	ficient response to last year's fating, and disclosed the feedba	failed say-on-pay proposal. While nck received in the proxy statemen	the board engaged nt, it is not clear that	

Voter Rationale: Votes AGAINST members of the compensation committee George Morrow, Andrea Saia, and Greg Santora are warranted, in light of the committee's insufficient response to last year's failed say-on-pay proposal. While the board engaged with shareholders following the annual meeting, and disclosed the feedback received in the proxy statement, it is not clear that the committee has made meaningful changes to executive compensation practices. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Align Technology, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.3	Elect Director Joseph Lacob	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the compete warranted, in light of the committee's insufficient responsith shareholders following the annual meeting, and distinct the committee has made meaningful changes to execut nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
1.4	Elect Director C. Raymond Larkin, Jr.	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the compe warranted, in light of the committee's insufficient respoi with shareholders following the annual meeting, and dis the committee has made meaningful changes to execut nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
1.5	Elect Director George J. Morrow	Mgmt	For	For	For
1.6	Elect Director Anne M. Myong	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the compet warranted, in light of the committee's insufficient responsith with shareholders following the annual meeting, and distinct the committee has made meaningful changes to execution nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
1.7	Elect Director Thomas M. Prescott	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the compe warranted, in light of the committee's insufficient respoi with shareholders following the annual meeting, and dis the committee has made meaningful changes to execut nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
1.8	Elect Director Andrea L. Saia	Mgmt	For	For	For
1.9	Elect Director Greg J. Santora	Mgmt	For	For	For
1.10	Elect Director Susan E. Siegel	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the competer warranted, in light of the committee's insufficient responsith shareholders following the annual meeting, and distinct the committee has made meaningful changes to execut nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
1.11	Elect Director Warren S. Thaler	Mgmt	For	For	For
	Voter Rationale: Votes AGAINST members of the compe warranted, in light of the committee's insufficient respon with shareholders following the annual meeting, and dis the committee has made meaningful changes to execut nominees is warranted.	nse to last year's failed say sclosed the feedback recei	r-on-pay proposal. While the board engaged wed in the proxy statement, it is not clear that		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Financial Group, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/27/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 025932104

Ticker: AFG

Shares Voted: 17,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Carl H. Lindner, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director S. Craig Lindner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Kenneth C. Ambrecht	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director John B. Berding	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Joseph E. (Jeff) Consolino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Virginia C. "Gina" Drosos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director James E. Evans	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Terry S. Jacobs	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Gregory G. Joseph	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Mary Beth Martin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director William W. Verity	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.12	Elect Director John I. Von Lehman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Amphenol Corporation**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 032095101

Ticker: APH

Shares Voted: 20,090

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Stanley L. Clark	Mgmt	For	For	For
1.2	Elect Director John D. Craig	Mgmt	For	For	For
1.3	Elect Director David P. Falck	Mgmt	For	For	For
1.4	Elect Director Edward G. Jepsen	Mgmt	For	For	For
1.5	Elect Director Robert A. Livingston	Mgmt	For	For	For
1.6	Elect Director Martin H. Loeffler	Mgmt	For	For	For
1.7	Elect Director R. Adam Norwitt	Mgmt	For	For	For
1.8	Elect Director Anne Clarke Wolff	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the reduction to a 15 percent threshold to call a special meeting would improve shareholder rights.

### **Boston Properties, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/25/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 101121101

Ticker: BXP

Shares Voted: 9,023

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Joel I. Klein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Kelly A. Ayotte	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Bruce W. Duncan	Mgmt	For	For	For
	Votos Bationalas A voto FOR the disastes naminos is s				

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Boston Properties, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1d	Elect Director Karen E. Dykstra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Carol B. Einiger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Diane J. Hoskins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Douglas T. Linde	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Matthew J. Lustig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Owen D. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director David A. Twardock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director William H. Walton, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

## CenturyLink, Inc.

Meeting Date: 05/20/2020 Record Date: 03/26/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 156700106

Ticker: CTL

Shares Voted: 61,727

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1a	Elect Director Martha H. Bejar	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Virginia Boulet	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is v	varranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### CenturyLink, Inc.

Elect Director Peter C. Brown   Mgmt   For   For	Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruct		
Elect Director Kevin P. Chilton Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Steven "Terry" Clontz Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  If Elect Director T. Michael Glenn Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ig Elect Director W. Bruce Hanks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ih Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ii Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ij Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ij Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ik Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1c	Elect Director Peter C. Brown	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1e Elect Director Steven "Terry" Clontz Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director T. Michael Glenn Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director W. Bruce Hanks Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director Hal S. Jones Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is	warranted.						
Elect Director Steven "Terry" Clontz   Mgmt   For   For	1d	Elect Director Kevin P. Chilton	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1f Elect Director T. Michael Glenn Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director W. Bruce Hanks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is	warranted.						
If Elect Director T. Michael Glenn Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ig Elect Director W. Bruce Hanks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ih Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ii Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ij Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ik Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1e	Elect Director Steven "Terry" Clontz	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1g Elect Director W. Bruce Hanks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is	warranted.						
Elect Director W. Bruce Hanks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1f	Elect Director T. Michael Glenn	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1h Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is	warranted.						
1h Elect Director Hal S. Jones Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1g	Elect Director W. Bruce Hanks	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1i Elect Director Michael J. Roberts Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is warranted.							
1i       Elect Director Michael J. Roberts       Mgmt       For       For         Voter Rationale: A vote FOR the director nominees is warranted.         1j       Elect Director Laurie A. Siegel       Mgmt       For       For         Voter Rationale: A vote FOR the director nominees is warranted.         1k       Elect Director Jeffrey K. Storey       Mgmt       For       For         Voter Rationale: A vote FOR the director nominees is warranted.	1h	Elect Director Hal S. Jones	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is	warranted.						
1j Elect Director Laurie A. Siegel Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1i	Elect Director Michael J. Roberts	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.  1k Elect Director Jeffrey K. Storey Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is warranted.							
1k Elect Director Jeffrey K. Storey Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.	1j	Elect Director Laurie A. Siegel	Mgmt	For		For	For		
Voter Rationale: A vote FOR the director nominees is warranted.		Voter Rationale: A vote FOR the director nominees is warranted.							
	1k	Elect Director Jeffrey K. Storey	Mgmt	For		For	For		
2 Ratify KPMG LLP as Auditors Mgmt For For		Voter Rationale: A vote FOR the director nominees is warranted.							
	2	Ratify KPMG LLP as Auditors	Mgmt	For		For	For		
3 Amend Omnibus Stock Plan Mgmt For For	3	Amend Omnibus Stock Plan	Mgmt	For		For	For		
4 Advisory Vote to Ratify Named Executive Mgmt For Against Officers' Compensation	4		Mgmt	For		Against	Against		

Voter Rationale: A vote AGAINST this proposal is warranted. Following the failed say-on-pay vote in 2019, the company engaged with a significant portion of its shareholder base, and made changes to address certain concerns, which primarily focused around the structure of the pay program for 2020. Further, the company discontinued the use of one-time awards to NEOs. However, new concerns are raised with regard to FY19 pay programs. First, the long-term incentive target allows the CEO to earn a target payout for EBITDA growth of 0 percent and a portion of the award, even if growth is negative. This concern is magnified as the run rate goal is the only metric in the current LTI program and makes up a significant portion of the CEO's total pay. A portion of the performance award vesting in 2019 was also based on EBITDA run rate and awards were earned well above target, for EBITDA run rate growth of over 7 percent. Goal rigor concerns are also raised in the annual incentive program, where the free cash flow goal was set below last year's performance, and then achieved above target. The company did provide a supplemental filing on May 4, 2020, with additional details surrounding the lowered goals. The filing states that the target was lower than the previous year's result "because 2018 Free Cash Flow results included one-time benefits from \$674 million of one-time tax refunds and lower incentive bonus payments." While the company will make positive changes to incentive programs for 2020, including moving to a three-year performance period for long-term incentives, forward-looking goals will not be disclosed for the cumulative EBITDA goal for 2020, which may make it difficult for shareholders to assess if the goal rigor issue is limited to 2019 awards. In light of the concerns, support for this proposal is not warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CF Industries Holdings, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/27/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 125269100

Ticker: CF

Shares Voted: 13,680

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Javed Ahmed	Mgmt	For	For	For
1b	Elect Director Robert C. Arzbaecher	Mgmt	For	For	For
1c	Elect Director William Davisson	Mgmt	For	For	For
1d	Elect Director John W. Eaves	Mgmt	For	For	For
1e	Elect Director Stephen A. Furbacher	Mgmt	For	For	For
1f	Elect Director Stephen J. Hagge	Mgmt	For	For	For
1g	Elect Director Anne P. Noonan	Mgmt	For	For	For
1h	Elect Director Michael J. Toelle	Mgmt	For	For	For
1i	Elect Director Theresa E. Wagler	Mgmt	For	For	For
1j	Elect Director Celso L. White	Mgmt	For	For	For
1k	Elect Director W. Anthony Will	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **Chubb Limited**

**Meeting Date:** 05/20/2020 **Record Date:** 03/27/2020

**Country:** Switzerland **Meeting Type:** Annual

Primary Security ID: H1467J104

Ticker: CB

Shares Voted: 28,537

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
2.1	Allocate Disposable Profit	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Chubb Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2.2	Approve Dividend Distribution From Legal Reserves Through Capital Contributions Reserve Subaccount	Mgmt	For	For	For
3	Approve Discharge of Board of Directors	Mgmt	For	For	For
4.1	Ratify PricewaterhouseCoopers AG (Zurich) as Statutory Auditor	Mgmt	For	For	For
4.2	Ratify PricewaterhouseCoopers LLP (United States) as Independent Registered Accounting Firm	Mgmt	For	For	For
4.3	Ratify BDO AG (Zurich) as Special Audit Firm	Mgmt	For	For	For
5.1	Elect Director Evan G. Greenberg	Mgmt	For	For	For
5.2	Elect Director Michael G. Atieh	Mgmt	For	For	For
5.3	Elect Director Sheila P. Burke	Mgmt	For	For	For
5.4	Elect Director James I. Cash	Mgmt	For	For	For
5.5	Elect Director Mary Cirillo	Mgmt	For	For	For
5.6	Elect Director Michael P. Connors	Mgmt	For	For	For
5.7	Elect Director John A. Edwardson	Mgmt	For	For	For
5.8	Elect Director Robert J. Hugin	Mgmt	For	For	For
5.9	Elect Director Robert W. Scully	Mgmt	For	For	For
5.10	Elect Director Eugene B. Shanks, Jr.	Mgmt	For	For	For
5.11	Elect Director Theodore E. Shasta	Mgmt	For	For	For
5.12	Elect Director David H. Sidwell	Mgmt	For	For	For
5.13	Elect Director Olivier Steimer	Mgmt	For	For	For
5.14	Elect Director Frances F. Townsend	Mgmt	For	For	For
6	Elect Evan G. Greenberg as Board Chairman	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST the election of Evan C Greenberg serves as the company's CEO.	G. Greenberg as chairman	of the board is warranted given that		
7.1	Elect Michael P. Connors as Member of the Compensation Committee	Mgmt	For	For	For
7.2	Elect Mary Cirillo as Member of the Compensation Committee	Mgmt	For	For	For
7.3	Elect John A. Edwardson as Member of the Compensation Committee	Mgmt	For	For	For
7.4	Elect Frances F. Townsend as Member of the Compensation Committee	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Chubb Limited**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Designate Homburger AG as Independent Proxy	Mgmt	For	For	For
9	Issue Shares Without Preemptive Rights	Mgmt	For	For	For
10	Approve CHF 52,613,190.00 Reduction in Share Capital via Cancellation in Nominal Value of CHF 24.15 each	Mgmt	For	For	For
11.1	Approve the Maximum Aggregate Remuneration of Directors	Mgmt	For	For	For
11.2	Approve Remuneration of Executive Management in the Amount of USD 46 Million for Fiscal 2021	Mgmt	For	For	For
12	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
13	Transact Other Business (Voting)	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted, as proposals which are detrimental to shareholder value may arise without shareholders having the opportunity to make a fully informed vote on the issue.

### **Core Laboratories N.V.**

**Meeting Date:** 05/20/2020 **Record Date:** 04/22/2020

**Country:** Netherlands **Meeting Type:** Annual

Primary Security ID: N22717107

Ticker: CLB

Shares Voted: 10,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Harvey Klingensmith	Mgmt	For	For	For
1b	Elect Director Monique van Dijken Eeuwijk	Mgmt	For	For	For
2	Ratify KPMG as Auditors	Mgmt	For	For	For
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Approve Cancellation of Repurchased Shares	Mgmt	For	For	For
5	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
6	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital	Mgmt	For	For	For
7	Authorize Board to Exclude Preemptive Rights from Share Issuances	Mgmt	For	For	For
8a	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Core Laboratories N.V.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8b	Approve Remuneration Report	Mgmt	For	For	For
8c	Approve Remuneration Policy for Management Board and Supervisory Board	Mgmt	For	For	For
9	Amend Omnibus Stock Plan	Mgmt	For	For	For

## **CoreSite Realty Corporation**

**Meeting Date:** 05/20/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 21870Q105

Ticker: COR

Shares Voted: 9,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Robert G. Stuckey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Paul E. Szurek	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director James A. Attwood, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Jean A. Bua	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Kelly C. Chambliss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Michael R. Koehler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director J. David Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director David A. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **DENTSPLY SIRONA Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 24906P109

Ticker: XRAY

Shares Voted: 14,999

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Michael C. Alfano	Mgmt	For	For	For
1b	Elect Director Eric K. Brandt	Mgmt	For	For	For
1c	Elect Director Donald M. Casey, Jr.	Mgmt	For	For	For
1d	Elect Director Willie A. Deese	Mgmt	For	For	For
1e	Elect Director Betsy D. Holden	Mgmt	For	For	For
1f	Elect Director Arthur D. Kowaloff	Mgmt	For	For	For
1g	Elect Director Harry M. Jansen Kraemer, Jr.	Mgmt	For	For	For
1h	Elect Director Gregory T. Lucier	Mgmt	For	For	For
1i	Elect Director Francis J. Lunger	Mgmt	For	For	For
1j	Elect Director Leslie F. Varon	Mgmt	For	For	For
1k	Elect Director Janet S. Vergis	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Equitrans Midstream Corporation**

**Meeting Date:** 05/20/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 294600101

Ticker: ETRN

Shares Voted: 39,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Vicky A. Bailey	Mgmt	For	For	For
1.2	Elect Director Sarah M. Barpoulis	Mgmt	For	For	For
	Voter Rationale: WITHHOLD votes are warranted for go Kenneth Burke given the board's failure to remove, or senact certain changes to the governing documents which director nominees is warranted.	ubject to a sunset requirer	ment, the supermajority vote requirement to		
1.3	Elect Director Kenneth M. Burke	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Equitrans Midstream Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.4	Elect Director Patricia K. Collawn	Mgmt	For	For	For
	Kenneth Burke given the board's failure to remove, or su	ıbject to a sunset requirer	ment, the supermajority vote requirement to		
1.5	Elect Director Margaret K. Dorman	Mgmt	For	For	For
	Kenneth Burke given the board's failure to remove, or su	ıbject to a sunset requirer	ment, the supermajority vote requirement to		
1.6	Elect Director Thomas F. Karam	Mgmt	For	For	For
	For   For				
1.7	Elect Director D. Mark Leland	Mgmt	For	For	For
	Kenneth Burke given the board's failure to remove, or so enact certain changes to the governing documents which	ıbject to a sunset requirer	ment, the supermajority vote requirement to		
1.8	Elect Director Norman J. Szydlowski	Mgmt	For	For	For
	Kenneth Burke given the board's failure to remove, or so enact certain changes to the governing documents which	ıbject to a sunset requirer	ment, the supermajority vote requirement to		
1.9	Elect Director Robert F. Vagt	Mgmt	For	For	For
2	· · · · · · · · · · · · · · · · · · ·	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Exelixis, Inc.**

Meeting Date: 05/20/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 30161Q104

Ticker: EXEL

Shares Voted: 72,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Charles Cohen	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Exelixis, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Carl B. Feldbaum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Maria C. Freire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Alan M. Garber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Vincent T. Marchesi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Michael M. Morrissey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Stelios Papadopoulos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director George Poste	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Julie Anne Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Lance Willsey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Jack L. Wyszomierski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## Foot Locker, Inc.

Meeting Date: 05/20/2020 Record Date: 03/23/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 344849104

Ticker: FL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Foot Locker, Inc.

Shares Voted: 25,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Maxine Clark	Mgmt	For	For	For
1B	Elect Director Alan D. Feldman	Mgmt	For	For	For
1C	Elect Director Richard A. Johnson	Mgmt	For	For	For
1D	Elect Director Guillermo G. Marmol	Mgmt	For	For	For
1E	Elect Director Matthew M. McKenna	Mgmt	For	For	For
1F	Elect Director Darlene Nicosia	Mgmt	For	For	For
1G	Elect Director Steven Oakland	Mgmt	For	For	For
1H	Elect Director Ulice Payne, Jr.	Mgmt	For	For	For
1I	Elect Director Kimberly Underhill	Mgmt	For	For	For
1J	Elect Director Tristan Walker	Mgmt	For	For	For
1K	Elect Director Dona D. Young	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

## **Ingredion Incorporated**

**Meeting Date:** 05/20/2020 **Record Date:** 03/26/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 457187102

Ticker: INGR

Shares Voted: 15,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Luis Aranguren-Trellez	Mgmt	For	For	For
Number Proposal Text Proponent Mgmt Rec Policy Rec Instruction					
1b	Elect Director David B. Fischer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	Anguren-Trellez Mgmt For			
1c	Elect Director Paul Hanrahan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Rhonda L. Jordan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Ingredion Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Gregory B. Kenny	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Barbara A. Klein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Victoria J. Reich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Stephan B. Tanda	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
<b>1</b> i	Elect Director Jorge A. Uribe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Dwayne A. Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director James P. Zallie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Insperity, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/31/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 45778Q107

Ticker: NSP

Shares Voted: 9,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Timothy T. Clifford	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Ellen H. Masterson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Latha Ramchand	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	I vote FOR the director nominees is warranted.  en H. Masterson Mgmt For For For Vote FOR the director nominees is warranted.  tha Ramchand Mgmt For For For Vote FOR the director nominees is warranted.  Ratify Named Executive Mgmt For			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Insperity, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Molson Coors Beverage Company**

**Meeting Date:** 05/20/2020 **Record Date:** 03/26/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 60871R209

Ticker: TAP

Shares Voted: 11,832

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Roger G. Eaton	Mgmt	For	For	For
	Proposal Text Proponent Mgmt Rec Policy Rec				
1.2	Elect Director Charles M. Herington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director H. Sanford Riley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2		Mgmt	For	For	For

## **National Oilwell Varco, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 637071101

Ticker: NOV

Shares Voted: 26,109

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1A	Elect Director Clay C. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1B	Elect Director Greg L. Armstrong	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1C	Elect Director Marcela E. Donadio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1D	Elect Director Ben A. Guill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **National Oilwell Varco, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1E	Elect Director James T. Hackett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1F	Elect Director David D. Harrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1G	Elect Director Eric L. Mattson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1H	Elect Director Melody B. Meyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1I	Elect Director William R. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

## **Navient Corporation**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

Country: USA

Primary Security ID: 63938C108

Meeting Type: Annual Ticker: NAVI

Shares Voted: 40,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Frederick Arnold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Anna Escobedo Cabral	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Larry A. Klane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Katherine A. Lehman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Linda A. Mills	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Navient Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director John (Jack) F. Remondi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Jane J. Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Laura S. Unger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director David L Yowan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

## Nordstrom, Inc.

**Meeting Date:** 05/20/2020 **Record Date:** 03/11/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 655664100

Ticker: JWN

Shares Voted: 6,791

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Shellye L. Archambeau	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Stacy Brown-Philpot	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Tanya L. Domier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director James L. Donald	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Kirsten A. Green	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Glenda G. McNeal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Nordstrom, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1g	Elect Director Erik B. Nordstrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1h	Elect Director Peter E. Nordstrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1i	Elect Director Brad D. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1j	Elect Director Bradley D. Tilden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1k	Elect Director Mark J. Tritton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estimate (EPSC), a vote AGAINST this proposal is warranted excessively dilutive (overriding factor); * The plan co disclosure of change-in-control ("CIC") vesting treating	due to the following key ost is excessive; * The	factor(s): * The equity p	rogram is estimated to be	
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

## **Northrop Grumman Corporation**

Meeting Date: 05/20/2020 Record Date: 03/24/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 666807102

Ticker: NOC

Shares Voted: 10,622

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kathy J. Warden	Mgmt	For	For	For
1.2	Elect Director Marianne C. Brown	Mgmt	For	For	For
1.3	Elect Director Donald E. Felsinger	Mgmt	For	For	For
1.4	Elect Director Ann M. Fudge	Mgmt	For	For	For
1.5	Elect Director Bruce S. Gordon	Mgmt	For	For	For
1.6	Elect Director William H. Hernandez	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Northrop Grumman Corporation**

Shareholders to Request Action by Written

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Madeleine A. Kleiner	Mgmt	For	For	For
1.8	Elect Director Karl J. Krapek	Mgmt	For	For	For
1.9	Elect Director Gary Roughead	Mgmt	For	For	For
1.10	Elect Director Thomas M. Schoewe	Mgmt	For	For	For
1.11	Elect Director James S. Turley	Mgmt	For	For	For
1.12	Elect Director Mark A. Welsh, III	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Report on Human Rights Impact Assessment	SH	Against	For	For
Voter Rationale: A vote FOR this proposal is warranted, as additional information regarding the processes the company uses to assess human rights impacts in its operations and supply chain would allow shareholders to better gauge how well Northrop Grumman is managing human rights related risks.					
5	Reduce Ownership Threshold for	SH	Against	Against	Against

## **NOW Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 04/01/2020

Consent

**Country:** USA **Meeting Type:** Annual Primary Security ID: 67011P100

Ticker: DNOW

Shares Voted: 25,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1A	Elect Director Richard Alario	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1B	Elect Director Paul Coppinger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1C	Elect Director Rodney Eads	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **NOW Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Declassify the Board of Directors	Mgmt	For	For	For

Voter Rationale: New Mexico favours unclassified board of directors.

## **Old Dominion Freight Line, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 679580100

Ticker: ODFL

Shares Voted: 4,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sherry A. Aaholm	Mgmt	For	For	For
1.2	Elect Director Earl E. Congdon	Mgmt	For	For	For
1.3	Elect Director David S. Congdon	Mgmt	For	For	For
1.4	Elect Director John R. Congdon, Jr.	Mgmt	For	For	For
1.5	Elect Director Bradley R. Gabosch	Mgmt	For	For	For
1.6	Elect Director Greg C. Gantt	Mgmt	For	For	For
1.7	Elect Director Patrick D. Hanley	Mgmt	For	For	For
1.8	Elect Director John D. Kasarda	Mgmt	For	For	For
1.9	Elect Director Wendy T. Stallings	Mgmt	For	For	For
1.10	Elect Director Leo H. Suggs	Mgmt	For	For	For
1.11	Elect Director D. Michael Wray	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Increase Authorized Common Stock	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

## **ONEOK, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 682680103

Ticker: OKE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **ONEOK, Inc.**

Shares Voted: 27,310

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Brian L. Derksen	Mgmt	For	For	For
1.2	Elect Director Julie H. Edwards	Mgmt	For	For	For
1.3	Elect Director John W. Gibson	Mgmt	For	For	For
1.4	Elect Director Mark W. Helderman	Mgmt	For	For	For
1.5	Elect Director Randall J. Larson	Mgmt	For	For	For
1.6	Elect Director Steven J. Malcolm	Mgmt	For	For	For
1.7	Elect Director Jim W. Mogg	Mgmt	For	For	For
1.8	Elect Director Pattye L. Moore	Mgmt	For	For	For
1.9	Elect Director Gary D. Parker	Mgmt	For	For	For
1.10	Elect Director Eduardo A. Rodriguez	Mgmt	For	For	For
1.11	Elect Director Terry K. Spencer	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Pinnacle West Capital Corporation**

**Meeting Date:** 05/20/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 723484101

Ticker: PNW

Shares Voted: 7,060

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Glynis A. Bryan	Mgmt	For	For	For
1.2	Elect Director Denis A. Cortese	Mgmt	For	For	For
1.3	Elect Director Richard P. Fox	Mgmt	For	For	For
1.4	Elect Director Jeffrey B. Guldner	Mgmt	For	For	For
1.5	Elect Director Dale E. Klein	Mgmt	For	For	For
1.6	Elect Director Humberto S. Lopez	Mgmt	For	For	For
1.7	Elect Director Kathryn L. Munro	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Pinnacle West Capital Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Bruce J. Nordstrom	Mgmt	For	For	For
1.9	Elect Director Paula J. Sims	Mgmt	For	For	For
1.10	Elect Director James E. Trevathan, Jr.	Mgmt	For	For	For
1.11	Elect Director David P. Wagener	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it would further enhance the existing shareholder right to call special meetings.

## **Reinsurance Group of America, Incorporated**

**Meeting Date:** 05/20/2020 **Record Date:** 03/17/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 759351604

Ticker: RGA

Shares Voted: 12,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pina Albo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Christine R. Detrick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director J. Cliff Eason	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director John J. Gauthier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Anna Manning	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Hazel M. McNeilage	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Steven C. Van Wyk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Reinsurance Group of America, Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Articles of Incorporation to Allow Special Meetings be Called from Time to Time and to Remove Certain Provisions	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **Reliance Steel & Aluminum Co.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/31/2020

Country: USA

Primary Security ID: 759509102

Ticker: RS

Meeting Type: Annual

Shares Voted: 15,875

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Sarah J. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1b	Elect Director Lisa L. Baldwin	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1c	Elect Director Karen W. Colonias	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1d	Elect Director John G. Figueroa	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1e	Elect Director David H. Hannah	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1f	Elect Director James D. Hoffman	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
1g	Elect Director Mark V. Kaminski	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	rranted			
1h	Elect Director Robert A. McEvoy	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			
<b>1</b> i	Elect Director Andrew G. Sharkey, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is war	ranted			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Reliance Steel & Aluminum Co.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Douglas W. Stotlar	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is w	varranted			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For
6	Amend Proxy Access Right	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

## **Robert Half International Inc.**

Meeting Date: 05/20/2020 Record Date: 03/27/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 770323103

Ticker: RHI

Shares Voted: 7,353

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Julia L. Coronado	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Dirk A. Kempthorne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Harold M. Messmer, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Marc H. Morial	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Barbara J. Novogradac	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Robert J. Pace	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Frederick A. Richman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Robert Half International Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director M. Keith Waddell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **Ross Stores, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 778296103

Ticker: ROST

Shares Voted: 24,490

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Michael Balmuth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director K. Gunnar Bjorklund	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Michael J. Bush	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Norman A. Ferber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1e	Elect Director Sharon D. Garrett	Mgmt	For	For	For
	In Elect Director Michael Balmuth Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director K. Gunnar Bjorklund Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Michael J. Bush Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Norman A. Ferber Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sharon D. Garrett Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Milligan Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Stephen D. Milligan Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Patricia H. Mueller Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Patricia H. Mueller Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George P. Orban Mgmt For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director George P. Orban Mgmt For				
1f	Elect Director Stephen D. Milligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Patricia H. Mueller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director George P. Orban	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1i	Elect Director Gregory L. Quesnel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Ross Stores, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Larree M. Renda	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1k	Elect Director Barbara Rentler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **State Street Corporation**

Meeting Date: 05/20/2020

Country: USA

Primary Security ID: 857477103

**Record Date:** 03/11/2020

Meeting Type: Annual

Ticker: STT

Shares Voted: 22,928

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Patrick de Saint-Aignan	Mgmt	For	For	For
1b	Elect Director Marie A. Chandoha	Mgmt	For	For	For
1c	Elect Director Lynn A. Dugle	Mgmt	For	For	For
1d	Elect Director Amelia C. Fawcett	Mgmt	For	For	For
1e	Elect Director William C. Freda	Mgmt	For	For	For
1f	Elect Director Sara Mathew	Mgmt	For	For	For
1g	Elect Director William L. Meaney	Mgmt	For	For	For
1h	Elect Director Ronald P. O'Hanley	Mgmt	For	For	For
1i	Elect Director Sean O'Sullivan	Mgmt	For	For	For
1j	Elect Director Richard P. Sergel	Mgmt	For	For	For
1k	Elect Director Gregory L. Summe	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **State Street Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warra	nted. Concerns continue t	o be raised regarding the approach for		

Voter Rationale: A vote AGAINST this proposal is warranted. Concerns continue to be raised regarding the approach for determining the CEO's total incentive pay, which is guided by performance assessments but ultimately determined discretionarily. While annual and long-term pay outcomes are now guided by the same scorecard assessment, the majority of the assessment is based on individual performance, and the change does not appear to reduce the discretionary nature of the program. Total incentive awards were below target for a second consecutive year and, although company performance improved in the second half of the year, awards increased significantly from last year's below-target awards amid declining financial performance in several key financial metrics year-over-year. Moreover, the new internally-promoted CEO's total target compensation was set at the same level as his long-tenured predecessor's pay in the prior year, with a significantly greater maximum LTI award opportunity, and company disclosure indicates his salary and total target compensation will increase in

3 Ratify Ernst & Young LLP as Auditors

Mgmt

For

or

For

### The Hartford Financial Services Group, Inc.

Meeting Date: 05/20/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 416515104

Ticker: HIG

Shares Voted: 24,291

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Robert B. Allardice, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Larry D. De Shon	Mgmt	For	For	For
	Tale Elect Director Robert B. Allardice, III Mgmt For For For For Voter Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Carlos Dominguez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Trevor Fetter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Kathryn A. Mikells	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Michael G. Morris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Teresa W. Roseborough	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Virginia P. Ruesterholz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The Hartford Financial Services Group, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1i	Elect Director Christopher J. Swift	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Matt Winter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Greig Woodring	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

## **Thermo Fisher Scientific Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 883556102

Ticker: TMO

Shares Voted: 25,262

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc N. Casper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Nelson J. Chai	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director C. Martin Harris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Tyler Jacks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Judy C. Lewent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Thomas J. Lynch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Jim P. Manzi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Thermo Fisher Scientific Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director James C. Mullen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Lars R. Sorensen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Debora L. Spar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Scott M. Sperling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Dion J. Weisler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

## **United Airlines Holdings, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 04/01/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 910047109

Ticker: UAL

Shares Voted: 13,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Carolyn Corvi	Mgmt	For	For	For
1b	Elect Director Barney Harford	Mgmt	For	For	For
1c	Elect Director Michele J. Hooper	Mgmt	For	For	For
1d	Elect Director Walter Isaacson	Mgmt	For	For	For
1e	Elect Director James A. C. Kennedy	Mgmt	For	For	For
1f	Elect Director J. Scott Kirby	Mgmt	For	For	For
1g	Elect Director Oscar Munoz	Mgmt	For	For	For
1h	Elect Director Edward M. Philip	Mgmt	For	For	For
1i	Elect Director Edward L. Shapiro	Mgmt	For	For	For
1j	Elect Director David J. Vitale	Mgmt	For	For	For
1k	Elect Director James M. Whitehurst	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **United Airlines Holdings, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.	d given that the ability t	to act by written consent woul	d enhance	
5	Ratify Ernst & Young LLP as Auditors Mgmt For For Advisory Vote to Ratify Named Executive Officers' Compensation Provide Right to Act by Written Consent SH Against For  Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance	For			
				•	
6		SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted		,		

how the company's and its trade associations' lobbying positions align with the Paris Agreement, especially in light of the increasing risks to the company related to climate change.

# **Universal Health Services, Inc.**

Meeting Date: 05/20/2020 Record Date: 03/24/2020 Country: USA

Primary Security ID: 913903100

Meeting Type: Annual

Ticker: UHS

Shares Voted: 6,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1	Elect Director Lawrence S. Gibbs	Mgmt	For	For	For
2	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
3	Voter Rationale: Based on evaluation of the estimated of (EPSC), a vote AGAINST this proposal is warranted due three-year average burn rate is excessive; * The disclos The plan allows broad discretion to accelerate vesting.  Advisory Vote to Ratify Named Executive	to the following key facto	r(s): * The plan cost is excessive; * The		Against
	Officers' Compensation  Voter Rationale: A vote AGAINST this proposal is warral concerns regarding pay for the CEO. Total compensation guaranteed annual cash and equity awards of \$1 million may question the incentive and retentive value of continuevel.	n his relatively high, as is a each. Equity awards for	base salary. Further, the CEO receives 2019 were entirely time-based, and investor.	s	
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Verisk Analytics, Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 92345Y106

Ticker: VRSK

Shares Voted: 11,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Christopher M. Foskett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director David B. Wright	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Annell R. Bay	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **Zoetis Inc.**

**Meeting Date:** 05/20/2020 **Record Date:** 03/26/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 98978V103

Ticker: ZTS

Shares Voted: 29,975

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Gregory Norden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Louise M. Parent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Kristin C. Peck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Robert W. Scully	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Alliant Energy Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 03/27/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 018802108

Ticker: LNT

Shares Voted: 15,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Patrick E. Allen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Michael D. Garcia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Singleton B. McAllister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Susan D. Whiting	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Allscripts Healthcare Solutions, Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/27/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 01988P108

Ticker: MDRX

Shares Voted: 38,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1A	Elect Director Mara G. Aspinall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1B	Elect Director Paul M. Black	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1C	Elect Director P. Gregory Garrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1D	Elect Director Jonathan J. Judge	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Allscripts Healthcare Solutions, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voti Poli	ing cy Rec	Vote Instruction
1E	Elect Director Michael A. Klayko	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1F	Elect Director Dave B. Stevens	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1G	Elect Director David D. Stevens	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Amend Omnibus Stock Plan	Mgmt	For	For		For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For		For
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For		For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		For

### Anthem, Inc.

Meeting Date: 05/21/2020 Record Date: 03/16/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 036752103

Ticker: ANTM

Shares Voted: 15,996

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Gail K. Boudreaux	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director R. Kerry Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Robert L. Dixon, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. Lowering the ownership threshold from 20 percent to 10 percent would improve shareholders' ability to use the special meeting right and no single shareholder would be able to act unilaterally to call a special meeting at the proposed threshold.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Belden Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 077454106

Ticker: BDC

Shares Voted: 9,191

Proposal Number	Proposal Text	Proponent	Mgmt Rec		oting olicy Rec	Vote Instruction
1a	Elect Director David J. Aldrich	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1b	Elect Director Lance C. Balk	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1c	Elect Director Steven W. Berglund	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1d	Elect Director Diane D. Brink	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1e	Elect Director Judy L. Brown	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1f	Elect Director Bryan C. Cressey	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1g	Elect Director Jonathan C. Klein	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1h	Elect Director George E. Minnich	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1i	Elect Director John S. Stroup	Mgmt	For	Fo	or	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	Fo	or	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Fo	or	For

## BlackRock, Inc.

Meeting Date: 05/21/2020 Record Date: 03/23/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 09247X101

Ticker: BLK

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# BlackRock, Inc.

Shares Voted: 7,989

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Bader M. Alsaad	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Mathis Cabiallavetta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Pamela Daley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director William S. Demchak	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Jessica P. Einhorn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Laurence D. Fink	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director William E. Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Fabrizio Freda	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Murry S. Gerber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Margaret L. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Robert S. Kapito	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Cheryl D. Mills	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Gordon M. Nixon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1n	Elect Director Charles H. Robbins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
10	Elect Director Marco Antonio Slim Domit	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# BlackRock, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1p	Elect Director Susan L. Wagner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1q	Elect Director Mark Wilson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte LLP as Auditors	Mgmt	For	For	For
4	Report on the Statement on the Purpose of a Corporation	SH	Against	Against	Against

# **CDW Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 03/25/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 12514G108

Ticker: CDW

Shares Voted: 9,050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Steven W. Alesio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Barry K. Allen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Lynda M. Clarizio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Christine A. Leahy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director David W. Nelms	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Joseph R. Swedish	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Donna F. Zarcone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **CDW Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

## **Cinemark Holdings, Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/26/2020

Country: USA

Primary Security ID: 17243V102

Meeting Type: Annual

Ticker: CNK

Shares Voted: 25,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Nancy Loewe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Steven P. Rosenberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Enrique F. Senior	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Nina G. Vaca	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Colfax Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 04/02/2020

**Country:** USA **Meeting Type:** Annual  $\textbf{Primary Security ID:}\ 194014106$ 

Ticker: CFX

Shares Voted: 19,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Mitchell P. Rales	Mgmt	For	For	For
1b	Elect Director Matthew L. Trerotola	Mgmt	For	For	For
1c	Elect Director Patrick W. Allender	Mgmt	For	For	For
1d	Elect Director Thomas S. Gayner	Mgmt	For	Refer	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Colfax Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Rhonda L. Jordan	Mgmt	For	For	For
1f	Elect Director Liam J. Kelly	Mgmt	For	For	For
1g	Elect Director A. Clayton Perfall	Mgmt	For	For	For
1h	Elect Director Didier Teirlinck	Mgmt	For	For	For
1i	Elect Director Rajiv Vinnakota	Mgmt	For	For	For
1j	Elect Director Sharon Wienbar	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **Corporate Office Properties Trust**

**Meeting Date:** 05/21/2020 **Record Date:** 03/12/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 22002T108

Ticker: OFC

Shares Voted: 22,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Thomas F. Brady	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Stephen E. Budorick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director Robert L. Denton, Sr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Philip L. Hawkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director David M. Jacobstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Steven D. Kesler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director C. Taylor Pickett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Corporate Office Properties Trust**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Lisa G. Trimberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Ticker: EGP

# **EastGroup Properties, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/27/2020 Country: USA

**Primary Security ID:** 277276101

Meeting Type: Annual

Shares Voted: 9,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director D. Pike Aloian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director H.C. Bailey, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director H. Eric Bolton, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Donald F. Colleran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Hayden C. Eaves, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director David H. Hoster, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Marshall A. Loeb	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Mary E. McCormick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Leland R. Speed	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **EastGroup Properties, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## Flowers Foods, Inc.

Meeting Date: 05/21/2020 Record Date: 03/19/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 343498101

Ticker: FLO

Shares Voted: 45,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director George E. Deese	Mgmt	For	For	For
1b	Elect Director Rhonda Gass	Mgmt	For	For	For
1c	Elect Director Benjamin H. Griswold, IV	Mgmt	For	For	For
1d	Elect Director Margaret G. Lewis	Mgmt	For	For	For
1e	Elect Director A. Ryals McMullian	Mgmt	For	For	For
1f	Elect Director James T. Spear	Mgmt	For	For	For
1g	Elect Director Melvin T. Stith	Mgmt	For	For	For
1h	Elect Director C. Martin Wood, III	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
4	Reduce Supermajority Vote Requirement	Mgmt	For	For	For

### **Gentex Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 371901109

Ticker: GNTX

Shares Voted: 60,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Leslie Brown	Mgmt	For	For	For
1.2	Elect Director Steve Downing	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Gentex Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Gary Goode	Mgmt	For	For	For
1.4	Elect Director James Hollars	Mgmt	For	For	For
1.5	Elect Director John Mulder	Mgmt	For	For	For
1.6	Elect Director Richard Schaum	Mgmt	For	For	For
1.7	Elect Director Kathleen Starkoff	Mgmt	For	For	For
1.8	Elect Director Brian Walker	Mgmt	For	For	For
1.9	Elect Director James Wallace	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Harley-Davidson, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/12/2020 Country: USA

Primary Security ID: 412822108

Meeting Type: Annual Ticker: HOG

Shares Voted: 9,729

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Troy Alstead	Mgmt	For	For	For
1.2	Elect Director R. John Anderson	Mgmt	For	For	For
1.3	Elect Director Michael J. Cave	Mgmt	For	For	For
1.4	Elect Director Allan Golston	Mgmt	For	For	For
1.5	Elect Director Sara L. Levinson	Mgmt	For	For	For
1.6	Elect Director N. Thomas Linebarger	Mgmt	For	For	For
1.7	Elect Director Brian R. Niccol	Mgmt	For	For	For
1.8	Elect Director Maryrose T. Sylvester	Mgmt	For	For	For
1.9	Elect Director Jochen Zeitz	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Harley-Davidson, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warra		, , ,	- 4	

Voter Rationale: A vote AGAINST this proposal is warranted. Below-target incentive payouts align with recent underperformance and both programs are based on objective measures; however, concerns are raised regarding goal rigor and transparency. Annual incentive targets were set below actual performance last year without rationale and target opportunities were not adjusted. Further, forward-looking performance equity targets are no longer disclosed. There are also transparency concerns raised regarding severance paid during the year in review. Both the Chief Legal Officer and the President of the Harley-Davidson Brand received severance pay upon departures which were not clearly described as qualifying terminations under the executive severance plan. While one of the NEOs' payments was consistent with prior disclosure under that program, the other's severance payment differed from what would have been expected under the plan, without a clear explanation. Severance is generally intended as a protection against involuntary job loss and is viewed as inappropriate for terminations that are voluntary in nature. Finally, while the CEO's termination was involuntary and his severance is viewed as reasonable, the interim CEO's pay level approaches median CEO pay in the peer group. The proxy does not explain the rationale for the relatively high pay level for an interim position.

3	Provide Proxy Access Right	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

### **Henry Schein, Inc.**

Meeting Date: 05/21/2020

Record Date: 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 806407102

Ticker: HSIC

Shares Voted: 9,950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Barry J. Alperin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Gerald A. Benjamin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Stanley M. Bergman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director James P. Breslawski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Paul Brons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1f	Elect Director Shira Goodman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Henry Schein, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Joseph L. Herring	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Kurt P. Kuehn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Philip A. Laskawy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Anne H. Margulies	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Mark E. Mlotek	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Steven Paladino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1m	Elect Director Carol Raphael	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1n	Elect Director E. Dianne Rekow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
10	Elect Director Bradley T. Sheares	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify BDO USA, LLP as Auditor	Mgmt	For	For	For

## **IDACORP**, Inc.

Meeting Date: 05/21/2020 Record Date: 04/01/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 451107106

Ticker: IDA

Shares Voted: 12,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Darrel T. Anderson	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **IDACORP**, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.2	Elect Director Thomas Carlile	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Richard J. Dahl	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Annette G. Elg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Lisa A. Grow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Ronald W. Jibson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Judith A. Johansen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Dennis L. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Christine King	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.10	Elect Director Richard J. Navarro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For

# **Kansas City Southern**

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 485170302

Ticker: KSU

Shares Voted: 6,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lydia I. Beebe	Mgmt	For	For	For
1.2	Elect Director Lu M. Cordova	Mgmt	For	For	For
1.3	Elect Director Robert J. Druten	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Kansas City Southern**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Antonio O. Garza, Jr.	Mgmt	For	For	For
1.5	Elect Director David Garza-Santos	Mgmt	For	For	For
1.6	Elect Director Janet H. Kennedy	Mgmt	For	For	For
1.7	Elect Director Mitchell J. Krebs	Mgmt	For	For	For
1.8	Elect Director Henry J. Maier	Mgmt	For	For	For
1.9	Elect Director Thomas A. McDonnell	Mgmt	For	For	For
1.10	Elect Director Patrick J. Ottensmeyer	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against	Against

## **KeyCorp**

**Meeting Date:** 05/21/2020 **Record Date:** 03/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 493267108

Ticker: KEY

Shares Voted: 61,937

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1.1	Elect Director Bruce D. Broussard	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	varranted.					
1.2	Elect Director Gary M. Crosby	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.3	Elect Director Alexander M. Cutler	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	varranted.					
1.4	Elect Director H. James Dallas	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	varranted.					
1.5	Elect Director Elizabeth R. Gile	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	varranted.					
1.6	Elect Director Ruth Ann M. Gillis	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	varranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **KeyCorp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc			
1.7	Elect Director Christopher M. Gorman	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.8	Elect Director Carlton L. Highsmith	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.9	Elect Director Richard J. Hipple	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1.10	Elect Director Kristen L. Manos	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
1.11	Elect Director Barbara R. Snyder	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1.12	Elect Director David K. Wilson	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees	s is warranted.						
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For			

Voter Rationale: A vote FOR this proposal is warranted as it would enhance the existing shareholder right to call special meetings.

## **Lear Corporation**

Meeting Date: 05/21/2020 Record Date: 03/27/2020 Country: USA

Primary Security ID: 521865204

Meeting Type: Annual

Ticker: LEA

Shares Voted: 13,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Thomas P. Capo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Mei-Wei Cheng	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Jonathan F. Foster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Lear Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1d	Elect Director Mary Lou Jepsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1e	Elect Director Kathleen A. Ligocki	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1f	Elect Director Conrad L. Mallett, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1g	Elect Director Raymond E. Scott	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1h	Elect Director Gregory C. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Human Rights Impact Assessment	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as it will provide shareholders and other stakeholders with additional information concerning actual and potential human rights impacts of the company's high-risk business activities.

### **Lennox International Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/24/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 526107107

Ticker: LII

Shares Voted: 8,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Janet K. Cooper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director John W. Norris, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Karen H. Quintos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Marsh & McLennan Companies, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 571748102

Ticker: MMC

Shares Voted: 34,141

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Anthony K. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Oscar Fanjul	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Daniel S. Glaser	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director H. Edward Hanway	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Deborah C. Hopkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Tamara Ingram	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Jane H. Lute	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Steven A. Mills	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
<b>1</b> i	Elect Director Bruce P. Nolop	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Marc D. Oken	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Morton O. Schapiro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
11	Elect Director Lloyd M. Yates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1m	Elect Director R. David Yost	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Marsh & McLennan Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

## **McDonald's Corporation**

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 580135101

Ticker: MCD

Shares Voted: 51,319

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Lloyd Dean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Robert Eckert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Catherine Engelbert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Margaret Georgiadis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Christopher Kempczinski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Richard Lenny	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director John Mulligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Sheila Penrose	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director John Rogers, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Paul Walsh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **McDonald's Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
11	Elect Director Miles White	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warra meetings.	nted as it would further	enhance the existing sharehold	ler right to call special	
6	Report on Sugar and Public Health	SH	Against	Against	Against

## **Medical Properties Trust, Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 58463J304

Ticker: MPW

Shares Voted: 123,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Edward K. Aldag, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director G. Steven Dawson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director R. Steven Hamner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Caterina A. Mozingo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Elizabeth N. Pitman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director C. Reynolds Thompson, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director D. Paul Sparks, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Medical Properties Trust, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Michael G. Stewart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Mohawk Industries, Inc.**

**Meeting Date:** 05/21/2020 **Record Date:** 03/26/2020

Country: USA

Primary Security ID: 608190104

Meeting Type: Annual Ticker: MHK

Shares Voted: 3,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Karen A. Smith Bogart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Jeffrey S. Lorberbaum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Morgan Stanley**

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 617446448

Ticker: MS

Shares Voted: 83,245

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Elizabeth Corley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Alistair Darling	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Morgan Stanley**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1c	Elect Director Thomas H. Glocer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director James P. Gorman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Robert H. Herz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Nobuyuki Hirano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Stephen J. Luczo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Jami Miscik	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> i	Elect Director Dennis M. Nally	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Takeshi Ogasawara	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Hutham S. Olayan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Mary L. Schapiro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Perry M. Traquina	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1n	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## NextEra Energy, Inc.

Meeting Date: 05/21/2020Country: USARecord Date: 03/23/2020Meeting Type: Annual

Primary Security ID: 65339F101

Ticker: NEE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **NextEra Energy, Inc.**

Shares Voted: 33,058

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruc
1a	Elect Director Sherry S. Barrat	Mgmt	For	For	For
1b	Elect Director James L. Camaren	Mgmt	For	For	For
1c	Elect Director Kenneth B. Dunn	Mgmt	For	For	For
1d	Elect Director Naren K. Gursahaney	Mgmt	For	For	For
1e	Elect Director Kirk S. Hachigian	Mgmt	For	For	For
1f	Elect Director Toni Jennings	Mgmt	For	For	For
1g	Elect Director Amy B. Lane	Mgmt	For	For	For
1h	Elect Director David L. Porges	Mgmt	For	For	For
1i	Elect Director James L. Robo	Mgmt	For	For	For
1j	Elect Director Rudy E. Schupp	Mgmt	For	For	For
1k	Elect Director John L. Skolds	Mgmt	For	For	For
11	Elect Director William H. Swanson	Mgmt	For	For	For
1m	Elect Director Darryl L. Wilson	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warratrade association activities would help investors to	· ·		•	
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **OGE Energy Corp.**

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 670837103

Ticker: OGE

Shares Voted: 47,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Frank A. Bozich	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **OGE Energy Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1b	Elect Director James H. Brandi	Mgmt	For	For	For
1c	Elect Director Peter D. Clarke	Mgmt	For	For	For
1d	Elect Director Luke R. Corbett	Mgmt	For	For	For
1e	Elect Director David L. Hauser	Mgmt	For	For	For
1f	Elect Director Judy R. McReynolds	Mgmt	For	For	For
1g	Elect Director David E. Rainbolt	Mgmt	For	For	For
1h	Elect Director J. Michael Sanner	Mgmt	For	For	For
1i	Elect Director Sheila G. Talton	Mgmt	For	For	For
1j	Elect Director Sean Trauschke	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Voting Provisions	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **ONE Gas, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 68235P108

Ticker: OGS

Shares Voted: 12,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Robert B. Evans	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1.2	Elect Director John W. Gibson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1.3	Elect Director Tracy E. Hart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1.4	Elect Director Michael G. Hutchinson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **ONE Gas, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.5	Elect Director Pattye L. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.6	Elect Director Pierce H. Norton, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.7	Elect Director Eduardo A. Rodriguez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.8	Elect Director Douglas H. Yaeger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# PayPal Holdings, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 70450Y103

Ticker: PYPL

Shares Voted: 73,898

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Rodney C. Adkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1b	Elect Director Jonathan Christodoro	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1c	Elect Director John J. Donahoe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1d	Elect Director David W. Dorman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1e	Elect Director Belinda J. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			
1f	Elect Director Gail J. McGovern	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	ees is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# PayPal Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1g	Elect Director Deborah M. Messemer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director David M. Moffett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Ann M. Sarnoff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Daniel H. Schulman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Frank D. Yeary	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted a shareholder rights.	given that the ability to ac	t by written consent would enhance		
5	Adopt Human and Indigenous People's Rights Policy	SH	Against	Against	Against

## **People's United Financial, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/27/2020 Country: USA Meeting Type: Annual Primary Security ID: 712704105

Ticker: PBCT

Shares Voted: 27,988

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director John P. Barnes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	Proponent     Mgmt Rec     Policy Rec     In       Mgmt     For     For     For       Stor nominees is warranted.       Stor nominees is warranted.       Mgmt     For     For     For       For     For     For     For			
1b	Elect Director Collin P. Baron	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director George P. Carter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **People's United Financial, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Jane Chwick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director William F. Cruger, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director John K. Dwight	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Jerry Franklin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Janet M. Hansen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Nancy McAllister	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Mark W. Richards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Kirk W. Walters	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Pioneer Natural Resources Company**

Meeting Date: 05/21/2020 Record Date: 03/26/2020 Country: USA Meeting Type: Annual **Primary Security ID:** 723787107

Ticker: PXD

Shares Voted: 10,417

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio			
1a	Elect Director Edison C. Buchanan	Mgmt	For	For	For			
	oter Rationale: A vote FOR the director nominees is warranted.							
1b	Elect Director Andrew F. Cates	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Pioneer Natural Resources Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Phillip A. Gobe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Larry R. Grillot	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Stacy P. Methvin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Royce W. Mitchell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Frank A. Risch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Scott D. Sheffield	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Mona K. Sutphen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director J. Kenneth Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Phoebe A. Wood	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Michael D. Wortley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Sealed Air Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 81211K100

Ticker: SEE

Shares Voted: 10,460

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Francoise Colpron	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Sealed Air Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Edward L. Doheny, II	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Michael P. Doss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Henry R. Keizer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Jacqueline B. Kosecoff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Harry A. Lawton, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Neil Lustig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Suzanne B. Rowland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1i	Elect Director Jerry R. Whitaker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## Skechers U.S.A., Inc.

Meeting Date: 05/21/2020 Record Date: 03/23/2020 Country: USA Meeting Type: Annual **Primary Security ID:** 830566105

Ticker: SKX

Shares Voted: 31,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Katherine Blair	Mgmt	For	For	For
1.2	Elect Director Geyer Kosinski	Mgmt	For	For	For
1.3	Elect Director Richard Rappaport	Mgmt	For	For	For
1.4	Elect Director Richard Siskind	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Skechers U.S.A., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Adopt a Comprehensive Human Rights Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted impacts would help investors better understand how the risks related to human rights.		, ,	,	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Southwest Airlines Co.**

Meeting Date: 05/21/2020 Record Date: 03/25/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 844741108

Ticker: LUV

Shares Voted: 29,804

Proposal Number	Pronocal Tayt	Proponent	Mamt Pec	Voting Policy Pec	Vote Instruct
	rioposai rext	Proponent		roncy Rec	Instructi
1a	Elect Director David W. Biegler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	id W. Biegler Mgmt For For  wote FOR the director nominees is warranted.  reronica Biggins Mgmt For For  wote FOR the director nominees is warranted.  regis H. Brooks Mgmt For For  wote FOR the director nominees is warranted.  riam H. Cunningham Mgmt For For  wote FOR the director nominees is warranted.  rian G. Denison Mgmt For For  wote FOR the director nominees is warranted.  rian W. Gilligan Mgmt For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  For For  wote FOR the director nominees is warranted.  read W. Gilligan Mgmt For For  For For			
1b	Elect Director J. Veronica Biggins	Mgmt	For	For	For
	Ida Elect Director David W. Biegler Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director J. Veronica Biggins Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director Douglas H. Brooks Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director William H. Cunningham Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director John G. Denison Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director John G. Denison Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director Thomas W. Gilligan Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Ida Elect Director Gary C. Kelly Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.				
1c	Elect Director Douglas H. Brooks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1d	Elect Director William H. Cunningham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1e	Elect Director John G. Denison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1f	Elect Director Thomas W. Gilligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1g	Elect Director Gary C. Kelly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1h	Elect Director Grace D. Lieblein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			
1i	Elect Director Nancy B. Loeffler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	s warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Southwest Airlines Co.**

	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1j	Elect Director John T. Montford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Ron Ricks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against
5	Provide Right to Act by Written Consent	SH	Against	Against	Against
6	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional reporting on the company's lobbying-related practices and policies, such as its trade association payments, would benefit shareholders in assessing its management of related risks.

## **Synchrony Financial**

Meeting Date: 05/21/2020 Record Date: 03/26/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 87165B103

Ticker: SYF

Shares Voted: 35,499

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Margaret M. Keane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1b	Elect Director Fernando Aguirre	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	A vote FOR the director nominees is warranted.  William W. Graylin Mgmt For For  A vote FOR the director nominees is warranted.  Now A. Guthrie Mgmt For For			
1c	Elect Director Paget L. Alves	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1d	Elect Director Arthur W. Coviello, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1e	Elect Director William W. Graylin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1f	Elect Director Roy A. Guthrie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Synchrony Financial**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Richard C. Hartnack	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Jeffrey G. Naylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Laurel J. Richie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Olympia J. Snowe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Ellen M. Zane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **Telephone and Data Systems, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 879433829

Ticker: TDS

Shares Voted: 23,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Clarence A. Davis	Mgmt	For	For	For
1.2	Elect Director George W. Off	Mgmt	For	For	For
1.3	Elect Director Wade Oosterman	Mgmt	For	For	For
1.4	Elect Director Gary L. Sugarman	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as providing that all shares have an equal, one vote per share would promote accountability to shareholders and is a standard practice of good corporate governance.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### The Home Depot, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 437076102

Ticker: HD

Shares Voted: 73,792

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Gerard J. Arpey	Mgmt	For	For	For
1b	Elect Director Ari Bousbib	Mgmt	For	For	For
1c	Elect Director Jeffery H. Boyd	Mgmt	For	For	For
1d	Elect Director Gregory D. Brenneman	Mgmt	For	For	For
1e	Elect Director J. Frank Brown	Mgmt	For	For	For
1f	Elect Director Albert P. Carey	Mgmt	For	For	For
1g	Elect Director Helena B. Foulkes	Mgmt	For	For	For
1h	Elect Director Linda R. Gooden	Mgmt	For	For	For
1i	Elect Director Wayne M. Hewett	Mgmt	For	For	For
1j	Elect Director Manuel Kadre	Mgmt	For	For	For
1k	Elect Director Stephanie C. Linnartz	Mgmt	For	For	For
11	Elect Director Craig A. Menear	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Shareholder Written Consent Provisions	SH	Against	Against	Against
5	Prepare Employment Diversity Report and Report on Diversity Policies	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warra shareholders to better assess the effectiveness of t		•		
6	Adopt Share Retention Policy For Senior Executives	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warran may better address concerns about maintaining a s shareholder value.	-			
7	Report on Congruency Political Analysis and Electioneering Expenditures	SH	Against	For	For

Voter Rationale: A recommendation FOR this proposal is warranted, as the requested report would be beneficial for shareholders in order to help them evaluate how well the company is assessing and mitigating risks related to its political communication expenditures.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## The Interpublic Group of Companies, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/30/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 460690100

Ticker: IPG

Shares Voted: 24,416

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Jocelyn Carter-Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.2	Elect Director Mary J. Steele Guilfoile	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.3	Elect Director Dawn Hudson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.4	Elect Director Jonathan F. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.5	Elect Director Patrick Q. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.6	Elect Director Michael I. Roth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.7	Elect Director Linda S. Sanford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.8	Elect Director David M. Thomas	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	s is warranted.			
1.9	Elect Director E. Lee Wyatt, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	or Jocelyn Carter-Miller Mgmt For For For Jale: A vote FOR the director nominees is warranted.  or Jonathan F. Miller Mgmt For For For Jonathan F. Miller Mgmt For For Jonathan F. Mgmt For For For Mgmt			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as lowering the ownership threshold for shareholders to call a special meeting from 25 percent to 10 percent would enhance shareholders' rights.

## **The Mosaic Company**

Meeting Date: 05/21/2020 Record Date: 03/24/2020 **Country:** USA **Meeting Type:** Annual **Primary Security ID:** 61945C103

Ticker: MOS

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **The Mosaic Company**

Shares Voted: 23,650

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruc
1a	Elect Director Cheryl K. Beebe	Mgmt	For	For	For
1b	Elect Director Oscar P. Bernardes	Mgmt	For	For	For
1c	Elect Director Nancy E. Cooper	Mgmt	For	For	For
1d	Elect Director Gregory L. Ebel	Mgmt	For	For	For
1e	Elect Director Timothy S. Gitzel	Mgmt	For	For	For
1f	Elect Director Denise C. Johnson	Mgmt	For	For	For
1g	Elect Director Emery N. Koenig	Mgmt	For	For	For
1h	Elect Director James 'Joc' C. O'Rourke	Mgmt	For	For	For
1i	Elect Director David T. Seaton	Mgmt	For	For	For
1j	Elect Director Steven M. Seibert	Mgmt	For	For	For
1k	Elect Director Luciano Siani Pires	Mgmt	For	For	For
11	Elect Director Gretchen H. Watkins	Mgmt	For	For	For
1m	Elect Director Kelvin W. Westbrook	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## The Travelers Companies, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 89417E109

Ticker: TRV

Shares Voted: 17,478

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alan L. Beller	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# The Travelers Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Janet M. Dolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Patricia L. Higgins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director William J. Kane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Clarence Otis, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Elizabeth E. Robinson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Philip T. (Pete) Ruegger, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director Todd C. Schermerhorn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1i	Elect Director Alan D. Schnitzer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Donald J. Shepard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1k	Elect Director Laurie J. Thomsen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# UDR, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/23/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 902653104

Ticker: UDR

Shares Voted: 22,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Katherine A. Cattanach	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# UDR, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Jon A. Grove	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Mary Ann King	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director James D. Klingbeil	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Clint D. McDonnough	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Robert A. McNamara	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Mark R. Patterson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Thomas W. Toomey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## VeriSign, Inc.

**Meeting Date:** 05/21/2020 **Record Date:** 03/26/2020

Country: USA Meeting Type: Annual **Primary Security ID:** 92343E102

Ticker: VRSN

Shares Voted: 6,533

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director D. James Bidzos	Mgmt	For	For	For
1.2	Elect Director Yehuda Ari Buchalter	Mgmt	For	For	For
1.3	Elect Director Kathleen A. Cote	Mgmt	For	For	For
1.4	Elect Director Thomas F. Frist, III	Mgmt	For	For	For
1.5	Elect Director Jamie S. Gorelick	Mgmt	For	For	For
1.6	Elect Director Roger H. Moore	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## VeriSign, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Louis A. Simpson	Mgmt	For	For	For
1.8	Elect Director Timothy Tomlinson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

## **WPX Energy, Inc.**

Meeting Date: 05/21/2020 Record Date: 03/30/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 98212B103

ual **Ticker:** WPX

Shares Voted: 99,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director John A. Carrig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Clay M. Gaspar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Robert K. Herdman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Kelt Kindick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Karl F. Kurz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Kimberly S. Lubel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Richard E. Muncrief	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Martin Phillips	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **WPX Energy, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Douglas E. Swanson, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.10	Elect Director Valerie M. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **Xerox Holdings Corporation**

**Meeting Date:** 05/21/2020 **Record Date:** 03/27/2020

Country: USA

Primary Security ID: 98421M106
Ticker: XRX

Meeting Type: Annual

Shares Voted: 11,715

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Keith Cozza	Mgmt	For	For	For
1.2	Elect Director Jonathan Christodoro	Mgmt	For	Refer	Against
1.3	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
1.4	Elect Director Nicholas Graziano	Mgmt	For	For	For
1.5	Elect Director Cheryl Gordon Krongard	Mgmt	For	Refer	Against
1.6	Elect Director Scott Letier	Mgmt	For	Refer	Against
1.7	Elect Director Giovanni ('John') Visentin	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

#### **Cerner Corporation**

**Meeting Date:** 05/22/2020 **Record Date:** 03/24/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 156782104

Ticker: CERN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Cerner Corporation**

Shares Voted: 21,476

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Julie L. Gerberding	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Brent Shafer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director William D. Zollars	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	of directors.			
5	Amend Advance Notice Provisions	Mgmt	For	For	For

### **Flowserve Corporation**

Meeting Date: 05/22/2020 **Record Date:** 03/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 34354P105

Ticker: FLS

Shares Voted: 8,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director R. Scott Rowe	Mgmt	For	For	For
1b	Elect Director Sujeet Chand	Mgmt	For	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For	For
1d	Elect Director Gayla J. Delly	Mgmt	For	For	For
1e	Elect Director Roger L. Fix	Mgmt	For	For	For
1f	Elect Director John R. Friedery	Mgmt	For	For	For
1g	Elect Director John L. Garrison	Mgmt	For	For	For
1h	Elect Director Michael C. McMurray	Mgmt	For	For	For
1i	Elect Director David E. Roberts	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Flowserve Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Certificate of Incorporation to Allow Shareholder Action by Less than Unanimous Written Consent	Mgmt	For	For	For
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

### **Louisiana-Pacific Corporation**

Meeting Date: 05/22/2020 Record Date: 03/26/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 546347105

Ticker: LPX

Shares Voted: 28,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kurt M. Landgraf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Stephen E. Macadam	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Old Republic International Corporation**

**Meeting Date:** 05/22/2020 **Record Date:** 03/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 680223104

Ticker: ORI

Shares Voted: 68,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Charles J. Kovaleski	Mgmt	For	Refer	Withhold
1.2	Elect Director Craig R. Smiddy	Mgmt	For	Refer	Withhold

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Old Republic International Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Arnold L. Steiner	Mgmt	For	Refer	Withhold
1.4	Elect Director Fredricka Taubitz	Mgmt	For	Refer	Withhold
1.5	Elect Director Aldo C. Zucaro	Mgmt	For	Refer	Withhold
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Stericycle, Inc.

**Meeting Date:** 05/22/2020 **Record Date:** 03/27/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 858912108

Ticker: SRCL

Shares Voted: 21,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	- roposur rext	Topolient	rigins not	. oney nec	And decion
1a	Elect Director Robert S. Murley	Mgmt	For	For	For
1b	Elect Director Cindy J. Miller	Mgmt	For	For	For
1c	Elect Director Brian P. Anderson	Mgmt	For	Refer	Against
1d	Elect Director Lynn D. Bleil	Mgmt	For	For	For
1e	Elect Director Thomas F. Chen	Mgmt	For	For	For
1f	Elect Director J. Joel Hackney, Jr.	Mgmt	For	For	For
1g	Elect Director Veronica M. Hagen	Mgmt	For	Refer	Against
1h	Elect Director Stephen C. Hooley	Mgmt	For	Refer	Against
1i	Elect Director James J. Martell	Mgmt	For	For	For
1j	Elect Director Kay G. Priestly	Mgmt	For	Refer	Against
1k	Elect Director James L. Welch	Mgmt	For	For	For
11	Elect Director Mike S. Zafirovski	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Stericycle, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Amend Compensation Clawback Policy	SH	Against	For	For

# **World Fuel Services Corporation**

**Meeting Date:** 05/22/2020 **Record Date:** 03/30/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 981475106

Ticker: INT

Shares Voted: 15,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Michael J. Kasbar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Ken (Kanwaljit) Bakshi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Jorge L. Benitez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Sharda Cherwoo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Richard A. Kassar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director John L. Manley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Stephen K. Roddenberry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Paul H. Stebbins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Xcel Energy Inc.**

**Meeting Date:** 05/22/2020 **Record Date:** 03/25/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 98389B100

Ticker: XEL

Shares Voted: 32,978

Proposal Number	Proposal Text	Proponent	Mgmt Rec		oting Policy Rec	Vote Instruction
1a	Elect Director Lynn Casey	Mgmt	For	F	or	For
1b	Elect Director Ben Fowke	Mgmt	For	F	or	For
1c	Elect Director Netha N. Johnson	Mgmt	For	F	or	For
1d	Elect Director George Kehl	Mgmt	For	F	or	For
1e	Elect Director Richard T. O'Brien	Mgmt	For	F	or	For
1f	Elect Director David K. Owens	Mgmt	For	F	or	For
1g	Elect Director Christopher J. Policinski	Mgmt	For	F	or	For
1h	Elect Director James T. Prokopanko	Mgmt	For	F	or	For
1i	Elect Director A. Patricia Sampson	Mgmt	For	F	or	For
1j	Elect Director James J. Sheppard	Mgmt	For	F	or	For
1k	Elect Director David A. Westerlund	Mgmt	For	F	or	For
11	Elect Director Kim Williams	Mgmt	For	F	or	For
1m	Elect Director Timothy V. Wolf	Mgmt	For	F	or	For
1n	Elect Director Daniel Yohannes	Mgmt	For	F	or	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	F	or	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	F	or	For
4	Report on Costs and Benefits of Climate-Related Activities	SH	Against	А	against	Against

## **Healthcare Services Group, Inc.**

Meeting Date: 05/26/2020 Record Date: 04/01/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 421906108

Ticker: HCSG

Shares Voted: 17,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Theodore Wahl	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Healthcare Services Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director John M. Briggs	Mgmt	For	For	For
1.3	Elect Director Robert L. Frome	Mgmt	For	For	For
1.4	Elect Director Dino D. Ottaviano	Mgmt	For	For	For
1.5	Elect Director Michael E. McBryan	Mgmt	For	For	For
1.6	Elect Director Diane S. Casey	Mgmt	For	For	For
1.7	Elect Director John J. McFadden	Mgmt	For	For	For
1.8	Elect Director Jude Visconto	Mgmt	For	For	For
1.9	Elect Director Daniela Castagnino	Mgmt	For	For	For
1.10	Elect Director Laura Grant	Mgmt	For	For	For
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **Incyte Corporation**

Meeting Date: 05/26/2020 Record Date: 04/01/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 45337C102
Ticker: INCY

Shares Voted: 11,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Julian C. Baker	Mgmt	For	For	For
1.2	Elect Director Jean-Jacques Bienaime	Mgmt	For	For	For
1.3	Elect Director Paul J. Clancy	Mgmt	For	For	For
1.4	Elect Director Wendy L. Dixon	Mgmt	For	For	For
1.5	Elect Director Jacqualyn A. Fouse	Mgmt	For	For	For
1.6	Elect Director Paul A. Friedman	Mgmt	For	For	For
1.7	Elect Director Edmund P. Harrigan	Mgmt	For	For	For
1.8	Elect Director Katherine A. High	Mgmt	For	For	For
1.9	Elect Director Herve Hoppenot	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Incyte Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Require Independent Board Chair	SH	Against	Against	Against

## Merck & Co., Inc.

**Meeting Date:** 05/26/2020 **Record Date:** 03/27/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 58933Y105

Ticker: MRK

Shares Voted: 160,186

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Leslie A. Brun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Thomas R. Cech	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Mary Ellen Coe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Pamela J. Craig	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Kenneth C. Frazier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Thomas H. Glocer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Risa J. Lavizzo-Mourey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Paul B. Rothman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Patricia F. Russo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Christine E. Seidman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Merck & Co., Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Inge G. Thulin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Kathy J. Warden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1m	Elect Director Peter C. Wendell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted shareholder rights.	d given that the ability to	act by written consent would enhance		
5	Report on Corporate Tax Savings Allocation	SH	Against	Against	Against

### Amazon.com, Inc.

Meeting Date: 05/27/2020 Record Date: 04/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 023135106

Ticker: AMZN

Shares Voted: 26,165

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Jeffrey P. Bezos	Mgmt	For	For	For
1b	Elect Director Rosalind G. Brewer	Mgmt	For	For	For
1c	Elect Director Jamie S. Gorelick	Mgmt	For	For	For
1d	Elect Director Daniel P. Huttenlocher	Mgmt	For	For	For
1e	Elect Director Judith A. McGrath	Mgmt	For	For	For
1f	Elect Director Indra K. Nooyi	Mgmt	For	For	For
1g	Elect Director Jonathan J. Rubinstein	Mgmt	For	For	For
1h	Elect Director Thomas O. Ryder	Mgmt	For	For	For
1i	Elect Director Patricia Q. Stonesifer	Mgmt	For	For	For
1j	Elect Director Wendell P. Weeks	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### Amazon.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For	For
5	Report on Management of Food Waste	SH	Against	For	For
	Advisory Vote to Ratify Named Executive Mgmt For For For For For Shareholders to Call Special Meeting Mgmt For For For For Shareholders to Call Special Meeting For Mgmt For For For Shareholders to Call Special Meeting For Shareholders to Call Special Meeting For For Shareholders to Call Special Meeting For For For Shareholders to Call Special Meeting For Mgmt For Against For For For For Report on Management of Food Waste Shareholders to assess the effectiveness of the company's food waste trouble allow shareholders to assess the effectiveness of the company's food waste proquents, a number of the company's peers have set goals to reduce the amount of food waste that is sent to landfills.  Report on Customers' Use of its Surveillance SH Against For Band Computer Vision Products or Cloud-Based Services  Voter Rationale: A vote FOR this proposal is warranted, as additional information regarding the processes the company uses to assess human rights impacts in its operations would allow shareholders to better gauge how well Amazon is managing human rights related risks  Report on Potential Human Rights Impacts of SH Against For For For Customers' Use of Redognition  Voter Rationale: A vote FOR this proposal is warranted, as additional information regarding the processes the company uses to assess human rights impacts in its operations would allow shareholders to better gauge how well Amazon is managing human rights related risks, specifically around new technologies like facial recognition.  Report on Products Promoting Hate Speech SH Against For For For For Promoting Hate Speech SH Against For For For For For Band Sheet of Offensive Products  Voter Rationale: A vote FOR this proposal is warranted, as a raport assessing the enforcement of its content policies could help provide shareholders with information on the effectiveness of the company's processes, given that the company continues to face controversies related to hate speech on its site.  Report on Reducing Environmental and Health SH Against Against Against				
Number   P	and Computer Vision Products or Cloud-Based	SH	Against	For	For
	assess human rights impacts in its operations would	•			
7		SH	Against	For	For
	assess human rights impacts in its operations would	allow shareholders to be	tter gauge how well Amazon is mana		
8		SH	Against	For	For
	provide shareholders with information on the effective				
9	Require Independent Board Chairman	SH	Against	Against	Against
10	·	SH	Against	Against	Against
11	•	SH	Against	Against	Against
12	Report on Viewpoint Discrimination	SH	Against	Against	Against
13	Report on Promotion Velocity	SH	Against	Against	Against
	Reduce Ownership Threshold for	SH	Against	For	For
14	•				
14	Shareholders to Call Special Meeting  Voter Rationale: A vote FOR this proposal is warrants special meeting, while presenting very little risk of all				

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures and oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### Amazon.com, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
16	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures and oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

#### Arista Networks, Inc.

Meeting Date: 05/27/2020 Record Date: 04/02/2020 Country: USA

Primary Security ID: 040413106

Meeting Type: Annual

Ticker: ANET

Shares Voted: 3,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Mark B. Templeton	Mgmt	For	Refer	Withhold
1.2	Elect Director Nikos Theodosopoulos	Mgmt	For	Refer	Withhold
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

#### **Chevron Corporation**

**Meeting Date:** 05/27/2020 **Record Date:** 03/30/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 166764100

Ticker: CVX

Shares Voted: 118,956

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Wanda M. Austin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	Mgmt For For ector nominees is warranted.  Mgmt For For For ector nominees is warranted.  Mgmt For For ector nominees is warranted.  Mgmt For For For ector nominees is warranted.  Ur. Mgmt For For For			
1b	Elect Director John B. Frank	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1c	Elect Director Alice P. Gast	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			
1d	Elect Director Enrique Hernandez, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomine	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Chevron Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1e	Elect Director Charles W. Moorman, IV	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1f	Elect Director Dambisa F. Moyo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1g	Elect Director Debra Reed-Klages	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1h	Elect Director Ronald D. Sugar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1i	Elect Director D. James Umpleby, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
1j	Elect Director Michael K. Wirth	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	rranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Lobbying Payments and Policy	SH	Against	For	For
		Proposent         Mgmt Rec         Policy Rec           Mgmt         For         For           anted.         For         For           Mgmt         For         For           anted.         For         For           anted.         Mgmt         For         For           anted.         Mgmt         For         For           anted.         Mgmt         For         For           anted.         Mgmt         For         For           Mgmt         Against         For           SH         Against         Against           SH         Against         For           SH         Against         For           SH         Against         For           SH         Against         For			
5	Establish Board Committee on Climate Risk	SH	Against	Against	Against
6	Report on Climate Lobbying Aligned with Paris Agreement Goals	SH	Against	For	For
		iations' lobbying positions	The state of the s		
7	Report on Petrochemical Risk	SH	Against	For	For
8	Report on Human Rights Practices	SH	Against	Against	Against
9	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted. agenda item restrictions would enhance the current shall		· · · · · · · · · · · · · · · · · · ·		
10	Require Independent Board Chair	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Dollar General Corporation**

**Meeting Date:** 05/27/2020 **Record Date:** 03/19/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 256677105

Ticker: DG

Shares Voted: 17,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Warren F. Bryant	Mgmt	For	For	For
1b	Elect Director Michael M. Calbert	Mgmt	For	For	For
1c	Elect Director Sandra B. Cochran *Withdrawn Resolution*	Mgmt			
1d	Elect Director Patricia D. Fili-Krushel	Mgmt	For	For	For
1e	Elect Director Timothy I. McGuire	Mgmt	For	For	For
1f	Elect Director William C. Rhodes, III	Mgmt	For	For	For
1g	Elect Director Debra A. Sandler	Mgmt	For	For	For
1h	Elect Director Ralph E. Santana	Mgmt	For	For	For
1i	Elect Director Todd J. Vasos	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Approve Charter Amendment to Replace Supermajority Vote Requirements with a Majority Vote Requirement	Mgmt	For	For	For
5	Approve Bylaw Amendment to Replace Supermajority Vote Requirements with a Majority Vote Requirement	Mgmt	For	For	For

### **DuPont de Nemours, Inc.**

**Meeting Date:** 05/27/2020 **Record Date:** 04/06/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 26614N102

Ticker: DD

Shares Voted: 46,647

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Amy G. Brady	Mgmt	For	For	For
1b	Elect Director Edward D. Breen	Mgmt	For	For	For
1c	Elect Director Ruby R. Chandy	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **DuPont de Nemours, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1d	Elect Director Franklin K. Clyburn, Jr.	Mgmt	For	For	For
1e	Elect Director Terrence R. Curtin	Mgmt	For	For	For
1f	Elect Director Alexander M. Cutler	Mgmt	For	For	For
1g	Elect Director Eleuthere I. du Pont	Mgmt	For	For	For
1h	Elect Director Rajiv L. Gupta	Mgmt	For	For	For
1i	Elect Director Luther C. Kissam	Mgmt	For	For	For
1j	Elect Director Frederick M. Lowery	Mgmt	For	For	For
1k	Elect Director Raymond J. Milchovich	Mgmt	For	For	For
11	Elect Director Steven M. Sterin	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted a would improve shareholder rights.	as the reduction to a 10 pe	ercent threshold to call a special meeting		
6	Approve Creation of an Employee Board Advisory Position	SH	Against	Against	Against

### **Exxon Mobil Corporation**

Meeting Date: 05/27/2020 Record Date: 04/02/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 30231G102

Ticker: XOM

Shares Voted: 266,130

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Susan K. Avery	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Angela F. Braly	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1.3	Elect Director Ursula M. Burns	Mgmt	For	For	For
		. ,			

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Exxon Mobil Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.4	Elect Director Kenneth C. Frazier	Mgmt	For	For	For
	Elect Director Kenneth C. Frazier Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Joseph L. Hooley Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Steven A. Kandarian Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Douglas R. Oberhelman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Douglas R. Oberhelman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Samuel J. Palmisano Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director William C. Weldon Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Darren W. Woods Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Darren W. Woods Mgmt For For  For  Voter Rationale: A vote FOR the director nominees is warranted.  Ratify PricewaterhouseCoopers LLP as Auditor Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For  Advisory Vote to Ratify Named Executive Mgmt For For  Shareholders to Call Special Meeting  Voter Rationale: A vote FOR this proposal is warranted. Lowering the threshold to call a special meeting would enhance the current shareholder right to call special meetings.  Report on Costs & Benefits of Climate-Related SH Against  Against  Against				
1.5	Elect Director Joseph L. Hooley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Steven A. Kandarian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Douglas R. Oberhelman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Samuel J. Palmisano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director William C. Weldon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	Proponent Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Steven A. Kandarian Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Joseph L. Hooley Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Steven A. Kandarian Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Douglas R. Oberhelman Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Samuel J. Palmisano Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Samuel J. Palmisano Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director William C. Weldon Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Darren W. Woods Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Pricedor Parte W. Woods Mgmt For For For Stationale: A vote FOR the director nominees is warranted.  PricewaterhouseCoopers LLP as Auditor Mgmt For For For Stationale: A vote FOR the director nominees is warranted.  PricewaterhouseCoopers LLP as Auditor Mgmt For For For Stationale: A vote FOR the director nominees is warranted.  PricewaterhouseCoopers LLP as Auditor Mgmt For For Stationale: A vote FOR the director nominees is warranted.  PricewaterhouseCoopers LLP as Auditor Mgmt For For Stationale: A vote FOR this proposal is warranted. Lowering the threshold to call a special meeting would enhance the starteholder sto Call Special Meeting.  Rationale: A vote FOR this proposal is warranted. Lowering the threshold to call a special meeting would enhance the starteholder sto Call Special Meeting.  Art on Cots & Benefits of Climate-Related SH Against Against with on Pollitical Organizations would help starteholders assessed the company's comprehensive political button activities and the company's management of associated risks and benefits.			
1.10	Elect Director Darren W. Woods	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	·	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against
5	·	SH	Against	For	For
		Lowering the threshold to	call a special meeting would enhance the		
6	·	SH	Against	Against	Against
7	·	SH	Against	Against	Against
8	Report on Political Contributions	SH	Against	For	For
	in trade associations and other political organizations w	ould help shareholders ass	sess the company's comprehensive political		
9	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted,	as additional disclosure of	f the company's lobbying-related		

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's lobbying-related expenditures, trade association payments, and board-level oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## Facebook, Inc.

**Meeting Date:** 05/27/2020 **Record Date:** 04/03/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 30303M102

Ticker: FB

Shares Voted: 151,350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Peggy Alford	Mgmt	For	For	For
1.2	Elect Director Marc L. Andreessen	Mgmt	For	Refer	Withhold
1.3	Elect Director Andrew W. Houston	Mgmt	For	For	For
1.4	Elect Director Nancy Killefer	Mgmt	For	For	For
1.5	Elect Director Robert M. Kimmitt	Mgmt	For	For	For
1.6	Elect Director Sheryl K. Sandberg	Mgmt	For	For	For
1.7	Elect Director Peter A. Thiel	Mgmt	For	Refer	Withhold
1.8	Elect Director Tracey T. Travis	Mgmt	For	For	For
1.9	Elect Director Mark Zuckerberg	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Approve Non-Employee Director Compensation Policy	Mgmt	For	Against	Against
4	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For
5	Require Independent Board Chair	SH	Against	For	For
6	Require a Majority Vote for the Election of Directors	SH	Against	For	For
7	Report on Political Advertising	SH	Against	For	For
8	Require Independent Director Nominee with Human and/or Civil Rights Experience	SH	Against	Against	Against
9	Report on Civil and Human Rights Risk Assessment	SH	Against	Against	Against
10	Report on Online Child Sexual Exploitation	SH	Against	For	For
11	Report on Median Gender/Racial Pay Gap	SH	Against	Against	Against

## Illumina, Inc.

**Meeting Date:** 05/27/2020 **Record Date:** 03/30/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 452327109

Ticker: ILMN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Illumina, Inc.

Shares Voted: 9,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1A	Elect Director Caroline D. Dorsa	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1B	Elect Director Robert S. Epstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1C	Elect Director Scott Gottlieb	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1D	Elect Director Philip W. Schiller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional disclosure of the company's trade association memberships and payments, and the company's board oversight of those contributions, would allow shareholders to better assess related risks.

### **Marathon Oil Corporation**

Meeting Date: 05/27/2020 Record Date: 03/31/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 565849106

Ticker: MRO

Shares Voted: 50,321

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Gregory H. Boyce	Mgmt	For	For	For
Voter Rationale: A vote FOR the director nominees is warranted.  1b Elect Director Chadwick C. Deaton Mgmt For For For					
1b	Elect Director Chadwick C. Deaton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Marcela E. Donadio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	Proponent Mgmt Rec Policy Rec Institute Director Gregory H. Boyce Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Chadwick C. Deaton Mgmt For For For Rationale: A vote FOR the director nominees is warranted.  Director Marcela E. Donadio Mgmt For For For Rationale: A vote FOR the director nominees is warranted.			
1d	Elect Director Jason B. Few	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	Proponent Mgmt Rec Policy Rec Instruction  regory H. Boyce Mgmt For For For  A vote FOR the director nominees is warranted.  A vote FOR the director nominees is warranted.  A vote FOR the director nominees is warranted.  For For For For A vote FOR the director nominees is warranted.  A vote FOR the director nominees is warranted.  For			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Marathon Oil Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1e	Elect Director Douglas L. Foshee	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director M. Elise Hyland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Lee M. Tillman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director J. Kent Wells	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

## **Sterling Bancorp**

**Meeting Date:** 05/27/2020 **Record Date:** 04/03/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 85917A100

Ticker: STL

Shares Voted: 48,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio			
1.1	Elect Director John P. Cahill	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1.2	Elect Director Navy E. Djonovic	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominee	es is warranted.						
1.3	Elect Director Fernando Ferrer	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominee	s is warranted.						
1.4	Elect Director Robert Giambrone	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominee	es is warranted.						
1.5	Elect Director Mona Aboelnaga Kanaan	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1.6	Elect Director Jack Kopnisky	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominee	es is warranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Sterling Bancorp**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director James J. Landy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Maureen Mitchell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director Patricia M. Nazemetz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.10	Elect Director Richard O'Toole	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.11	Elect Director Ralph F. Palleschi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.12	Elect Director Burt Steinberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.13	Elect Director William E. Whiston	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Crowe LLP as Auditors	Mgmt	For	For	For

### Syneos Health, Inc.

**Meeting Date:** 05/27/2020 **Record Date:** 03/30/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 87166B102

Ticker: SYNH

Shares Voted: 14,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Bernadette M. Connaughton	Mgmt	For	For	For
Voter Rationale: A vote FOR all the director nominees is warranted.					
1b	Elect Director Kenneth F. Meyers	Mgmt	For	For	For
	Voter Rationale: A vote FOR all the director nominees is	warranted.			
1c	Elect Director Matthew E. Monaghan	Mgmt	For	For	For
Number     Proposal Text     Proponent     Mgmt Rec     Policy Rec     Instruction       1a     Elect Director Bernadette M. Connaughton     Mgmt     For     For     For       Voter Rationale: A vote FOR all the director nominees is warranted.       1b     Elect Director Kenneth F. Meyers     Mgmt     For     For     For       Voter Rationale: A vote FOR all the director nominees is warranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Syneos Health, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1d	Elect Director Joshua M. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR all the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **The Southern Company**

Meeting Date: 05/27/2020 Record Date: 03/30/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 842587107

Ticker: SO

Shares Voted: 65,987

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Janaki Akella	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Juanita Powell Baranco	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Jon A. Boscia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Henry A. 'Hal' Clark, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Anthony F. 'Tony' Earley, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Thomas A. Fanning	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director David J. Grain	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Donald M. James	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director John D. Johns	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **The Southern Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1j	Elect Director Dale E. Klein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Ernest J. Moniz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
11	Elect Director William G. Smith, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1m	Elect Director Steven R. Specker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1n	Elect Director E. Jenner Wood, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against
5	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's lobbying-related expenditures, trade association payments, and board-level oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

#### **The Wendy's Company**

Meeting Date: 05/27/2020 Record Date: 03/30/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 95058W100

Ticker: WEN

Shares Voted: 43,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Nelson Peltz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Peter W. May	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Kristin A. Dolan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Wendy's Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1d	Elect Director Kenneth W. Gilbert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director Dennis M. Kass	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Joseph A. Levato	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Michelle 'Mich' J. Mathews-Spradlin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Matthew H. Peltz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Todd A. Penegor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Peter H. Rothschild	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1k	Elect Director Arthur B. Winkleblack	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Approve Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

#### **Trimble Inc.**

**Meeting Date:** 05/27/2020 **Record Date:** 03/30/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 896239100

Ticker: TRMB

Shares Voted: 59,354

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Steven W. Berglund	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Borje Ekholm	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Trimble Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Kaigham (Ken) Gabriel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Merit E. Janow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Meaghan Lloyd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Sandra MacQuillan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Ronald S. Nersesian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Robert G. Painter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Mark S. Peek	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Johan Wibergh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

## Twitter, Inc.

Meeting Date: 05/27/2020 Record Date: 04/03/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 90184L102

Ticker: TWTR

Shares Voted: 48,850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Omid R. Kordestani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Ngozi Okonjo-Iweala	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Twitter, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction				
1c	Elect Director Bret Taylor	Mgmt	For	For	For				
	Voter Rationale: A vote FOR the director nominees is warranted.								
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For				
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For				
4	Report on Risks of Omitting Viewpoint and Ideology from EEO Policy	SH	Against	Against	Against				

### **Under Armour, Inc.**

Meeting Date: 05/27/2020 **Record Date:** 03/06/2020

Country: USA

Ticker: UAA

Meeting Type: Annual

Primary Security ID: 904311107

Shares Voted: 12,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kevin A. Plank	Mgmt	For	For	For
1.2	Elect Director George W. Bodenheimer	Mgmt	For	For	For
1.3	Elect Director Douglas E. Coltharp	Mgmt	For	For	For
1.4	Elect Director Jerri L. DeVard	Mgmt	For	For	For
1.5	Elect Director Mohamed A. El-Erian	Mgmt	For	For	For
1.6	Elect Director Patrik Frisk	Mgmt	For	For	For
1.7	Elect Director Karen W. Katz	Mgmt	For	For	For
1.8	Elect Director Eric T. Olson	Mgmt	For	For	For
1.9	Elect Director Harvey L. Sanders	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Charter to Allow Shareholders to Amend Bylaws	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Apergy Corporation**

**Meeting Date:** 05/28/2020 **Record Date:** 04/23/2020

Country: USA
Meeting Type: Special

Primary Security ID: 03755L104

Ticker: APY

Shares Voted: 18,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Issue Shares in Connection with Merger	Mgmt	For	Refer	For
2	Adjourn Meeting	Mgmt	For	Refer	For

#### **Douglas Emmett, Inc.**

**Meeting Date:** 05/28/2020 **Record Date:** 03/30/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 25960P109

Ticker: DEI

Shares Voted: 39,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Dan A. Emmett	Mgmt	For	For	For
1.2	Elect Director Jordan L. Kaplan	Mgmt	For	For	For
1.3	Elect Director Kenneth M. Panzer	Mgmt	For	For	For
1.4	Elect Director Christopher H. Anderson	Mgmt	For	Refer	Withhold
1.5	Elect Director Leslie E. Bider	Mgmt	For	For	For
1.6	Elect Director David T. Feinberg	Mgmt	For	For	For
1.7	Elect Director Virginia A. McFerran	Mgmt	For	Refer	Withhold
1.8	Elect Director Thomas E. O'Hern	Mgmt	For	For	For
1.9	Elect Director William E. Simon, Jr.	Mgmt	For	For	For
1.10	Elect Director Johnese M. Spisso	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Fidelity National Information Services, Inc.**

**Meeting Date:** 05/28/2020 **Record Date:** 04/01/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 31620M106

Ticker: FIS

Shares Voted: 38,614

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Lee Adrean	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Ellen R. Alemany	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Lisa A. Hook	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Keith W. Hughes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Gary L. Lauer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Gary A. Norcross	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Louise M. Parent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Brian T. Shea	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director James B. Stallings, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Jeffrey E. Stiefler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: The CEO's special award raises design award to accelerate if synergy goals are attained befor caps payouts that would otherwise be achieved above rigor concerns.	e the end of the three-yea	r performance period, while a modifier only		
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **IPG Photonics Corporation**

**Meeting Date:** 05/28/2020 **Record Date:** 04/01/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 44980X109

Ticker: IPGP

Shares Voted: 2,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Valentin P. Gapontsev	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.2	Elect Director Eugene A. Scherbakov	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.3	Elect Director Igor Samartsev	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.4	Elect Director Michael C. Child	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.5	Elect Director Gregory P. Dougherty	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.6	Elect Director Catherine P. Lego	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.7	Elect Director Eric Meurice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.8	Elect Director John R. Peeler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1.9	Elect Director Thomas J. Seifert	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Report on Management Team Diversity	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional diversity-related disclosure would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

### **Jones Lang LaSalle Incorporated**

Meeting Date: 05/28/2020 Record Date: 04/03/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 48020Q107

Ticker: JLL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Jones Lang LaSalle Incorporated**

Shares Voted: 12,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Hugo Bague	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Matthew Carter, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Samuel A. Di Piazza, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Ming Lu	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Bridget A. Macaskill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Deborah H. McAneny	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Siddharth (Bobby) N. Mehta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Martin H. Nesbitt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Jeetendra (Jeetu) I. Patel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Sheila A. Penrose	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Ann Marie Petach	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
11	Elect Director Christian Ulbrich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Lamar Advertising Company**

**Meeting Date:** 05/28/2020 **Record Date:** 03/30/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 512816109

Ticker: LAMR

Shares Voted: 20,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Nancy Fletcher	Mgmt	For	For	For
1.2	Elect Director John E. Koerner, III	Mgmt	For	For	For
1.3	Elect Director Marshall A. Loeb	Mgmt	For	For	For
1.4	Elect Director Stephen P. Mumblow	Mgmt	For	For	For
1.5	Elect Director Thomas V. Reifenheiser	Mgmt	For	For	For
1.6	Elect Director Anna Reilly	Mgmt	For	For	Withhold
1.7	Elect Director Kevin P. Reilly, Jr.	Mgmt	For	For	For
1.8	Elect Director Wendell Reilly	Mgmt	For	Refer	For
1.9	Elect Director Elizabeth Thompson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### Life Storage, Inc.

**Meeting Date:** 05/28/2020 **Record Date:** 03/30/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 53223X107

Ticker: LSI

Shares Voted: 11,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Mark G. Barberio	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Joseph V. Saffire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Charles E. Lannon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Stephen R. Rusmisel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Life Storage, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1e	Elect Director Arthur L. Havener, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1f	Elect Director Dana Hamilton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1g	Elect Director Edward J. Pettinella	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1h	Elect Director David L. Rogers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Approve Non-Employee Director Restricted Stock Plan	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **NuVasive, Inc.**

**Meeting Date:** 05/28/2020 **Record Date:** 04/08/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 670704105

Ticker: NUVA

Shares Voted: 12,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director J. Christopher Barry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Gregory T. Lucier	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Leslie V. Norwalk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Quanta Services, Inc.**

**Meeting Date:** 05/28/2020 **Record Date:** 03/31/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 74762E102

Ticker: PWR

Shares Voted: 8,932

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instructi
1.1	Elect Director Earl C. (Duke) Austin, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Doyle N. Beneby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director J. Michal Conaway	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Vincent D. Foster	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Bernard Fried	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Worthing F. Jackman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director David M. McClanahan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Margaret B. Shannon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director Pat Wood, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.10	Elect Director Martha B. Wyrsch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For

# **Royal Caribbean Cruises Ltd.**

Meeting Date: 05/28/2020 Record Date: 04/06/2020 Country: Liberia
Meeting Type: Annual

**Primary Security ID:** V7780T103

Ticker: RCL

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Royal Caribbean Cruises Ltd.**

Shares Voted: 10,850

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director John F. Brock	Mgmt	For	For	For
1b	Elect Director Richard D. Fain	Mgmt	For	For	For
1c	Elect Director Stephen R. Howe, Jr.	Mgmt	For	For	For
1d	Elect Director William L. Kimsey	Mgmt	For	For	For
1e	Elect Director Maritza G. Montiel	Mgmt	For	For	For
1f	Elect Director Ann S. Moore	Mgmt	For	For	For
1g	Elect Director Eyal M. Ofer	Mgmt	For	For	For
1h	Elect Director William K. Reilly	Mgmt	For	For	For
1i	Elect Director Vagn O. Sorensen	Mgmt	For	For	For
1j	Elect Director Donald Thompson	Mgmt	For	For	For
1k	Elect Director Arne Alexander Wilhelmsen	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional information regarding the company's direct and indirect political contributions, including payments to trade associations, would help investors in assessing its management of related risks and benefits.

5 Require Independent Board Chair

SH

Against

Against

Against

# **Taylor Morrison Home Corporation**

**Meeting Date:** 05/28/2020 **Record Date:** 04/01/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 87724P106

Ticker: TMHC

Shares Voted: 31,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jeffry L. Flake	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Taylor Morrison Home Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Gary H. Hunt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Peter Lane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director William H. Lyon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Anne L. Mariucci	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Andrea (Andi) Owen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Sheryl D. Palmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Denise F. Warren	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

## **Tenet Healthcare Corporation**

Meeting Date: 05/28/2020 Record Date: 03/31/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 88033G407

Ticker: THC

Shares Voted: 24,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Ronald A. Rittenmeyer	Mgmt	For	For	For
1b	Elect Director J. Robert Kerrey	Mgmt	For	For	For
1c	Elect Director Lloyd J. Austin, III	Mgmt	For	For	For
1d	Elect Director James L. Bierman	Mgmt	For	For	For
1e	Elect Director Richard W. Fisher	Mgmt	For	For	For
1f	Elect Director Meghan M. FitzGerald	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Tenet Healthcare Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Christopher S. Lynch	Mgmt	For	For	For
1h	Elect Director Richard J. Mark	Mgmt	For	For	For
1i	Elect Director Tammy Romo	Mgmt	For	For	For
1j	Elect Director Nadja Y. West	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Require Independent Board Chair	SH	Against	Against	Against

## **The Cheesecake Factory Incorporated**

Meeting Date: 05/28/2020 Record Date: 03/31/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 163072101

Ticker: CAKE

Shares Voted: 9,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David Overton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Edie A. Ames	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Alexander L. Cappello	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Jerome L. Kransdorf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Janice L. Meyer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Laurence B. Mindel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director David B. Pittaway	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director Herbert Simon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Cheesecake Factory Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Unum Group**

**Meeting Date:** 05/28/2020 **Record Date:** 03/30/2020

Country: USA

**Primary Security ID:** 91529Y106

1

Meeting Type: Annual

Ticker: UNM

Shares Voted: 12,962

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Theodore H. Bunting, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Susan L. Cross	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Susan D. DeVore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Joseph J. Echevarria	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Cynthia L. Egan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Kevin T. Kabat	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Timothy F. Keaney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.				
1h	Elect Director Gloria C. Larson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Richard P. McKenney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Ronald P. O'Hanley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

## **Unum Group**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Francis J. Shammo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
5	Approve Nonqualified Employee Stock Purchase Plan	Mgmt	For	For	For

### **Wintrust Financial Corporation**

Meeting Date: 05/28/2020 Record Date: 04/03/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 97650W108

Ticker: WTFC

Shares Voted: 13,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director Peter D. Crist	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Bruce K. Crowther	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				
1.3	Elect Director William J. Doyle	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				
1.4	Elect Director Marla F. Glabe	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				
1.5	Elect Director H. Patrick Hackett, Jr.	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				
1.6	Elect Director Scott K. Heitmann	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.7	Elect Director Deborah L. Hall Lefevre	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				
1.8	Elect Director Christopher J. Perry	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	varranted.				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Wintrust Financial Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Ingrid S. Stafford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.10	Elect Director Gary D. Sweeney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.11	Elect Director Karin Gustafson Teglia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.12	Elect Director Alex E. Washington, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.13	Elect Director Edward J. Wehmer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Axon Enterprise, Inc.**

Meeting Date: 05/29/2020 **Record Date:** 04/03/2020

Country: USA

**Primary Security ID:** 05464C101 Meeting Type: Annual Ticker: AAXN

Shares Voted: 14,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Mark W. Kroll	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Matthew R. McBrady	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Patrick W. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
4A	Eliminate Supermajority Vote Requirement of Article 5 of the Charter	Mgmt	For	For	For
4B	Eliminate Supermajority Vote Requirement of Article 6 of the Charter	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Axon Enterprise, Inc.**

5 Declassify the Board of Directors SH Against For For	Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
S Declassify the board of birectors STI Aguinst 161	5	Declassify the Board of Directors	SH	Against	For	For

Voter Rationale: New Mexico favours unclassified board of directors.

### **EPR Properties**

Meeting Date: 05/29/2020 Record Date: 03/06/2020 **Country:** USA **Meeting Type:** Annual

Primary Security ID: 26884U109

Ticker: EPR

Shares Voted: 17,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Barrett Brady	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Peter C. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director James B. Connor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director Robert J. Druten	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Gregory K. Silvers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Robin P. Sterneck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Virginia E. Shanks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Declaration of Trust to Permit the Company to Redeem Securities Held by an Unsuitable Shareholder	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Lowe's Companies, Inc.

**Meeting Date:** 05/29/2020 **Record Date:** 03/23/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 548661107

Ticker: LOW

Shares Voted: 51,877

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instru
1.1	Elect Director Raul Alvarez	Mgmt	For	For	For
1.2	Elect Director David H. Batchelder	Mgmt	For	For	For
1.3	Elect Director Angela F. Braly	Mgmt	For	For	For
1.4	Elect Director Sandra B. Cochran	Mgmt	For	For	For
1.5	Elect Director Laurie Z. Douglas	Mgmt	For	For	For
1.6	Elect Director Richard W. Dreiling	Mgmt	For	For	For
1.7	Elect Director Marvin R. Ellison	Mgmt	For	For	For
1.8	Elect Director Brian C. Rogers	Mgmt	For	For	For
1.9	Elect Director Bertram L. Scott	Mgmt	For	For	For
1.10	Elect Director Lisa W. Wardell	Mgmt	For	For	For
1.11	Elect Director Eric C. Wiseman	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
4	Reduce Ownership Threshold for Shareholders to Call Special Meeting	Mgmt	For	For	For
5	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
6	Reduce Ownership Threshold for Shareholders to Call Special Meeting	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. Lowering the threshold to call a special meeting would enhance the current shareholder right to call special meetings.

# **LyondellBasell Industries N.V.**

Meeting Date: 05/29/2020 Record Date: 05/01/2020 Country: Netherlands
Meeting Type: Annual

Primary Security ID: N53745100

Ticker: LYB

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# LyondellBasell Industries N.V.

Shares Voted: 17,250

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Jacques Aigrain	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Lincoln Benet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Jagjeet (Jeet) Bindra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Robin Buchanan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Stephen Cooper	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Nance Dicciani	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Claire Farley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Isabella (Bella) Goren	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Michael Hanley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Albert Manifold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Bhavesh (Bob) Patel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Approve Discharge of the Members of the Board of Directors	Mgmt	For	For	For
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers Accountants N.V. as Auditors	Mgmt	For	For	For
5	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
6	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **LyondellBasell Industries N.V.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Approve Dividends of USD 4.20 Per Share	Mgmt	For	For	For
8	Authorize Repurchase of Up to 10 Percent of Issued Share Capital	Mgmt	For	For	For
9	Approve Cancellation of Shares	Mgmt	For	For	For

### **Masimo Corporation**

**Meeting Date:** 05/29/2020 **Record Date:** 03/30/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 574795100

Ticker: MASI

Shares Voted: 11,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Julie A. Shimer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director H Michael Cohen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estimated of (EPSC), a vote AGAINST this proposal is warranted due disclosure of change-in-control ("CIC") vesting treatment vesting.	to the following key factor	r(s):- The plan cost is excessive;- The		
5	Amend Executive Incentive Bonus Plan	Mgmt	For	For	For

### **Occidental Petroleum Corporation**

**Meeting Date:** 05/29/2020 **Record Date:** 04/03/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 674599105

Ticker: OXY

Shares Voted: 56,159

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Stephen I. Chazen	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Occidental Petroleum Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Andrew Gould	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Nicholas Graziano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Carlos M. Gutierrez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Vicki Hollub	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director William R. Klesse	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Andrew N. Langham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director Jack B. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Margarita Palau-Hernandez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1j	Elect Director Avedick B. Poladian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1k	Elect Director Robert M. Shearer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Approve Issuance of the Warrant Shares Upon Exercise of the Warrant	Mgmt	For	For	For
6	Increase Authorized Common Stock	Mgmt	For	For	For
7	Amend Charter to Enhance Shareholders' Ability to Act by Written Consent	Mgmt	For	For	For
8	Reduce Ownership Threshold for Shareholders to Call Special Meeting and Approve Certain Additional Amendments	Mgmt	For	For	For
9	Approve Shareholder Rights Plan (Poison Pill)	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Campus Communities, Inc.**

**Meeting Date:** 06/01/2020 **Record Date:** 03/09/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 024835100

Ticker: ACC

Shares Voted: 31,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director William C. Bayless, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director G. Steven Dawson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Cydney C. Donnell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Mary C. Egan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Edward Lowenthal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Oliver Luck	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director C. Patrick Oles, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director John T. Rippel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> i	Elect Director Carla Pineyro Sublett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **SL Green Realty Corp.**

Meeting Date: 06/01/2020 Record Date: 03/31/2020 **Country:** USA **Meeting Type:** Annual **Primary Security ID:** 78440X101

Ticker: SLG

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **SL Green Realty Corp.**

Shares Voted: 5,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director John H. Alschuler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Betsy Atkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Edwin T. Burton, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	Betsy Atkins Mgmt For For For For For A vote FOR the director nominees is warranted.  Edwin T. Burton, III Mgmt For For For For A vote FOR the director nominees is warranted.  Lauren B. Dillard Mgmt For For For For A vote FOR the director nominees is warranted.  Stephen L. Green Mgmt For For For For A vote FOR the director nominees is warranted.  Craig M. Hatkoff Mgmt For For For For A vote FOR the director nominees is warranted.  Marc Holliday Mgmt For For For For For A vote FOR the director nominees is warranted.			
1d	Elect Director Lauren B. Dillard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Stephen L. Green	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Craig M. Hatkoff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Marc Holliday	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director John S. Levy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Andrew W. Mathias	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# Tiffany & Co.

**Meeting Date:** 06/01/2020 **Record Date:** 04/02/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 886547108

Ticker: TIF

Shares Voted: 6,814

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Alessandro Bogliolo	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Tiffany & Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1b	Elect Director Rose Marie Bravo	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1c	Elect Director Hafize Gaye Erkan	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1d	Elect Director Roger N. Farah	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						
1e	Elect Director Jane Hertzmark Hudis	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1f	Elect Director Abby F. Kohnstamm	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1g	Elect Director James E. Lillie	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1h	Elect Director William A. Shutzer	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1i	Elect Director Robert S. Singer	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
1j	Elect Director Annie Young-Scrivner	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.						
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For			
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For			

# **UnitedHealth Group Incorporated**

Meeting Date: 06/01/2020 Record Date: 04/07/2020 Country: USA Meeting Type: Annual Primary Security ID: 91324P102

Ticker: UNH

Shares Voted: 59,620

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Richard T. Burke	Mgmt	For	For	For
1b	Elect Director Timothy P. Flynn	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **UnitedHealth Group Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Stephen J. Hemsley	Mgmt	For	For	For
1d	Elect Director Michele J. Hooper	Mgmt	For	For	For
1e	Elect Director F. William McNabb, III	Mgmt	For	For	For
1f	Elect Director Valerie C. Montgomery Rice	Mgmt	For	For	For
1g	Elect Director John H. Noseworthy	Mgmt	For	For	For
1h	Elect Director Glenn M. Renwick	Mgmt	For	For	For
1i	Elect Director David S. Wichmann	Mgmt	For	For	For
1j	Elect Director Gail R. Wilensky	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against

### Watsco, Inc.

**Meeting Date:** 06/01/2020 **Record Date:** 04/03/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 942622200

Ticker: WSO

Shares Voted: 7,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1	Elect Director Brian E. Keeley	Mgmt	For	For	For	
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against	
	, , ,					
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For	

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Cognizant Technology Solutions Corporation**

**Meeting Date:** 06/02/2020 **Record Date:** 04/06/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 192446102

Ticker: CTSH

Shares Voted: 34,478

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Zein Abdalla	Mgmt	For	For	For
1b	Elect Director Vinita Bali	Mgmt	For	For	For
1c	Elect Director Maureen Breakiron-Evans	Mgmt	For	For	For
1d	Elect Director Archana Deskus	Mgmt	For	For	For
1e	Elect Director John M. Dineen	Mgmt	For	For	For
1f	Elect Director John N. Fox, Jr.	Mgmt	For	For	For
1g	Elect Director Brian Humphries	Mgmt	For	For	For
1h	Elect Director Leo S. Mackay, Jr.	Mgmt	For	For	For
1i	Elect Director Michael Patsalos-Fox	Mgmt	For	For	For
1j	Elect Director Joseph M. Velli	Mgmt	For	For	For
1k	Elect Director Sandra S. Wijnberg	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	Against	Against

### Etsy, Inc.

**Meeting Date:** 06/02/2020 **Record Date:** 04/07/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 29786A106

Ticker: ETSY

Shares Voted: 28,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director M. Michele Burns	Mgmt	For	Refer	Withhold
1b	Elect Director Josh Silverman	Mgmt	For	Refer	Withhold
1c	Elect Director Fred Wilson	Mgmt	For	Refer	Withhold
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Etsy, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Fortive Corporation**

Meeting Date: 06/02/2020 Record Date: 04/06/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 34959J108

Ticker: FTV

Shares Voted: 18,611

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Kate D. Mitchell	Mgmt	For	For	For
1B	Elect Director Mitchell P. Rales	Mgmt	For	For	For
1C	Elect Director Steven M. Rales	Mgmt	For	For	For
1D	Elect Director Jeannine Sargent	Mgmt	For	For	For
1E	Elect Director Alan G. Spoon	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For

### **Urban Outfitters, Inc.**

**Meeting Date:** 06/02/2020 **Record Date:** 04/03/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 917047102

Ticker: URBN

Shares Voted: 16,835

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Edward N. Antoian	Mgmt	For	For	For
1.2	Elect Director Sukhinder Singh Cassidy	Mgmt	For	For	For
1.3	Elect Director Harry S. Cherken, Jr.	Mgmt	For	Refer	Against
1.4	Elect Director Scott Galloway	Mgmt	For	For	For
1.5	Elect Director Margaret A. Hayne	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Urban Outfitters, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.6	Elect Director Richard A. Hayne	Mgmt	For	For	For
1.7	Elect Director Elizabeth Ann Lambert	Mgmt	For	For	For
1.8	Elect Director Wesley S. McDonald	Mgmt	For	For	For
1.9	Elect Director Todd R. Morgenfeld	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Alphabet Inc.**

**Meeting Date:** 06/03/2020 **Record Date:** 04/07/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 02079K305

Ticker: GOOGL

Shares Voted: 18,881

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Larry Page	Mgmt	For	For	For
1.2	Elect Director Sergey Brin	Mgmt	For	For	For
1.3	Elect Director Sundar Pichai	Mgmt	For	For	For
1.4	Elect Director John L. Hennessy	Mgmt	For	For	For
1.5	Elect Director Frances H. Arnold	Mgmt	For	For	For
1.6	Elect Director L. John Doerr	Mgmt	For	Refer	For
1.7	Elect Director Roger W. Ferguson Jr.	Mgmt	For	For	For
1.8	Elect Director Ann Mather	Mgmt	For	For	For
1.9	Elect Director Alan R. Mulally	Mgmt	For	Refer	For
1.10	Elect Director K. Ram Shiram	Mgmt	For	Refer	For
1.11	Elect Director Robin L. Washington	Mgmt	For	Refer	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
5	Approve Recapitalization Plan for all Stock to Have One-vote per Share	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Alphabet Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
6	Report on Arbitration of Employment-Related Claims	SH	Against	For	For
7	Establish Human Rights Risk Oversight Committee	SH	Against	For	For
8	Require Shareholder Approval of Bylaw Amendments Adopted by the Board of Directors	SH	Against	Against	Against
9	Assess Feasibility of Including Sustainability as a Performance Measure for Senior Executive Compensation	SH	Against	For	For
10	Report on Takedown Requests	SH	Against	For	For
11	Require a Majority Vote for the Election of Directors	SH	Against	For	For
12	Report on Gender/Racial Pay Gap	SH	Against	Against	Against
13	Require Independent Director Nominee with Human and/or Civil Rights Experience	SH	Against	For	For
14	Report on Whistleblower Policies and Practices	SH	Against	Against	Against

# **Biogen Inc.**

**Meeting Date:** 06/03/2020 **Record Date:** 04/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 09062X103

Ticker: BIIB

Shares Voted: 11,324

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director Alexander J. Denner	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Caroline D. Dorsa	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1c	Elect Director William A. Hawkins	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1d	Elect Director Nancy L. Leaming	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1e	Elect Director Jesus B. Mantas	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Biogen Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1f	Elect Director Richard C. Mulligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Robert W. Pangia	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Stelios Papadopoulos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Brian S. Posner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Eric K. Rowinsky	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Stephen A. Sherwin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Michel Vounatsos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# Citrix Systems, Inc.

Meeting Date: 06/03/2020 Record Date: 04/07/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 177376100

Ticker: CTXS

Shares Voted: 7,245

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1a	Elect Director Robert M. Calderoni	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1b	Elect Director Nanci E. Caldwell	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1c	Elect Director Robert D. Daleo	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Citrix Systems, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1d	Elect Director Murray J. Demo	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1e	Elect Director Ajei S. Gopal	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1f	Elect Director David J. Henshall	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1g	Elect Director Thomas E. Hogan	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1h	Elect Director Moira A. Kilcoyne	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
1i	Elect Director Peter J. Sacripanti	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1j	Elect Director J. Donald Sherman	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is we	arranted.					
2	Amend Omnibus Stock Plan	Mgmt	For	Against	Against		
	Voter Rationale: Based on evaluation of the estimated of (EPSC), a vote AGAINST this proposal is warranted due average burn rate is excessive- The disclosure of change broad discretion to accelerate vesting	to the following key facto	rs- The plan cost is excessive- The three-yea				
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For		
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		

### **Clean Harbors, Inc.**

**Meeting Date:** 06/03/2020 **Record Date:** 04/15/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 184496107

Ticker: CLH

Shares Voted: 12,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Eugene Banucci	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Edward G. Galante	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Clean Harbors, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.3	Elect Director Thomas J. Shields	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.4	Elect Director John R. Welch	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Approve Omnibus Stock Plan	Mgmt	For	For	For		
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		

# **Columbia Sportswear Company**

Meeting Date: 06/03/2020 Record Date: 04/01/2020 Country: USA

Meeting Type: Annual

**Primary Security ID:** 198516106

Ticker: COLM

Shares Voted: 6,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Timothy P. Boyle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1.2	Elect Director Stephen E. Babson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Andy D. Bryant	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Walter T. Klenz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Kevin Mansell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Ronald E. Nelson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Sabrina L. Simmons	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Malia H. Wasson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Columbia Sportswear Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	Against	Against

Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: \* The plan cost is excessive; \* The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is considered to be discretionary) \* The plan permits liberal recycling of shares; and \* The plan allows broad discretion to accelerate the vesting of outstanding awards.

### **Comcast Corporation**

Meeting Date: 06/03/2020 Record Date: 04/03/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 20030N101

Ticker: CMCSA

Shares Voted: 285,616

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Kenneth J. Bacon	Mgmt	For	For	For
1.2	Elect Director Madeline S. Bell	Mgmt	For	For	For
1.3	Elect Director Naomi M. Bergman	Mgmt	For	For	For
1.4	Elect Director Edward D. Breen	Mgmt	For	Refer	Withhold
1.5	Elect Director Gerald L. Hassell	Mgmt	For	Refer	Withhold
1.6	Elect Director Jeffrey A. Honickman	Mgmt	For	For	For
1.7	Elect Director Maritza G. Montiel	Mgmt	For	For	For
1.8	Elect Director Asuka Nakahara	Mgmt	For	For	For
1.9	Elect Director David C. Novak	Mgmt	For	Refer	Withhold
1.10	Elect Director Brian L. Roberts	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Amend Stock Option Plan	Mgmt	For	For	For
4	Amend Restricted Stock Plan	Mgmt	For	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
6	Report on Lobbying Payments and Policy	SH	Against	For	For
7	Require Independent Board Chair	SH	Against	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Comcast Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Report on Risks Posed by Failing to Prevent	SH	Against	Against	For

# **Devon Energy Corporation**

Meeting Date: 06/03/2020 Record Date: 04/06/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 25179M103

Ticker: DVN

Shares Voted: 24,385

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruction
1.1	Elect Director Barbara M. Baumann	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.2	Elect Director John E. Bethancourt	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.3	Elect Director Ann G. Fox	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.4	Elect Director David A. Hager	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.5	Elect Director Robert H. Henry	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.6	Elect Director Michael M. Kanovsky	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.7	Elect Director John Krenicki, Jr.	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.8	Elect Director Robert A. Mosbacher, Jr.	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.9	Elect Director Duane C. Radtke	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.10	Elect Director Keith O. Rattie	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.11	Elect Director Mary P. Ricciardello	Mgmt	For		For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.				

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Devon Energy Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Ratify KPMG LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. The company provided additional years of age credit in the pension plan to one NEO in connection with his retirement and to a second NEO in connection with his promotion. Providing additional years of age credit is considered to be a problematic pay practice by many investors, as this enhancement to benefits can produce a significant cost to shareholders that is not performance-based. Further, pay-for-performance concerns are not sufficiently mitigated for the year in review. The CEO received an above-target payout under an STI program for which certain target goals were set below last year's attained performance results without a corresponding reduction in payout opportunity. In addition, goal rigor concerns are noted under the LTI program, as the relative TSR metric does not maintain a cap on payouts if absolute TSR is negative.

### **Diamondback Energy, Inc.**

Meeting Date: 06/03/2020 Record Date: 04/09/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 25278X109

Ticker: FANG

Shares Voted: 10,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Steven E. West	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Travis D. Stice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Vincent K. Brooks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Michael P. Cross	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director David L. Houston	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Stephanie K. Mains	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Mark L. Plaumann	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director Melanie M. Trent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Diamondback Energy, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warran year in review, the newly promoted CFO was granted to detailed rationale regarding retention concerns and his were nearly double the median CEO pay in the peer gro raise significant concern.	vo separate special equity role in the Rattler IPO, the	awards in 2019. While the proxy provided e magnitude of these grants, which in total		
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Grant Thornton LLP as Auditors	Mgmt	For	For	For

### Freeport-McMoRan Inc.

Meeting Date: 06/03/2020 Record Date: 04/08/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 35671D857

Ticker: FCX

Shares Voted: 91,280

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Richard C. Adkerson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Gerald J. Ford	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Lydia H. Kennard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Dustan E. McCoy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director John J. Stephens	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Frances Fragos Townsend	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# FTI Consulting, Inc.

**Meeting Date:** 06/03/2020 **Record Date:** 03/25/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 302941109

Ticker: FCN

Shares Voted: 9,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Brenda J. Bacon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1b	Elect Director Mark S. Bartlett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1c	Elect Director Claudio Costamagna	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1d	Elect Director Vernon Ellis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1e	Elect Director Nicholas C. Fanandakis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1f	Elect Director Steven H. Gunby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1g	Elect Director Gerard E. Holthaus	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
1h	Elect Director Laureen E. Seeger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees in	is warranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Globus Medical, Inc.**

**Meeting Date:** 06/03/2020 **Record Date:** 04/06/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 379577208

Ticker: GMED

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Globus Medical, Inc.**

Shares Voted: 18,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David M. Demski	Mgmt	For	Refer	Against
1b	Elect Director Robert A. Douglas	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Hess Corporation**

**Meeting Date:** 06/03/2020 **Record Date:** 04/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 42809H107

Ticker: HES

Shares Voted: 16,253

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Terrence J. Checki	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For	For
Number 1a	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Joaquin Duato	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director John B. Hess	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Edith E. Holiday	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Marc S. Lipschultz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director David McManus	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Kevin O. Meyers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Hess Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director James H. Quigley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1j	Elect Director William G. Schrader	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### InterDigital, Inc.

**Meeting Date:** 06/03/2020 **Record Date:** 04/01/2020

Country: USA

Primary Security ID: 45867G101 Ticker: IDCC

Meeting Type: Annual

Shares Voted: 7,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Joan H. Gillman	Mgmt	For	For	For
1b	Elect Director S. Douglas Hutcheson	Mgmt	For	For	For
1c	Elect Director John A. Kritzmacher	Mgmt	For	For	For
1d	Elect Director John D. Markley, Jr.	Mgmt	For	For	For
1e	Elect Director William J. Merritt	Mgmt	For	For	For
1f	Elect Director Jean F. Rankin	Mgmt	For	For	For
1g	Elect Director Philip P. Trahanas	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	Against

Voter Rationale: A vote AGAINST this proposal is warranted as the pay-for-performance misalignment has not been mitigated for the year in review. A significant portion of annual incentive awards are predicated on subjective measures and payouts appear discretionary, as pre-established targets are not disclosed. While the committee disclosed certain considerations in determining pay outcomes, without quantifiable targets, shareholders' ability to reasonably evaluate the program is inhibited. In addition, a majority of the CEO's equity award is time-vesting, and forward-looking targets are not provided for the performance-based portion of the award.

performance-based portion or the award

Ratify PricewaterhouseCoopers LLP as Auditor

Mgmt

For

For

For

### Live Nation Entertainment, Inc.

**Meeting Date:** 06/03/2020 **Record Date:** 04/07/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 538034109

Ticker: LYV

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Live Nation Entertainment, Inc.**

Shares Voted: 8,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Maverick Carter	Mgmt	For	Refer	Against
1.2	Elect Director Ariel Emanuel	Mgmt	For	Refer	Against
1.3	Elect Director Ping Fu	Mgmt	For	Refer	Against
1.4	Elect Director Jeffrey T. Hinson	Mgmt	For	Refer	Against
1.5	Elect Director Chad Hollingsworth	Mgmt	For	For	For
1.6	Elect Director James Iovine	Mgmt	For	Refer	Against
1.7	Elect Director James S. Kahan	Mgmt	For	Refer	Against
1.8	Elect Director Gregory B. Maffei	Mgmt	For	Refer	Against
1.9	Elect Director Randall T. Mays	Mgmt	For	Refer	Against
1.10	Elect Director Michael Rapino	Mgmt	For	Refer	Against
1.11	Elect Director Mark S. Shapiro	Mgmt	For	Refer	Against
1.12	Elect Director Dana Walden	Mgmt	For	Refer	Against
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Monster Beverage Corporation**

**Meeting Date:** 06/03/2020 **Record Date:** 04/13/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 61174X109

Ticker: MNST

Shares Voted: 24,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director Rodney C. Sacks	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.2	Elect Director Hilton H. Schlosberg	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
1.3	Elect Director Mark J. Hall	Mgmt	For	For	For	
	1/					

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Monster Beverage Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.4	Elect Director Kathleen E. Ciaramello	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1.5	Elect Director Gary P. Fayard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Jeanne P. Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Steven G. Pizula	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Benjamin M. Polk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1.9	Elect Director Sydney Selati	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
1.10	Elect Director Mark S. Vidergauz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	varranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

# **New York Community Bancorp, Inc.**

Meeting Date: 06/03/2020 Record Date: 04/07/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 649445103

Ticker: NYCB

Shares Voted: 111,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Dominick Ciampa	Mgmt	For	For	For
1b	Elect Director Leslie D. Dunn	Mgmt	For	For	For
1c	Elect Director Lawrence Rosano, Jr.	Mgmt	For	For	For
1d	Elect Director Robert Wann	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **New York Community Bancorp, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Eliminate Supermajority Vote Requirement	Mgmt	For	For	For
5	Approve Omnibus Stock Plan	Mgmt	For	For	For
6	Declassify the Board of Directors	SH	Against	For	For
	Approve Omnibus Stock Plan Mgmt For  Declassify the Board of Directors SH Against  Voter Rationale: New Mexico favours unclassified board of directors.				
7	Establish Term Limits for Directors	SH	Against	Against	Against

### **Nu Skin Enterprises, Inc.**

Meeting Date: 06/03/2020 Record Date: 04/06/2020 Country: USA
Meeting Type: Annual

 $\textbf{Primary Security ID:}\ 67018T105$ 

Ticker: NUS

Shares Voted: 13,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel W. Campbell	Mgmt	For	For	For
1b	Elect Director Andrew D. Lipman	Mgmt	For	For	For
1c	Elect Director Steven J. Lund	Mgmt	For	For	For
1d	Elect Director Laura Nathanson	Mgmt	For	For	For
1e	Elect Director Thomas R. Pisano	Mgmt	For	For	For
1f	Elect Director Zheqing (Simon) Shen	Mgmt	For	Refer	Against
1g	Elect Director Ritch N. Wood	Mgmt	For	For	For
1h	Elect Director Edwina D. Woodbury	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### Penumbra, Inc.

Meeting Date: 06/03/2020 Record Date: 04/15/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 70975L107

Ticker: PEN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Penumbra, Inc.

Shares Voted: 7,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Arani Bose	Mgmt	For	Refer	Withhold
1.2	Elect Director Bridget O'Rourke	Mgmt	For	Refer	Withhold
1.3	Elect Director Surbhi Sarna	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Science Applications International Corporation**

**Meeting Date:** 06/03/2020 **Record Date:** 04/07/2020

Country: USA

Primary Security ID: 808625107

Meeting Type: Annual

Ticker: SAIC

Shares Voted: 11,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Robert A. Bedingfield	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1b	Elect Director Carol A. Goode	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director John J. Hamre	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Yvette M. Kanouff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Nazzic S. Keene	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director David M. Kerko	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1g	Elect Director Timothy J. Mayopoulos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director Katharina G. McFarland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Science Applications International Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Donna S. Morea	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1j	Elect Director Steven R. Shane	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### **SEI Investments Company**

Meeting Date: 06/03/2020 Record Date: 03/27/2020 Country: USA

Primary Security ID: 784117103

Meeting Type: Annual

Shares Voted: 30,100

Ticker: SEIC

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Sarah W. Blumenstein	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Kathryn M. McCarthy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

### **Ulta Beauty, Inc.**

**Meeting Date:** 06/03/2020 **Record Date:** 04/06/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 90384S303

Ticker: ULTA

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ulta Beauty, Inc.**

Shares Voted: 3,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Michelle L. Collins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Patricia A. Little	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Michael C. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Vertex Pharmaceuticals Incorporated**

**Meeting Date:** 06/03/2020 **Record Date:** 04/09/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 92532F100

Ticker: VRTX

Shares Voted: 16,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Sangeeta N. Bhatia	Mgmt	For	For	For
1.2	Elect Director Lloyd Carney	Mgmt	For	For	For
1.3	Elect Director Alan Garber	Mgmt	For	For	For
1.4	Elect Director Terrence Kearney	Mgmt	For	For	For
1.5	Elect Director Reshma Kewalramani	Mgmt	For	For	For
1.6	Elect Director Yuchun Lee	Mgmt	For	For	For
1.7	Elect Director Jeffrey M. Leiden	Mgmt	For	For	For
1.8	Elect Director Margaret G. McGlynn	Mgmt	For	For	For
1.9	Elect Director Diana McKenzie	Mgmt	For	For	For
1.10	Elect Director Bruce I. Sachs	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Vertex Pharmaceuticals Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Report on Lobbying Payments and Policy	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional disclosure of the company's direct and indirect lobbying-related expenditures and oversight mechanisms would help shareholders better assess the risks and benefits associated with the company's participation in the public policy process.

### **Visteon Corporation**

Meeting Date: 06/03/2020 Record Date: 04/09/2020 Country: USA

Primary Security ID: 92839U206

Meeting Type: Annual

Ticker: VC

Shares Voted: 6,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James J. Barrese	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Naomi M. Bergman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Jeffrey D. Jones	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1d	Elect Director Sachin S. Lawande	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1e	Elect Director Joanne M. Maguire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1f	Elect Director Robert J. Manzo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1g	Elect Director Francis M. Scricco	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1h	Elect Director David L. Treadwell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1i	Elect Director Rouzbeh Yassini-Fard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Visteon Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

#### **Walmart Inc.**

Meeting Date: 06/03/2020 Record Date: 04/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 931142103

Ticker: WMT

Shares Voted: 89,193

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director Cesar Conde	Mgmt	For	For	For		
1b	Elect Director Timothy P. Flynn	Mgmt	For	For	For		
1c	Elect Director Sarah J. Friar	Mgmt	For	For	For		
1d	Elect Director Carla A. Harris	Mgmt	For	For	For		
1e	Elect Director Thomas W. Horton	Mgmt	For	For	For		
1f	Elect Director Marissa A. Mayer	Mgmt	For	For	For		
1g	Elect Director C. Douglas McMillon	Mgmt	For	For	For		
1h	Elect Director Gregory B. Penner	Mgmt	For	For	For		
1i	Elect Director Steven S Reinemund	Mgmt	For	For	For		
1j	Elect Director S. Robson Walton	Mgmt	For	For	For		
1k	Elect Director Steuart L. Walton	Mgmt	For	For	For		
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For		
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For		
5	Report on Impacts of Single-Use Plastic Bags	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted, as shareholders would benefit from additional information about how the company will meet its sustainability commitments while continuing to distribute single-use plastic shopping bags, as well as the environmental impacts of that choice and the company's management of related risks and benefits.						
6	Report on Supplier Antibiotics Use Standards	SH	Against	Against	Against		
7	Adopt Policy to Include Hourly Associates as Director Candidates	SH	Against	Against	Against		

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Walmart Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
8	Report on Strengthening Prevention of Workplace Sexual Harassment	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted as additional information on the company's sexual harassment policies could help shareholders better asses the company's management of related risks.

### Williams-Sonoma, Inc.

Meeting Date: 06/03/2020 Record Date: 04/06/2020 Country: USA

Primary Security ID: 969904101

Meeting Type: Annual

Ticker: WSM

Shares Voted: 18,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
1.1	Elect Director Laura Alber	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.2	Elect Director Scott Dahnke	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.3	Elect Director Anne Mulcahy	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1.4	Elect Director William Ready	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.5	Elect Director Sabrina Simmons	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
1.6	Elect Director Frits van Paasschen	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is w	arranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		

### **Allegion Plc**

Meeting Date: 06/04/2020 Record Date: 04/09/2020 **Country:** Ireland **Meeting Type:** Annual

Primary Security ID: G0176J109

Ticker: ALLE

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Allegion Plc**

Shares Voted: 5,882

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kirk S. Hachigian	Mgmt	For	For	For
1b	Elect Director Steven C. Mizell	Mgmt	For	For	For
1c	Elect Director Nicole Parent Haughey	Mgmt	For	For	For
1d	Elect Director David D. Petratis	Mgmt	For	For	For
1e	Elect Director Dean I. Schaffer	Mgmt	For	For	For
1f	Elect Director Charles L. Szews	Mgmt	For	For	For
1g	Elect Director Martin E. Welch, III	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Approve PricewaterhouseCoopers as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
5	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
6	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For	For

# **American Eagle Outfitters, Inc.**

**Meeting Date:** 06/04/2020 **Record Date:** 04/08/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 02553E106

Ticker: AEO

Shares Voted: 37,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct	
1.1	Elect Director Sujatha Chandrasekaran	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is w	arranted.				
1.2	Elect Director Jay L. Schottenstein	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.					
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For	
3	Approve Omnibus Stock Plan	Mgmt	For	For	For	

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Eagle Outfitters, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Booking Holdings Inc.**

Meeting Date: 06/04/2020 Record Date: 04/09/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 09857L108

Ticker: BKNG

Shares Voted: 2,648

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Timothy M. Armstrong	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Jeffery H. Boyd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Glenn D. Fogel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Mirian M. Graddick-Weir	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Wei Hopeman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Robert J. Mylod, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Charles H. Noski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.8	Elect Director Nicholas J. Read	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.9	Elect Director Thomas E. Rothman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.10	Elect Director Bob van Dijk	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.11	Elect Director Lynn M. Vojvodich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Booking Holdings Inc.**

Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction		
Elect Director Vanessa A. Wittman	Mgmt	For	For	For		
Voter Rationale: A vote FOR the director nominees is warranted.						
Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For		
Provide Right to Act by Written Consent	SH	Against	For	For		
	Elect Director Vanessa A. Wittman  Voter Rationale: A vote FOR the director nominees is  Advisory Vote to Ratify Named Executive Officers' Compensation  Ratify Deloitte & Touche LLP as Auditors	Elect Director Vanessa A. Wittman Mgmt  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt Officers' Compensation  Ratify Deloitte & Touche LLP as Auditors Mgmt	Elect Director Vanessa A. Wittman Mgmt For  *Voter Rationale: A vote FOR the director nominees is warranted.*  Advisory Vote to Ratify Named Executive Mgmt For Officers' Compensation  Ratify Deloitte & Touche LLP as Auditors Mgmt For	Proposal Text Proponent Mgmt Rec Policy Rec  Elect Director Vanessa A. Wittman Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For For Officers' Compensation  Ratify Deloitte & Touche LLP as Auditors Mgmt For For		

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### FirstCash, Inc.

Meeting Date: 06/04/2020 Record Date: 04/13/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 33767D105

Ticker: FCFS

Shares Voted: 10,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Daniel E. Berce	Mgmt	For	For	For
1b	Elect Director Mikel D. Faulkner	Mgmt	For	For	For
1c	Elect Director Randel G. Owen	Mgmt	For	For	For
2	Ratify RSM US LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **KAR Auction Services, Inc.**

**Meeting Date:** 06/04/2020 **Record Date:** 04/09/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 48238T109

Ticker: KAR

Shares Voted: 30,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David DiDomenico	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **KAR Auction Services, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1b	Elect Director Carmel Galvin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director James P. Hallett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Mark E. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director J. Mark Howell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Stefan Jacoby	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Michael T. Kestner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Mary Ellen Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Stephen E. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

# **Netflix, Inc.**

**Meeting Date:** 06/04/2020 **Record Date:** 04/08/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 64110L106

Ticker: NFLX

Shares Voted: 27,521

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Reed Hastings	Mgmt	For	Refer	Withhold
1b	Elect Director Jay C. Hoag	Mgmt	For	Refer	Withhold
1c	Elect Director Mathias Dopfner	Mgmt	For	Refer	Withhold
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Netflix, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Report on Political Contributions	SH	Against	For	For
6	Adopt Simple Majority Vote	SH	Against	For	For
7	Report on Risks of Omitting Viewpoint and Ideology from EEO Policy	SH	Against	Against	Against

### Patterson-UTI Energy, Inc.

**Meeting Date:** 06/04/2020 **Record Date:** 04/06/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 703481101

Ticker: PTEN

Shares Voted: 46,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc			
1.1	Elect Director Tiffany (TJ) Thom Cepak	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nomine and has not submitted it to a shareholder vote, in preceded its adoption, and the materiality of the reasonable.	n light of the terms of the	pill, the sharp decline in the sh	are price that				
1.2	Elect Director Michael W. Conlon	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted. Although the company adopted a poison pill on April 22, 2020 and has not submitted it to a shareholder vote, in light of the terms of the pill, the sharp decline in the share price that preceded its adoption, and the materiality of the company's net operating losses, the board's actions are considered reasonable.							
1.3	Elect Director William Andrew Hendricks, Jr.	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nomines and has not submitted it to a shareholder vote, in preceded its adoption, and the materiality of the reasonable.	n light of the terms of the	pill, the sharp decline in the sh	are price that				
1.4	Elect Director Curtis W. Huff	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted. Although the company adopted a poison pill on April 22, 2020 and has not submitted it to a shareholder vote, in light of the terms of the pill, the sharp decline in the share price that preceded its adoption, and the materiality of the company's net operating losses, the board's actions are considered reasonable.							
	and has not submitted it to a shareholder vote, in preceded its adoption, and the materiality of the	n light of the terms of the	pill, the sharp decline in the sh	are price that				

Voter Rationale: A vote FOR the director nominees is warranted. Although the company adopted a poison pill on April 22, 2020 and has not submitted it to a shareholder vote, in light of the terms of the pill, the sharp decline in the share price that preceded its adoption, and the materiality of the company's net operating losses, the board's actions are considered reasonable.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Patterson-UTI Energy, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	
1.6	Elect Director Janeen S. Judah	Mgmt	For	For	For	
	Voter Rationale: A vote FOR the director nominees and has not submitted it to a shareholder vote, in preceded its adoption, and the materiality of the coreasonable.	light of the terms of the	pill, the sharp decline in the	e share price that		
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For	
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For	

# **PBF Energy Inc.**

**Meeting Date:** 06/04/2020 **Record Date:** 04/06/2020

Country: USA

Primary Security ID: 69318G106

Meeting Type: Annual

Ticker: PBF

Shares Voted: 24,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction	1		
1A	Elect Director Thomas J. Nimbley	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						
1B	Elect Director Spencer Abraham	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.						
1C	Elect Director Wayne Budd	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.						
1D	Elect Director Karen Davis	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1E	Elect Director S. Eugene Edwards	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						
1F	Elect Director William E. Hantke	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is warranted.							
1G	Elect Director Edward Kosnik	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						
1H	Elect Director Robert Lavinia	Mgmt	For	For	For			
	Voter Rationale: A vote FOR the director nominees is wa	arranted.						

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **PBF Energy Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1I	Elect Director Kimberly S. Lubel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1J	Elect Director George E. Ogden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **The Charles Schwab Corporation**

**Meeting Date:** 06/04/2020 **Record Date:** 04/27/2020

Country: USA

Primary Security ID: 808513105

Meeting Type: Special

Ticker: SCHW

Shares Voted: 76,887

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	Refer	For
2	Amend Charter	Mgmt	For	Refer	For
3	Adjourn Meeting	Mgmt	For	Refer	For

### T-Mobile US, Inc.

**Meeting Date:** 06/04/2020 **Record Date:** 04/07/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 872590104

Ticker: TMUS

Shares Voted: 19,950

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Marcelo Claure	Mgmt	For	Refer	Withhold
1.2	Elect Director Srikant M. Datar	Mgmt	For	For	For
1.3	Elect Director Ronald D. Fisher	Mgmt	For	Refer	Withhold
1.4	Elect Director Srini Gopalan	Mgmt	For	Refer	Withhold
1.5	Elect Director Lawrence H. Guffey	Mgmt	For	For	For
1.6	Elect Director Timotheus Hottges	Mgmt	For	Refer	Withhold

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# T-Mobile US, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.7	Elect Director Christian P. Illek	Mgmt	For	Refer	Withhold
1.8	Elect Director Stephen Kappes	Mgmt	For	For	For
1.9	Elect Director Raphael Kubler	Mgmt	For	Refer	Withhold
1.10	Elect Director Thorsten Langheim	Mgmt	For	Refer	Withhold
1.11	Elect Director G. Michael (Mike) Sievert	Mgmt	For	Refer	Withhold
1.12	Elect Director Teresa A. Taylor	Mgmt	For	For	For
1.13	Elect Director Kelvin R. Westbrook	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Limit Accelerated Vesting of Equity Awards Upon a Change in Control	SH	Against	For	For

# **Trane Technologies Plc**

**Meeting Date:** 06/04/2020 **Record Date:** 04/08/2020

Country: Ireland

Meeting Type: Annual

Primary Security ID: G8994E103

Ticker: TT

Shares Voted: 15,048

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kirk E. Arnold	Mgmt	For	For	For
1b	Elect Director Ann C. Berzin	Mgmt	For	For	For
1c	Elect Director John Bruton	Mgmt	For	For	For
1d	Elect Director Jared L. Cohon	Mgmt	For	For	For
1e	Elect Director Gary D. Forsee	Mgmt	For	For	For
1f	Elect Director Linda P. Hudson	Mgmt	For	For	For
1g	Elect Director Michael W. Lamach	Mgmt	For	For	For
1h	Elect Director Myles P. Lee	Mgmt	For	For	For
1i	Elect Director Karen B. Peetz	Mgmt	For	For	For
1j	Elect Director John P. Surma	Mgmt	For	For	For
1k	Elect Director Richard J. Swift	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Trane Technologies Plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
11	Elect Director Tony L. White	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For
4	Authorize Issue of Equity	Mgmt	For	For	For
5	Renew Directors' Authority to Issue Shares for Cash	Mgmt	For	For	For
6	Authorize Reissuance of Repurchased Shares	Mgmt	For	For	For

### **Garmin Ltd.**

**Meeting Date:** 06/05/2020 **Record Date:** 04/09/2020

**Country:** Switzerland **Meeting Type:** Annual

Primary Security ID: H2906T109

Ticker: GRMN

Shares Voted: 9,050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Accept Consolidated Financial Statements and Statutory Reports	Mgmt	For	For	For
2	Approve Allocation of Income and Dividends	Mgmt	For	For	For
3	Approve Dividends	Mgmt	For	For	For
4	Approve Discharge of Board and Senior Management	Mgmt	For	For	For
5.1	Elect Director Jonathan C. Burrell	Mgmt	For	For	For
5.2	Elect Director Joseph J. Hartnett	Mgmt	For	For	For
5.3	Elect Director Min H. Kao	Mgmt	For	For	For
5.4	Elect Director Catherine A. Lewis	Mgmt	For	For	For
5.5	Elect Director Charles W. Peffer	Mgmt	For	For	For
5.6	Elect Director Clifton A. Pemble	Mgmt	For	For	For
6	Elect Min H. Kao as Board Chairman	Mgmt	For	For	For
7.1	Appoint Jonathan C. Burrell as Member of the Compensation Committee	Mgmt	For	For	For
7.2	Appoint Joseph J. Hartnett as Member of the Compensation Committee	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Garmin Ltd.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7.3	Appoint Catherine A. Lewis as Member of the Compensation Committee	Mgmt	For	For	For
7.4	Appoint Charles W. Peffer as Member of the Compensation Committee	Mgmt	For	For	For
8	Designate Wuersch & Gering LLP as Independent Proxy	Mgmt	For	For	For
9	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
10	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
11	Approve Fiscal Year 2021 Maximum Aggregate Compensation for the Executive Management	Mgmt	For	For	For
12	Approve Maximum Aggregate Compensation for the Board of Directors for the Period Between the 2020 AGM and the 2021 AGM	Mgmt	For	For	For
13	Approve the Renewal of Authorized Share Capital without Preemptive Rights	Mgmt	For	For	For

# **Hilton Worldwide Holdings Inc.**

Meeting Date: 06/05/2020 **Record Date:** 04/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 43300A203

Ticker: HLT

Shares Voted: 17,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Christopher J. Nassetta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Jonathan D. Gray	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Charlene T. Begley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Melanie L. Healey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Raymond E. Mabus, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Hilton Worldwide Holdings Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Judith A. McHale	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director John G. Schreiber	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Elizabeth A. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Douglas M. Steenland	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

# **Matador Resources Company**

**Meeting Date:** 06/05/2020 **Record Date:** 04/09/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 576485205

Ticker: MTDR

Shares Voted: 26,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Red	Vote Instruct
1a	Elect Director Joseph Wm. Foran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Reynald A. Baribault	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Monika U. Ehrman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Timothy E. Parker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Alexandria Real Estate Equities, Inc.**

**Meeting Date:** 06/08/2020 **Record Date:** 03/31/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 015271109

Ticker: ARE

Shares Voted: 7,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Joel S. Marcus	Mgmt	For	For	For
1.2	Elect Director Steven R. Hash	Mgmt	For	For	For
1.3	Elect Director John L. Atkins, III	Mgmt	For	Refer	Against
1.4	Elect Director James P. Cain	Mgmt	For	Refer	Against
1.5	Elect Director Maria C. Freire	Mgmt	For	Refer	Against
1.6	Elect Director Jennifer Friel Goldstein	Mgmt	For	For	For
1.7	Elect Director Richard H. Klein	Mgmt	For	For	For
1.8	Elect Director James H. Richardson	Mgmt	For	For	For
1.9	Elect Director Michael A. Woronoff	Mgmt	For	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Digital Realty Trust, Inc.**

**Meeting Date:** 06/08/2020 **Record Date:** 04/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 253868103

Ticker: DLR

Shares Voted: 17,650

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Laurence A. Chapman	Mgmt	For	For	For
1b	Elect Director Alexis Black Bjorlin	Mgmt	For	For	For
1c	Elect Director Michael A. Coke	Mgmt	For	Refer	Against
1d	Elect Director VeraLinn "Dash" Jamieson	Mgmt	For	For	For
1e	Elect Director Kevin J. Kennedy	Mgmt	For	For	For
1f	Elect Director William G. LaPerch	Mgmt	For	Refer	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Digital Realty Trust, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1g	Elect Director Jean F.H.P. Mandeville	Mgmt	For	For	For
1h	Elect Director Afshin Mohebbi	Mgmt	For	For	For
1i	Elect Director Mark R. Patterson	Mgmt	For	For	For
1j	Elect Director Mary Hogan Preusse	Mgmt	For	Refer	Against
1k	Elect Director A. William Stein	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### Gartner, Inc.

Meeting Date: 06/08/2020 Record Date: 04/14/2020

Country: USA Meeting Type: Annual Primary Security ID: 366651107

Ticker: IT

Shares Voted: 6,050

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Peter E. Bisson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director Richard J. Bressler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1c	Elect Director Raul E. Cesan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1d	Elect Director Karen E. Dykstra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1e	Elect Director Anne Sutherland Fuchs	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1f	Elect Director William O. Grabe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1g	Elect Director Eugene A. Hall	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1h	Elect Director Stephen G. Pagliuca	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Gartner, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1i	Elect Director Eileen M. Serra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	Proponent     Mgmt Rec     Policy Rec     Instruction       Mgmt     For     For     For       minees is warranted.       Mgmt     For     For     For			
1j	Elect Director James C. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### Resideo Technologies, Inc.

**Meeting Date:** 06/08/2020 **Record Date:** 04/15/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 76118Y104

Ticker: REZI

Shares Voted: 29,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Cynthia Hostetler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Brian Kushner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Jack Lazar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
4	Approve Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

# Roper Technologies, Inc.

Meeting Date: 06/08/2020 Record Date: 04/13/2020 Country: USA
Meeting Type: Annual

**Primary Security ID:** 776696106

al **Ticker:** ROP

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Roper Technologies, Inc.

Shares Voted: 6,541

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Shellye L. Archambeau	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.2	Elect Director Amy Woods Brinkley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.3	Elect Director John F. Fort, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.4	Elect Director L. Neil Hunn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.5	Elect Director Robert D. Johnson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.6	Elect Director Robert E. Knowling, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.7	Elect Director Wilbur J. Prezzano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.8	Elect Director Laura G. Thatcher	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.9	Elect Director Richard F. Wallman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
1.10	Elect Director Christopher Wright	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	s is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Approve Non-Employee Director Compensation Plan	Mgmt	For	For	For

# Silgan Holdings, Inc.

Meeting Date: 06/08/2020 Record Date: 04/09/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 827048109

Ticker: SLGN

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Silgan Holdings, Inc.

Shares Voted: 18,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Leigh J. Abramson	Mgmt	For	For	For
1.2	Elect Director D. Greg Horrigan	Mgmt	For	Refer	Withhold
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Spirit Realty Capital, Inc.**

**Meeting Date:** 06/08/2020 **Record Date:** 04/01/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 84860W300

Ticker: SRC

Shares Voted: 23,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jackson Hsieh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.2	Elect Director Kevin M. Charlton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director Todd A. Dunn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Elizabeth F. Frank	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Richard I. Gilchrist	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director Diana M. Laing	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Sheli Z. Rosenberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Thomas D. Senkbeil	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Spirit Realty Capital, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Nicholas P. Shepherd	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

### **ACI Worldwide, Inc.**

**Meeting Date:** 06/09/2020 **Record Date:** 04/16/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 004498101

Ticker: ACIW

Shares Voted: 27,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Odilon Almeida	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Janet O. Estep	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.3	Elect Director James C. Hale	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.4	Elect Director Pamela H. Patsley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.5	Elect Director Charles E. Peters, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.6	Elect Director David A. Poe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Adalio T. Sanchez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Thomas W. Warsop, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **ACI Worldwide, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### **Affiliated Managers Group, Inc.**

**Meeting Date:** 06/09/2020 **Record Date:** 04/15/2020 Country: USA Meeting Type: Annual Primary Security ID: 008252108

Ticker: AMG

Shares Voted: 11,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Samuel T. Byrne	Mgmt	For	For	For
1b	Elect Director Dwight D. Churchill	Mgmt	For	For	For
1c	Elect Director Glenn Earle	Mgmt	For	For	For
1d	Elect Director Sean M. Healey	Mgmt	For	For	For
1e	Elect Director Jay C. Horgen	Mgmt	For	For	For
1f	Elect Director Reuben Jeffery, III	Mgmt	For	For	For
1g	Elect Director Tracy P. Palandjian	Mgmt	For	For	For
1h	Elect Director Patrick T. Ryan	Mgmt	For	For	For
1i	Elect Director Karen L. Yerburgh	Mgmt	For	For	For
1j	Elect Director Jide J. Zeitlin	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. The year-over-year increase in CEO pay was driven by a special equity award with a target value of \$18 million, more than double the median total pay in the ISS peer group. While certain aspects of the award are positive, including clear disclosure of pro-active shareholder feedback, the special award provides for a substantial compensation opportunity in addition to regular incentive programs. While the committee partially offset the CEO's STI and LTI award values, and indicated that the award is expected to replace a portion of performance-based pay over at least three years, shareholders may expect the special award to replace equity-based pay entirely for a predetermined period of time, particularly given the magnitude. Concerns are also raised regarding goal rigor for the special grant, as the target ROE goal for the majority of the award was set below the target ROE goal for the annual cycle awards. Concerns are also noted under the annual and long-term programs. While the CEO's annual incentive payout and LTI grant value were both lower than last year's values, the decrease was entirely due to a reduction to partially offset the value of the one-time equity award, and without such offset, both values increased year-over-year. In addition, there are concerns over the use of discretion and goal rigor under the annual incentive performance assessment, as half of the assessment is based on performance metrics that ultimately appear discretionary, while certain financial target goals were set lower than last year's attained performance without a corresponding reduction in payout opportunity.

3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Alliance Data Systems Corporation**

**Meeting Date:** 06/09/2020 **Record Date:** 04/13/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 018581108

Ticker: ADS

Shares Voted: 2,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Ralph J. Andretta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Roger H. Ballou	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director John C. Gerspach, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Rajesh Natarajan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director Timothy J. Theriault	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director Laurie A. Tucker	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director Sharen J. Turney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Approve Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### Amedisys, Inc.

Meeting Date: 06/09/2020 Record Date: 04/13/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 023436108

Ticker: AMED

Shares Voted: 7,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Vickie L. Capps	Mgmt	For	For	For
1B	Elect Director Molly J. Coye	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Amedisys, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1C	Elect Director Julie D. Klapstein	Mgmt	For	For	For
1D	Elect Director Teresa L. Kline	Mgmt	For	For	For
1E	Elect Director Paul B. Kusserow	Mgmt	For	For	For
1F	Elect Director Richard A. Lechleiter	Mgmt	For	For	For
1G	Elect Director Bruce D. Perkins	Mgmt	For	For	For
1H	Elect Director Jeffrey A. Rideout	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **NVIDIA Corporation**

**Meeting Date:** 06/09/2020 **Record Date:** 04/13/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 67066G104

Ticker: NVDA

Shares Voted: 38,532

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Robert K. Burgess	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Tench Coxe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1c	Elect Director Persis S. Drell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1d	Elect Director Jen-Hsun Huang	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1e	Elect Director Dawn Hudson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1f	Elect Director Harvey C. Jones	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1g	Elect Director Michael G. McCaffery	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **NVIDIA Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1h	Elect Director Stephen C. Neal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> i	Elect Director Mark L. Perry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director A. Brooke Seawell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Mark A. Stevens	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

# **Omnicom Group Inc.**

**Meeting Date:** 06/09/2020 **Record Date:** 04/22/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 681919106

Ticker: OMC

Shares Voted: 14,634

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director John D. Wren	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.2	Elect Director Mary C. Choksi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.3	Elect Director Leonard S. Coleman, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director Susan S. Denison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Ronnie S. Hawkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Omnicom Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.6	Elect Director Deborah J. Kissire	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Gracia C. Martore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.8	Elect Director Linda Johnson Rice	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Valerie M. Williams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Amend Proxy Access Right	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warran	ted as the proposed el	imination of the 20-shareholder	aggregation limit	

Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.

### Sabra Health Care REIT, Inc.

**Meeting Date:** 06/09/2020 **Record Date:** 04/20/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 78573L106

Ticker: SBRA

Shares Voted: 48,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Craig A. Barbarosh	Mgmt	For	For	For
1b	Elect Director Robert A. Ettl	Mgmt	For	For	For
1c	Elect Director Michael J. Foster	Mgmt	For	For	For
1d	Elect Director Ronald G. Geary	Mgmt	For	For	For
1e	Elect Director Lynne S. Katzmann	Mgmt	For	For	For
1f	Elect Director Raymond J. Lewis	Mgmt	For	For	For
1g	Elect Director Jeffrey A. Malehorn	Mgmt	For	For	For
1h	Elect Director Richard K. Matros	Mgmt	For	For	For
1i	Elect Director Milton J. Walters	Mgmt	For	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Sabra Health Care REIT, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Increase Authorized Common Stock	Mgmt	For	For	For
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# The TJX Companies, Inc.

**Meeting Date:** 06/09/2020 **Record Date:** 04/13/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 872540109

Ticker: TJX

Shares Voted: 76,280

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Zein Abdalla	Mgmt	For	For	For
1b	Elect Director Alan M. Bennett	Mgmt	For	For	For
1c	Elect Director Rosemary T. Berkery	Mgmt	For	For	For
1d	Elect Director David T. Ching	Mgmt	For	For	For
1e	Elect Director Ernie Herrman	Mgmt	For	For	For
1f	Elect Director Michael F. Hines	Mgmt	For	For	For
1g	Elect Director Amy B. Lane	Mgmt	For	For	For
1h	Elect Director Carol Meyrowitz	Mgmt	For	For	For
1i	Elect Director Jackwyn L. Nemerov	Mgmt	For	For	For
1j	Elect Director John F. O'Brien	Mgmt	For	For	For
1k	Elect Director Willow B. Shire	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Reduction of Chemical Footprint	SH	Against	For	For
	Voter Rationale: A vote FOR the shareholder proposa of steps the company is taking to mitigate its risks re			better understanding	
5	Report on Animal Welfare	SH	Against	Against	Against
6	Report on Pay Disparity	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### The TJX Companies, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
7	Stock Retention/Holding Period	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. While the CEO beneficially owns a meaningful stake in the company and the NEOs are subject to ownership guidelines, the increased disclosure and changes suggested by this proposal would result in an enhancement in the company's ownership and share retention policies.

### TripAdvisor, Inc.

Meeting Date: 06/09/2020 Record Date: 04/17/2020

Country: USA

Primary Security ID: 896945201

Meeting Type: Annual

Ticker: TRIP

Shares Voted: 25,028

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Gregory B. Maffei	Mgmt	For	Refer	Withhold
1.2	Elect Director Stephen Kaufer	Mgmt	For	Refer	Withhold
1.3	Elect Director Jay C. Hoag	Mgmt	For	Refer	Withhold
1.4	Elect Director Betsy L. Morgan	Mgmt	For	Refer	Withhold
1.5	Elect Director M. Greg O'Hara	Mgmt	For	Refer	Withhold
1.6	Elect Director Jeremy Philips	Mgmt	For	For	For
1.7	Elect Director Albert E. Rosenthaler	Mgmt	For	Refer	Withhold
1.8	Elect Director Trynka Shineman Blake	Mgmt	For	For	For
1.9	Elect Director Robert S. Wiesenthal	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **American Airlines Group Inc.**

Meeting Date: 06/10/2020 **Record Date:** 04/14/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 02376R102

Ticker: AAL

Shares Voted: 26,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director James F. Albaugh	Mgmt	For	For	For
1b	Elect Director Jeffrey D. Benjamin	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **American Airlines Group Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director John T. Cahill	Mgmt	For	For	For
1d	Elect Director Michael J. Embler	Mgmt	For	For	For
1e	Elect Director Matthew J. Hart	Mgmt	For	For	For
1f	Elect Director Susan D. Kronick	Mgmt	For	For	For
1g	Elect Director Martin H. Nesbitt	Mgmt	For	For	For
1h	Elect Director Denise M. O'Leary	Mgmt	For	For	For
1i	Elect Director W. Douglas Parker	Mgmt	For	For	For
1j	Elect Director Ray M. Robinson	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Political Contributions and Expenditures	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional disclosure of the company's political contributions, including trade association memberships and payments, and the company's oversight mechanisms regarding those contributions would allow shareholders to better assess related risks.

### Blackbaud, Inc.

Meeting Date: 06/10/2020 Record Date: 04/13/2020

Country: USA Meeting Type: Annual Primary Security ID: 09227Q100

Ticker: BLKB

Shares Voted: 11,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Timothy Chou	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nomin	ees is warranted.			
1b	Elect Director Joyce M. Nelson	Mgmt	For	For	For
	Votor Batianalay A yeta EOR the director namin	voce is warranted			

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Blackbaud, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction			
2	Advisory Vote to Ratify Named Executive Mgmt For Against Against Officers' Compensation							
	Voter Rationale: A vote AGAINST this proposal is warrand pay-for-performance misalignment. While annual incentive equity award is performance-conditioned, concerns are PRSUs are measured over annual periods, which limits that long-term incentives are measured over multi-year annual incentive, which may provide duplicative payout year's achieved results, while NEOs earned payouts about expected that award opportunities are reduced according	ives were determined by praised regarding goal rigo the long-term nature of eq periods. Additionally, PRS s. Further, target goals for the target. Although the pr	ore-set objective metrics and half of the CEO or and the structure of the equity awards. Firs uity awards. Generally, shareholders prefer Us utilize a metric that appears to overlap the or certain metrics were set below the previous	t, e				

For

# **Brighthouse Financial, Inc.**

Ratify PricewaterhouseCoopers LLP as Auditor

Meeting Date: 06/10/2020 Record Date: 04/13/2020

3

Country: USA

Meeting Type: Annual

Mgmt

Primary Security ID: 10922N103

For

For

Ticker: BHF

Shares Voted: 26,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Irene Chang Britt	Mgmt	For	Refer	Withhold
1b	Elect Director C. Edward (Chuck) Chaplin	Mgmt	For	For	For
1c	Elect Director Eileen A. Mallesch	Mgmt	For	Refer	Withhold
1d	Elect Director Margaret M. (Meg) McCarthy	Mgmt	For	For	For
1e	Elect Director Diane E. Offereins	Mgmt	For	Refer	Withhold
1f	Elect Director Patrick J. (Pat) Shouvlin	Mgmt	For	For	For
1g	Elect Director Eric T. Steigerwalt	Mgmt	For	For	For
1h	Elect Director Paul M. Wetzel	Mgmt	For	Refer	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For

### **Caterpillar Inc.**

Meeting Date: 06/10/2020 Record Date: 04/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 149123101

Ticker: CAT

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Caterpillar Inc.**

Shares Voted: 34,802

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruct
1.1	Elect Director Kelly A. Ayotte	Mgmt	For	For	For
1.2	Elect Director David L. Calhoun	Mgmt	For	For	For
1.3	Elect Director Daniel M. Dickinson	Mgmt	For	For	For
1.4	Elect Director Juan Gallardo	Mgmt	For	For	For
1.5	Elect Director William A. Osborn	Mgmt	For	For	For
1.6	Elect Director Debra L. Reed-Klages	Mgmt	For	For	For
1.7	Elect Director Edward B. Rust, Jr.	Mgmt	For	For	For
1.8	Elect Director Susan C. Schwab	Mgmt	For	For	For
1.9	Elect Director D. James Umpleby, III	Mgmt	For	For	For
1.10	Elect Director Miles D. White	Mgmt	For	For	For
1.11	Elect Director Rayford Wilkins, Jr.	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Report on Lobbying Payments and Policy	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warran activities and lobbying-related expenditures would be	•		trade association	
5	Require Independent Board Chair	SH	Against	Against	Against
6	Provide Right to Act by Written Consent	SH	Against	For	For
	Votor Pationalos A voto EOR this proposal is warrante	ad airean that the ab	lib to not by written concept wayle	l anhanaa	

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **Dick's Sporting Goods, Inc.**

Meeting Date: 06/10/2020 Record Date: 04/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 253393102

Ticker: DKS

Shares Voted: 15,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Edward W. Stack	Mgmt	For	For	For

Voter Rationale: A vote FOR the director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Dick's Sporting Goods, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.2	Elect Director Lauren R. Hobart	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Lawrence J. Schorr	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Expedia Group, Inc.**

**Meeting Date:** 06/10/2020 **Record Date:** 04/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 30212P303

Ticker: EXPE

Shares Voted: 8,778

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Samuel Altman	Mgmt	For	For	For
1b	Elect Director Susan C. Athey	Mgmt	For	For	For
1c	Elect Director A. George 'Skip' Battle	Mgmt	For	For	For
1d	Elect Director Chelsea Clinton	Mgmt	For	For	For
1e	Elect Director Barry Diller	Mgmt	For	For	For
1f	Elect Director Jon T. Gieselman	Mgmt	For	For	For
1g	Elect Director Craig A. Jacobson	Mgmt	For	For	For
1h	Elect Director Peter M. Kern	Mgmt	For	For	For
1i	Elect Director Dara Khosrowshahi	Mgmt	For	For	For
1j	Elect Director Greg Mondre	Mgmt	For	For	For
1k	Elect Director David Sambur	Mgmt	For	For	For
11	Elect Director Alexander von Furstenberg	Mgmt	For	For	For
1m	Elect Director Julie Whalen	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Expedia Group, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the est. (EPSC), a vote AGAINST this proposal is warran excessively dilutive (overriding factor); and-The plan permits liberal recycling of shares;- The pla	nted due to the following key e plan cost is excessive;- Th	y factor(s):- The equity program in the three-year average burn rate is	is estimated to be	
4	Ratify Ernst & Young as Auditors	Mgmt	For	For	For
5	Report on Political Contributions and Expenditures	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as shareholders could benefit from additional information regarding the company's political expenditures and trade association activities.

### LendingTree, Inc.

Meeting Date: 06/10/2020 Record Date: 04/13/2020 Country: USA

Primary Security ID: 52603B107

Meeting Type: Annual

Ticker: TREE

Shares Voted: 1,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Courtnee Chun	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1b	Elect Director Gabriel Dalporto	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1c	Elect Director Thomas M. Davidson, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1d	Elect Director Robin Henderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1e	Elect Director Douglas Lebda	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1f	Elect Director Steven Ozonian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1g	Elect Director Saras Sarasvathy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1h	Elect Director G. Kennedy Thompson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### LendingTree, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Jennifer Witz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. While CEO pay declined substantially following two years of sizable retention awards, concerns remain regarding the value and vesting conditions for long-term incentives granted during the year in review. While annual incentives are largely determined by a financial metric and the committee reduced payouts for 2019, the majority of equity awards lack pre-set performance vesting criteria. The performance-based portion of the grant requires significant stock price appreciation; however, the majority of the options may vest without requiring the achievement of pre-set performance targets. The CEO's annual equity awards also continue to maintain a minimum guaranteed value per his employment agreement, which may limit the committee's ability to actively adjust compensation levels. Lastly, the CEO's grant value was more than the total median CEO pay level in the company-defined peer group.

### **Ligand Pharmaceuticals Incorporated**

**Meeting Date:** 06/10/2020 **Record Date:** 04/14/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 53220K504

Ticker: LGND

Shares Voted: 3,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Jason M. Aryeh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Sarah Boyce	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.3	Elect Director Todd C. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.4	Elect Director Nancy R. Gray	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.5	Elect Director John L. Higgins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.6	Elect Director John W. Kozarich	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.7	Elect Director John L. LaMattina	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ligand Pharmaceuticals Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Sunil Patel	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Stephen L. Sabba	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### MarketAxess Holdings Inc.

Meeting Date: 06/10/2020 Record Date: 04/13/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 57060D108

Ticker: MKTX

Shares Voted: 2,350

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct		
1a	Elect Director Richard M. McVey	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1b	Elect Director Nancy Altobello	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1c	Elect Director Steven L. Begleiter	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1d	Elect Director Stephen P. Casper	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1e	Elect Director Jane Chwick	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1f	Elect Director Christopher R. Concannon	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees is warranted.						
1g	Elect Director William F. Cruger	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1h	Elect Director Justin G. Gmelich	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# MarketAxess Holdings Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1i	Elect Director Richard G. Ketchum	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1j	Elect Director Emily H. Portney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1k	Elect Director Richard L. Prager	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
11	Elect Director John Steinhardt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### Mattel, Inc.

Meeting Date: 06/10/2020 **Record Date:** 04/13/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 577081102

Ticker: MAT

Shares Voted: 82,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director R. Todd Bradley	Mgmt	For	For	For
1b	Elect Director Adriana Cisneros	Mgmt	For	For	For
1c	Elect Director Michael J. Dolan	Mgmt	For	For	For
1d	Elect Director Ynon Kreiz	Mgmt	For	For	For
1e	Elect Director Soren T. Laursen	Mgmt	For	For	For
1f	Elect Director Ann Lewnes	Mgmt	For	For	For
1g	Elect Director Roger Lynch	Mgmt	For	For	For
1h	Elect Director Dominic Ng	Mgmt	For	For	For
1i	Elect Director Judy D. Olian	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Mattel, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Require Independent Board Chair	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted. The company's TSR has significantly underperformed its peers and the broader market over both the medium- and long-term. This factor suggests that shareholders would benefit from greater independent oversight that may be achieved by an independent board chair. Moreover, this non-binding proposal does not seek or require an immediate change to the current board leadership structure, providing the board the discretion to phase in an independent chair at the next CEO transition.

### Penn National Gaming, Inc.

Meeting Date: 06/10/2020

Country: USA

Primary Security ID: 707569109

Ticker: PENN

Record Date: 04/06/2020

Meeting Type: Annual

Shares Voted: 25,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jane Scaccetti	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is was	rranted.			
1.2	Elect Director Jay A. Snowden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is was	rranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Scientific Games Corporation**

Meeting Date: 06/10/2020

Country: USA

Record Date: 04/13/2020

Meeting Type: Annual

Ticker: SGMS

Primary Security ID: 80874P109

Shares Voted: 12,865

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Ronald O. Perelman	Mgmt	For	For	For
1.2	Elect Director Barry L. Cottle	Mgmt	For	For	For
1.3	Elect Director Peter A. Cohen	Mgmt	For	Refer	Withhold

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Scientific Games Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Richard M. Haddrill	Mgmt	For	For	For
1.5	Elect Director Jack A. Markell	Mgmt	For	For	For
1.6	Elect Director Michael J. Regan	Mgmt	For	Refer	Withhold
1.7	Elect Director Barry F. Schwartz	Mgmt	For	For	For
1.8	Elect Director Frances F. Townsend	Mgmt	For	For	For
1.9	Elect Director Maria T. Vullo	Mgmt	For	Refer	Withhold
1.10	Elect Director Kneeland C. Youngblood	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	For
3	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# **Service Properties Trust**

**Meeting Date:** 06/10/2020 **Record Date:** 03/16/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 81761L102

Ticker: SVC

Shares Voted: 32,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director John L. Harrington	Mgmt	For	Refer	Against
1.2	Elect Director John G. Murray	Mgmt	For	For	For
2	Declassify the Board of Directors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

# **Target Corporation**

**Meeting Date:** 06/10/2020 **Record Date:** 04/13/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 87612E106

Ticker: TGT

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Target Corporation**

Shares Voted: 31,916

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Douglas M. Baker, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is a	warranted.			
1b	Elect Director George S. Barrett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Brian C. Cornell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Calvin Darden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director Robert L. Edwards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> f	Elect Director Melanie L. Healey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Donald R. Knauss	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Monica C. Lozano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
<b>1</b> i	Elect Director Mary E. Minnick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Kenneth L. Salazar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Dmitri L. Stockton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For

### **Willis Towers Watson Public Limited Company**

Meeting Date: 06/10/2020Country: IrelandRecord Date: 03/20/2020Meeting Type: Annual

Primary Security ID: G96629103

Ticker: WLTW

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Willis Towers Watson Public Limited Company**

Shares Voted: 9,300

Proposal				Voting	Vote
Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction
1a	Elect Director Anna C. Catalano	Mgmt	For	For	For
1b	Elect Director Victor F. Ganzi	Mgmt	For	For	For
1c	Elect Director John J. Haley	Mgmt	For	For	For
1d	Elect Director Wendy E. Lane	Mgmt	For	For	For
1e	Elect Director Brendan R. O'Neill	Mgmt	For	For	For
1f	Elect Director Jaymin B. Patel	Mgmt	For	For	For
1g	Elect Director Linda D. Rabbitt	Mgmt	For	For	For
1h	Elect Director Paul D. Thomas	Mgmt	For	For	For
1i	Elect Director Wilhelm Zeller	Mgmt	For	For	For
2	Ratify the Appointment of Deloitte & Touche LLP as Auditor and Deloitte Ireland LLP to audit the Irish Statutory Accounts, and Authorize the Board to Fix Their Remuneration	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Renew the Board's Authority to Issue Shares Under Irish Law	Mgmt	For	For	For
5	Renew the Board's Authority to Opt-Out of Statutory Pre-Emptions Rights	Mgmt	For	For	For

### **Activision Blizzard, Inc.**

**Meeting Date:** 06/11/2020 **Record Date:** 04/15/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 00507V109

Ticker: ATVI

Shares Voted: 51,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Reveta Bowers	Mgmt	For	For	For
1b	Elect Director Robert Corti	Mgmt	For	For	For
1c	Elect Director Hendrik Hartong, III	Mgmt	For	For	For
1d	Elect Director Brian Kelly	Mgmt	For	For	For
1e	Elect Director Robert Kotick	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Activision Blizzard, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Barry Meyer	Mgmt	For	For	For
1g	Elect Director Robert Morgado	Mgmt	For	For	For
1h	Elect Director Peter Nolan	Mgmt	For	For	For
<b>1</b> i	Elect Director Dawn Ostroff	Mgmt	For	For	For
1j	Elect Director Casey Wasserman	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. A large portion of the CEO's annual incentive is based on strategic objectives, and while performance in this metric translated to below-target payouts, the lack of any disclosure for such a large portion of the award makes it difficult for shareholders to assess the pay for performance linkage. Such disclosures are particularly important given the CEO's relatively large base salary and target STI opportunity. In addition, the majority of the CEO's sizable 2019 equity awards, which exceeded the median total pay of peer CEOs, lacked performance vesting criteria, while goal rigor and disclosure concerns are noted for the performance-based component of the award. Additionally, the CEO's legacy employment agreement provides numerous overlapping pay opportunities, which raise concerns over potential excessive payouts in the future. Finally, the company provided an NEO with a significant cash inducement award in connection with an internal appointment, which vested within a year of grant and was over four times the NEO's salary.

3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Report on Political Contributions Disclosure	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as increased disclosure of the company's direct political contributions and indirect political contributions through trade associations and other tax-exempt organizations, as well as its management-and board-level oversight of electoral spending, could help shareholders more comprehensively evaluate the company's management of related risks and benefits.

#### **AMC Networks Inc.**

Meeting Date: 06/11/2020 Record Date: 04/13/2020 Country: USA

Meeting Type: Annual

**Primary Security ID:** 00164V103

Ticker: AMCX

Shares Voted: 10,464

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Jonathan F. Miller	Mgmt	For	For	For
1.2	Elect Director Leonard Tow	Mgmt	For	For	For
1.3	Elect Director David E. Van Zandt	Mgmt	For	For	For
1.4	Elect Director Carl E. Vogel	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **AMC Networks Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is we opportunity create the potential for outsized cash of the company does not disclose annual incentive the disclosure limits the ability to assess goal rigor and emphasizes annual measurements, which may reduce equity grant includes performance conditions, the CEO pay among company-selected peers. The overunderperformance.	compensation. Structural rgets, metric weights, or I payout determinations. luce the focus on long-te award magnitude of \$13	I concerns regarding incentive actual achieved values in the Meanwhile, the revised PSU or Although the Meanwhile, the revised PSU or Meanwhile, the revised PSU or the Meanwhile, the revised PSU or the Meanwhile, the revised PSU or the revised PSU or the Meanwhile, the revised PSU or the revised P	e programs remain as e proxy. This lack of design for FY19 he entirety of the CEO's the median of total	
4	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estimated (EPSC), a vote AGAINST this proposal is warranted estimated duration of available and proposed shart treatment is incomplete;- The plan permits liberal vesting.	d due to the following ke es exceeds six years;- Ti	y factors:- The plan cost is ex he disclosure of change-in-cor	rcessive;- The ntrol ("CIC") vesting	
5	Amend Non-Employee Director Omnibus Stock Plan	Mgmt	For	For	For
		SH			

directors and further enhance the company's corporate governance.

# **Best Buy Co., Inc.**

Meeting Date: 06/11/2020 **Record Date:** 04/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 086516101

Ticker: BBY

Shares Voted: 14,371

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Corie S. Barry	Mgmt	For	For	For
1b	Elect Director Lisa M. Caputo	Mgmt	For	For	For
1c	Elect Director J. Patrick Doyle	Mgmt	For	For	For
1d	Elect Director Kathy J. Higgins Victor	Mgmt	For	For	For
1e	Elect Director David W. Kenny	Mgmt	For	For	For
1f	Elect Director Karen A. McLoughlin	Mgmt	For	For	For
1g	Elect Director Thomas L. "Tommy" Millner	Mgmt	For	For	For
1h	Elect Director Claudia F. Munce	Mgmt	For	For	For
1i	Elect Director Richelle P. Parham	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Best Buy Co., Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1j	Elect Director Eugene A. Woods	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Eliminate Supermajority Vote Requirement to Amend, Alter or Repeal the Provisions of Article IX	Mgmt	For	For	For
6	Eliminate Supermajority Vote Requirement to Amend Section 1, Election of Directors, of Article III of the Amended and Restated By-laws	Mgmt	For	For	For
7	Eliminate Supermajority Vote Requirement to Amend, Alter or Repeal the Provisions of Article X	Mgmt	For	For	For
8	Amend the Anti-Greenmail Provision Voting Standard in Article X, Section 2	Mgmt	For	For	For

### **DaVita Inc.**

**Meeting Date:** 06/11/2020 **Record Date:** 04/13/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 23918K108

Ticker: DVA

Shares Voted: 5,686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Pamela M. Arway	Mgmt	For	For	For
1b	Elect Director Charles G. Berg	Mgmt	For	For	For
1c	Elect Director Barbara J. Desoer	Mgmt	For	For	For
1d	Elect Director Pascal Desroches	Mgmt	For	For	For
1e	Elect Director Paul J. Diaz	Mgmt	For	For	For
1f	Elect Director John M. Nehra	Mgmt	For	For	For
1g	Elect Director Javier J. Rodriguez	Mgmt	For	For	For
1h	Elect Director Phyllis R. Yale	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **DaVita Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is as part of his 2019 compensation. While the comprise of a tender offer in August 2019, the exercidate that the equity plan amendment allowing the only 10 percent above the closing price on the delight of the award's size and front-loaded design. locks in a high level of compensation for a relative	pany states that the exercise price of \$67.80 was sign the award to be made was a tate the grant was approved In addition, the grant valu	ise price was intended to be se nificantly below the closing pric pproved by shareholders. The d by the board, which is not a	et at a premium to the se of \$80.50 on the exercise price was significant premium in	
4	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estin (EPSC), a vote AGAINST this proposal is warrant excessively dilutive (overriding factor);- The plan disclosure of change-in-control ("CIC") vesting tr plan allows broad discretion to accelerate vesting	ed due to the following key cost is excessive;- The thr eatment is incomplete;- Th	r factor(s):- The equity programee-year average burn rate is e	n is estimated to be xcessive;- The	
	Report on Political Contributions	SH	Against	For	For

# **Dollar Tree, Inc.**

management of related risks and benefits.

Meeting Date: 06/11/2020 Record Date: 04/09/2020 Country: USA Meeting Type: Annual Primary Security ID: 256746108

Ticker: DLTR

Shares Voted: 14,863

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Arnold S. Barron	Mgmt	For	For	For
1b	Elect Director Gregory M. Bridgeford	Mgmt	For	For	For
1c	Elect Director Thomas W. Dickson	Mgmt	For	For	For
1d	Elect Director Lemuel E. Lewis	Mgmt	For	For	For
1e	Elect Director Jeffrey G. Naylor	Mgmt	For	For	For
1f	Elect Director Gary M. Philbin	Mgmt	For	For	For
1g	Elect Director Bob Sasser	Mgmt	For	For	For
1h	Elect Director Thomas A. Saunders, III	Mgmt	For	For	For
1i	Elect Director Stephanie P. Stahl	Mgmt	For	For	For
1j	Elect Director Carrie A. Wheeler	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Dollar Tree, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1k	Elect Director Thomas E. Whiddon	Mgmt	For	For	For
11	Elect Director Carl P. Zeithaml	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
4	Report on Greenhouse Gas Emissions Goals	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted, as additional information on plans to adapt to increased costs and risks related to climate change would allow shareholders to better assess the company's management of related risks.

### **EMCOR Group, Inc.**

**Meeting Date:** 06/11/2020 **Record Date:** 04/14/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 29084Q100

Ticker: EME

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director John W. Altmeyer	Mgmt	For	For	For
1b	Elect Director Anthony J. Guzzi	Mgmt	For	For	For
1c	Elect Director Richard F. Hamm, Jr.	Mgmt	For	For	For
1d	Elect Director David H. Laidley	Mgmt	For	For	For
1e	Elect Director Carol P. Lowe	Mgmt	For	For	For
1f	Elect Director M. Kevin McEvoy	Mgmt	For	For	For
1g	Elect Director William P. Reid	Mgmt	For	For	For
1h	Elect Director Steven B. Schwarzwaelder	Mgmt	For	For	For
1i	Elect Director Robin Walker-Lee	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
4	Amend Restricted Stock Plan	Mgmt	For	For	For
5	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### FleetCor Technologies Inc.

Meeting Date: 06/11/2020 Record Date: 04/17/2020

Country: USA Meeting Type: Annual Primary Security ID: 339041105

Ticker: FLT

Shares Voted: 5,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Steven T. Stull	Mgmt	For	For	For
1.2	Elect Director Michael Buckman	Mgmt	For	For	For
1.3	Elect Director Thomas M. Hagerty	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Call Special Meeting	SH	Against	For	For
	1.1 Elect Director Steven T. Stull Mgmt For For  1.2 Elect Director Michael Buckman Mgmt For For  1.3 Elect Director Thomas M. Hagerty Mgmt For For  2 Ratify Ernst & Young LLP as Auditors Mgmt For For  3 Advisory Vote to Ratify Named Executive Officers' Compensation				
5	Performance Metrics to Exclude The Impact	SH	Against	For	For
	Provide Right to Call Special Meeting  Voter Rationale: A vote FOR this proposal is warranted a shareholders' rights.  Adopt Policy that Adjust Financial Performance Metrics to Exclude The Impact of Share Repurchases for Executive Officers	s providing the right to ca	all a special meeting would enhance Against	For	

metric which is dependent upon the number of shares outstanding. While the proxy statement indicates the committee is aware of the company's specific stock repurchase authorization and historical share repurchases when setting EPS targets, the proxy does not disclose the potential magnitude of the impact on incentive plan results. While buybacks are reported quarterly, detailed incentive program disclosure, including any adjustments made to financial results for incentive plan purposes, is generally provided annually in the proxy and investors would benefit from this information being accessible in the proxy statement.

### **Grand Canyon Education, Inc.**

Meeting Date: 06/11/2020 Record Date: 04/17/2020

Country: USA Meeting Type: Annual Primary Security ID: 38526M106

Ticker: LOPE

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1.1	Elect Director Brian E. Mueller	Mgmt	For	Rec Policy Rec In:	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Sara R. Dial	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Jack A. Henry	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Grand Canyon Education, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Lisa Graham Keegan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.5	Elect Director Chevy Humphrey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditor	Mgmt	For	For	For

# **Lincoln National Corporation**

**Meeting Date:** 06/11/2020 **Record Date:** 04/07/2020

Country: USA

Meeting Type: Annual

**Primary Security ID:** 534187109

Ticker: LNC

Shares Voted: 12,463

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Deirdre P. Connelly	Mgmt	For	For	For
1.2	Elect Director William H. Cunningham	Mgmt	For	For	For
1.3	Elect Director Dennis R. Glass	Mgmt	For	For	For
1.4	Elect Director George W. Henderson, III	Mgmt	For	For	For
1.5	Elect Director Eric G. Johnson	Mgmt	For	For	For
1.6	Elect Director Gary C. Kelly	Mgmt	For	For	For
1.7	Elect Director M. Leanne Lachman	Mgmt	For	For	For
1.8	Elect Director Michael F. Mee	Mgmt	For	For	For
1.9	Elect Director Patrick S. Pittard	Mgmt	For	For	For
1.10	Elect Director Lynn M. Utter	Mgmt	For	For	For
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Approve Omnibus Stock Plan	Mgmt	For	For	For
5	Amend Special Meeting Right Provisions	SH	Against	Against	Against
6	Require Independent Board Chair	SH	Against	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### LogMeIn, Inc.

**Meeting Date:** 06/11/2020 **Record Date:** 04/13/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 54142L109

Ticker: LOGM

Shares Voted: 11,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director David J. Henshall	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is we	arranted.			
1b	Elect Director Peter J. Sacripanti	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is we	arranted.			
1c	Elect Director William R. Wagner	Mgmt	For	For	For
	Voter Rationale: A vote FOR all director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Monolithic Power Systems, Inc.**

**Meeting Date:** 06/11/2020 **Record Date:** 04/20/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 609839105

Ticker: MPWR

Shares Voted: 9,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Victor K. Lee	Mgmt	For	Refer	Withhold
1.2	Elect Director James C. Moyer	Mgmt	For	Refer	Withhold
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	Against	For

### **Omega Healthcare Investors, Inc.**

Meeting Date: 06/11/2020 Record Date: 04/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 681936100

Ticker: OHI

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Omega Healthcare Investors, Inc.

Shares Voted: 52,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Kapila K. Anand	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.2	Elect Director Craig R. Callen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.3	Elect Director Barbara B. Hill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.4	Elect Director Edward Lowenthal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1.5	Elect Director C. Taylor Pickett	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
1.6	Elect Director Stephen D. Plavin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director Burke W. Whitman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	nrranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### salesforce.com, inc.

Meeting Date: 06/11/2020 Record Date: 04/16/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 79466L302

Ticker: CRM

Shares Voted: 59,686

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Marc Benioff	Mgmt	For	For	For
1b	Elect Director Craig Conway	Mgmt	For	For	For
1c	Elect Director Parker Harris	Mgmt	For	For	For
1d	Elect Director Alan Hassenfeld	Mgmt	For	For	For
1e	Elect Director Neelie Kroes	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# salesforce.com, inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director Colin Powell	Mgmt	For	For	For
1g	Elect Director Sanford Robertson	Mgmt	For	For	For
1h	Elect Director John V. Roos	Mgmt	For	For	For
1i	Elect Director Robin Washington	Mgmt	For	For	For
1j	Elect Director Maynard Webb	Mgmt	For	For	For
1k	Elect Director Susan Wojcicki	Mgmt	For	For	For
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
6	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

# **Semtech Corporation**

Meeting Date: 06/11/2020 Record Date: 04/17/2020 Country: USA
Meeting Type: Annual

 $\textbf{Primary Security ID:}\ 816850101$ 

Ticker: SMTC

Shares Voted: 15,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director James P. Burra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.2	Elect Director Rodolpho C. Cardenuto	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.3	Elect Director Bruce C. Edwards	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.4	Elect Director Saar Gillai	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
1.5	Elect Director Rockell N. Hankin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Semtech Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.6	Elect Director Ye Jane Li	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.7	Elect Director James T. Lindstrom	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.8	Elect Director Mohan R. Maheswaran	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1.9	Elect Director Sylvia Summers	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### Regeneron Pharmaceuticals, Inc.

Meeting Date: 06/12/2020 **Record Date:** 04/14/2020

Country: USA Meeting Type: Annual

Primary Security ID: 75886F107 Ticker: REGN

Shares Voted: 5,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director N. Anthony Coles	Mgmt	For	For	For
1b	Elect Director Joseph L. Goldstein	Mgmt	For	For	For
1c	Elect Director Christine A. Poon	Mgmt	For	For	For
1d	Elect Director P. Roy Vagelos	Mgmt	For	For	For
1e	Elect Director Huda Y. Zoghbi	Mgmt	For	For	For
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against

Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factor(s):- The equity program is estimated to be excessively dilutive (overriding factor);- The plan cost is excessive;- The three-year average burn rate is excessive;- The disclosure of change-in-control ("CIC") vesting treatment is incomplete;- The plan permits liberal recycling of shares; and- The plan allows broad discretion to accelerate vesting.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Regeneron Pharmaceuticals, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Advisory Vote to Ratify Named Executive	Mgmt	For	Against	Against

Voter Rationale: A vote AGAINST this proposal is warranted. While CEO pay declined and a portion of long-term incentive awards are performance-conditioned, the majority of long-term incentives lack performance conditions. Concerns are also raised regarding the design of the new PSUs, as the awards provide for multiple opportunities for payouts to be earned. Providing additional opportunities for a single award to be earned reduces the at-risk nature of the award. Lastly, annual incentives remain determined at the discretion of the compensation committee, and equity grants to other NEOs remained entirely time-vesting.

#### **W.R. Berkley Corporation**

Meeting Date: 06/12/2020 Record Date: 04/15/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 084423102

Ticker: WRB

Shares Voted: 9,800

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Maria Luisa Ferre	Mgmt	For	Refer	Against
1b	Elect Director Jack H. Nusbaum	Mgmt	For	Refer	Against
1c	Elect Director Mark L. Shapiro	Mgmt	For	Refer	Against
1d	Elect Director Jonathan Talisman	Mgmt	For	For	For
2	Increase Authorized Common Stock	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Equitrans Midstream Corporation**

Meeting Date: 06/15/2020

Country: USA

Primary Security ID: 294600101

Record Date: 04/29/2020

Meeting Type: Special

Ticker: ETRN

Shares Voted: 48,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Issue Shares in Connection with Merger	Mgmt	For	Refer	For
2	Adjourn Meeting	Mgmt	For	Refer	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Howmet Aerospace Inc.**

**Meeting Date:** 06/15/2020 **Record Date:** 04/27/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 443201108

Ticker: HWM

Shares Voted: 26,109

Duamanal				Voting	Vote
Proposal Number	Proposal Text	Proponent	Mgmt Rec	Policy Re	
1a	Elect Director James F. Albaugh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Amy E. Alving	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1c	Elect Director Joseph S. Cantie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1d	Elect Director Robert F. Leduc	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1e	Elect Director David J. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1f	Elect Director Jody G. Miller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Tolga I. Oal	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Nicole W. Piasecki	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director John C. Plant	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Ulrich R. Schmidt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Howmet Aerospace Inc.**

Number	Proposal Text	Proponent	Mgmt Rec	Policy Rec	Instruction				
3	Advisory Vote to Ratify Named Executive Mgmt For Against Against Officers' Compensation								
	Voter Rationale: A vote AGAINST the proposal is support, the company disclosed certain engager were primarily focused on the special compensa made to these arrangements, though it does no employment term. Additionally, the company gr. \$20 million bonus opportunity. While new hire a secondary employment arrangements were relavalued at over \$17 million and the cash bonus hwarranted as the company disclosed the addition cost to investors.	ment efforts and feedback r tion arrangements made w te the committee considere anted the new CEO two siz wards are a common mark tively short given the magn ave already vested or been	eceived. The proxy indicated ith the CEO and COO but doe of the feedback when extendiable equity grants in 2019 in a set practice, the term of the Clitude of the grants. Further, to deemed earned. Lastly, continued.	investor conversations as not disclose changes and the CEO's addition to a potential EO's initial and the first equity grant, cinued monitoring is					

4 Reduce Ownership Threshold for Shareholders to Call Special Meeting

SH

Against

Against

Against

#### **Evercore Inc.**

**Meeting Date:** 06/16/2020 **Record Date:** 04/22/2020

Country: USA
Meeting Type: Annual

**Primary Security ID:** 29977A105

Ticker: EVR

Shares Voted: 9,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Roger C. Altman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Richard I. Beattie	Mgmt	For	For	For
Number 1.1	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Pamela G. Carlton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.4	Elect Director Ellen V. Futter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.5	Elect Director Gail B. Harris	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.6	Elect Director Robert B. Millard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.7	Elect Director Willard J. Overlock, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

#### **Evercore Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.8	Elect Director Simon M. Robertson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.9	Elect Director Ralph L. Schlosstein	Mgmt	For	For	For
	Beet Director Simon M. Robertson Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director Ralph L. Schlosstein Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director John S. Weinberg Mgmt For For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director William J. Wheeler Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director Williams J. Wheeler Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director Sarah K. Williamson Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  Blect Director Kendrick R. Wilson, III Mgmt For For Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For For Officers' Compensation Amend Omnibus Stock Plan Mgmt For Against Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be excessively dilutive (overriding factor); * The plan cost is excessive; * The three-year average burn rate is excessive; * The disclosure of change-in-control ("CIC") vesting treatment is incomplete (or is considered to be discretionary); and * The plan allows broad discretion to accelerate vesting of outstanding awards.				
1.10	Elect Director John S. Weinberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.11	Elect Director William J. Wheeler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.12	Elect Director Sarah K. Williamson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director John S. Weinberg Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director William J. Wheeler Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Sarah K. Williamson Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Elect Director Kendrick R. Wilson, III Mgmt For For  Voter Rationale: A vote FOR the director nominees is warranted.  Advisory Vote to Ratify Named Executive Mgmt For For  Officers' Compensation  Amend Omnibus Stock Plan Mgmt For Against  Voter Rationale: Based on evaluation of the estimated cost, plan features, and grant practices using the Equity Plan Scorecard (EPSC), a vote AGAINST this proposal is warranted due to the following key factors: * The equity program is estimated to be				
1.13	Elect Director Kendrick R. Wilson, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	·	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	Against	Against
	(EPSC), a vote AGAINST this proposal is warranted excessively dilutive (overriding factor); * The plan of disclosure of change-in-control ("CIC") vesting treat	due to the following R cost is excessive; * Th tment is incomplete (d	key factors: * The equity progra te three-year average burn rate	am is estimated to be e is excessive; * The	
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

# Five Below, Inc.

Meeting Date: 06/16/2020 Record Date: 04/21/2020 **Country:** USA **Meeting Type:** Annual **Primary Security ID:** 33829M101

Ticker: FIVE

Shares Voted: 13,300

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Joel D. Anderson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Kathleen S. Barclay	Mgmt	For	For	For
	Voter Pationale: A vote EOP the director nominees	ic warrantod			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Five Below, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Thomas M. Ryan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **General Motors Company**

Meeting Date: 06/16/2020 Record Date: 04/17/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 37045V100

Ticker: GM

Shares Voted: 84,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Mary T. Barra	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Wesley G. Bush	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Linda R. Gooden	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Joseph Jimenez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Jane L. Mendillo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Judith A. Miscik	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Patricia F. Russo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Thomas M. Schoewe	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Theodore M. Solso	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **General Motors Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi		
1j	Elect Director Carol M. Stephenson	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
1k	Elect Director Devin N. Wenig	Mgmt	For	For	For		
	Voter Rationale: A vote FOR the director nominees	is warranted.					
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For		
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year		
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For		
5	Approve Omnibus Stock Plan	Mgmt	For	For	For		
6	Provide Right to Act by Written Consent	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranshareholder rights.	nted given that the abii	ity to act by written consent would	d enhance			
7	Amend Proxy Access Right	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warranted as the proposed elimination of the 20-shareholder aggregation limit would improve the company's existing proxy access right for shareholders.						
8	Report on Human Rights Policy Implementation	SH	Against	For	For		
	Voter Rationale: A vote FOR this proposal is warrange remediation related to GM's implementation of its with a better understanding of the company's many	Human Rights Policy an	d Supplier Code of Conduct will p				
9	Report on Lobbying Payments and Policy	SH	Against	For	For		

the risks and benefits associated with the company's participation in the public policy process.

# **Ingersoll Rand, Inc.**

Meeting Date: 06/16/2020 **Record Date:** 04/22/2020

Country: USA Meeting Type: Annual Primary Security ID: 45687V106

Ticker: IR

Shares Voted: 23,304

Voter Rationale: A vote FOR the director nominees is warranted.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Kirk E. Arnold	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
1b	Elect Director William P. Donnelly	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Ingersoll Rand, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Marc E. Jones	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### **Mastercard Incorporated**

**Meeting Date:** 06/16/2020 **Record Date:** 04/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 57636Q104

Ticker: MA

Shares Voted: 59,710

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Richard Haythornthwaite	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Ajay Banga	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Richard K. Davis	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Steven J. Freiberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Julius Genachowski	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Choon Phong Goh	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Merit E. Janow	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Oki Matsumoto	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Youngme Moon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Rima Qureshi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Mastercard Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1k	Elect Director Jose Octavio Reyes Lagunes	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
11	Elect Director Gabrielle Sulzberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1m	Elect Director Jackson Tai	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1n	Elect Director Lance Uggla	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

### MetLife, Inc.

**Meeting Date:** 06/16/2020 **Record Date:** 04/23/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 59156R108

Ticker: MET

Shares Voted: 52,587

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Cheryl W. Grise	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Carlos M. Gutierrez	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	Froponent Mgmt For For For Rethe director nominees is warranted.  Setting Mgmt For For For For Rethe director nominees is warranted.  Setting Mgmt For For For Rethe director nominees is warranted.  Setting Mgmt For For For Rethe director nominees is warranted.  Setting Mgmt For For For Rethe director nominees is warranted.  Setting Mgmt For For For Rethe director nominees is warranted.  Setting Mgmt For For For For Rethe director nominees is warranted.  Setting Mgmt For For For For Rethe director nominees is warranted.  Setting Mgmt For For For For For Rethe director nominees is warranted.			
1c	Elect Director Gerald L. Hassell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director David L. Herzog	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director R. Glenn Hubbard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Edward J. Kelly, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# MetLife, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1g	Elect Director William E. Kennard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Michel A. Khalaf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Catherine R. Kinney	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Diana L. McKenzie	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Denise M. Morrison	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Mark A. Weinberger	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Antero Midstream Corporation**

**Meeting Date:** 06/17/2020 **Record Date:** 04/22/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 03676B102

Ticker: AM

Shares Voted: 70,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director W. Howard Keenan, Jr.	Mgmt	For	Refer	Withhold
1.2	Elect Director Peter A. Dea	Mgmt	For	Refer	Withhold
1.3	Elect Director Janine J. McArdle	Mgmt	For	For	For
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Nektar Therapeutics**

**Meeting Date:** 06/17/2020 **Record Date:** 04/20/2020

**Country:** USA **Meeting Type:** Annual

Primary Security ID: 640268108

Ticker: NKTR

Shares Voted: 41,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1a	Elect Director Karin Eastham	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1b	Elect Director Myriam J. Curet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1c	Elect Director Howard W. Robin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Amend Omnibus Stock Plan	Mgmt	For	For	For
3	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
5	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# ServiceNow, Inc.

**Meeting Date:** 06/17/2020 **Record Date:** 04/20/2020

**Country:** USA **Meeting Type:** Annual **Primary Security ID:** 81762P102

Ticker: NOW

Shares Voted: 12,650

Proposal Number	Proposal Text	Proponent	Mgmt Rec		Voting Policy Rec	Vote Instruct	
1a	Elect Director William R. "Bill" McDermott	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					
1b	Elect Director Anita M. Sands	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is warranted.						
1c	Elect Director Dennis M. Woodside	Mgmt	For		For	For	
	Voter Rationale: A vote FOR the director nominees is v	varranted.					

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# ServiceNow, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
	Voter Rationale: A vote AGAINST this proposal is warmy year in review. His new-hire awards were large, half we which exceeds both the company and ISS' median total make-whole payments, a portion of which are still outs supplemental filing on June 4, 2020, which states that payments and has begun making payments. While the are still concerns regarding potential duplicative payout goal and one-year performance period as in the STI pigrant in FY20 is also set above the company's peer me	ere time-based, and this p of pay for peers. His FY19 of standing, and the company his previous employer has company improved its dis ts, given that the annual g ogram. Further, investors	ortion of the award was valued at \$20 million grant value also did not include certain may have to pay. The company did provide acknowledged its obligation to make these closure of incentive programs in FY2019, the grant of equity was based on the same finance	a a re ial	
3	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For
	Voter Rationale: New Mexico favours unclassified board	d of directors.			
5	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year

### Aaron's, Inc.

**Meeting Date:** 06/18/2020 **Record Date:** 05/04/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 002535300

Ticker: AAN

Shares Voted: 16,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Kelly H. Barrett	Mgmt	For	For	For
1b	Elect Director Kathy T. Betty	Mgmt	For	For	For
1c	Elect Director Douglas C. Curling	Mgmt	For	For	For
1d	Elect Director Cynthia N. Day	Mgmt	For	For	For
1e	Elect Director Curtis L. Doman	Mgmt	For	For	For
1f	Elect Director Walter G. Ehmer	Mgmt	For	For	For
1g	Elect Director Hubert L. Harris, Jr.	Mgmt	For	For	For
1h	Elect Director John W. Robinson, III	Mgmt	For	For	For
1i	Elect Director Ray M. Robinson	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Aaron's, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Approve Formation of Holding Company	Mgmt	For	Refer	For

### **ASGN Incorporated**

Meeting Date: 06/18/2020 Record Date: 04/20/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 00191U102

Ticker: ASGN

Shares Voted: 12,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Mark A. Frantz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Jonathan S. Holman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Arshad Matin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Amend Qualified Employee Stock Purchase Plan	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For

### Autodesk, Inc.

**Meeting Date:** 06/18/2020 **Record Date:** 04/22/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 052769106

Ticker: ADSK

Shares Voted: 14,807

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy R	Vote ec Instruc
1a	Elect Director Andrew Anagnost	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1b	Elect Director Karen Blasing	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Autodesk, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1c	Elect Director Reid French	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Ayanna Howard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Blake Irving	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Mary T. McDowell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Stephen Milligan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Lorrie M. Norrington	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Betsy Rafael	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Stacy J. Smith	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### BJ's Wholesale Club Holdings, Inc.

**Meeting Date:** 06/18/2020 **Record Date:** 04/27/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 05550J101

Ticker: BJ

Shares Voted: 29,100

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Maile Clark	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1.2	Elect Director Thomas A. Kingsbury	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# BJ's Wholesale Club Holdings, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Declassify the Board of Directors	Mgmt	For	For	For

Voter Rationale: New Mexico favours unclassified board of directors.

### **Delta Air Lines, Inc.**

Meeting Date: 06/18/2020 Record Date: 04/30/2020 Country: USA

Meeting Type: Annual

Primary Security ID: 247361702

Ticker: DAL

Shares Voted: 38,700

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Edward H. Bastian	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Francis S. Blake	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Ashton B. Carter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director David G. DeWalt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director William H. Easter, III	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Christopher A. Hazleton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Michael P. Huerta	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Jeanne P. Jackson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director George N. Mattson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1j	Elect Director Sergio A. L. Rial	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Delta Air Lines, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1k	Elect Director David S. Taylor	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
11	Elect Director Kathy N. Waller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee	es is warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warra shareholder rights.	anted given that the abili	ty to act by written consent would	l enhance	
5	Report on Climate Lobbying	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warn how the company's and its trade associations' lob increasing risks to the company related to climate	bying positions align with			
6	Report on Political Contributions	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is war and indirect political contributions through trade a and board-level oversight of electoral spending, of management of related risks and benefits.	associations and other ta	x-exempt organizations, as well as	s its management-	
				For	For

# Discovery, Inc.

Meeting Date: 06/18/2020 Record Date: 04/20/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 25470F104

Ticker: DISCA

Shares Voted: 10,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert R. Bennett	Mgmt	For	Refer	Withhold
1.2	Elect Director John C. Malone	Mgmt	For	Refer	Withhold
1.3	Elect Director David M. Zaslav	Mgmt	For	Refer	Withhold
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Discovery, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
4	Adopt Simple Majority Vote	SH	Against	For	For

# **Equinix, Inc.**

**Meeting Date:** 06/18/2020 **Record Date:** 04/20/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 29444U700

Ticker: EQIX

Shares Voted: 5,732

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voti Poli	ing cy Rec	Vote Instructi
1.1	Elect Director Thomas Bartlett	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.2	Elect Director Nanci Caldwell	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.3	Elect Director Adaire Fox-Martin	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.4	Elect Director Gary Hromadko	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.5	Elect Director William Luby	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.6	Elect Director Irving Lyons, III	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.7	Elect Director Charles Meyers	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.8	Elect Director Christopher Paisley	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.9	Elect Director Sandra Rivera	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
1.10	Elect Director Peter Van Camp	Mgmt	For	For		For
	Voter Rationale: A vote FOR the director nominees is	warranted.				
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For		For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Equinix, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
3	Approve Omnibus Stock Plan	Mgmt	For	Against	Against
	Voter Rationale: Based on evaluation of the estim (EPSC), a vote AGAINST this proposal is warrante estimated duration of available and proposed shall vesting.	ed due to the following ke	ey factors:- The plan cost is exces	ssive;- The	
4	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
5	Report on Political Contributions	SH	Against	For	For

Voter Rationale: A vote FOR this resolution is warranted, as additional disclosure of the company's political contributions, including trade association memberships and payments would allow shareholders to better assess related risks.

### **Generac Holdings Inc.**

Meeting Date: 06/18/2020 Record Date: 04/20/2020 Country: USA

Primary Security ID: 368736104

Meeting Type: Annual

Ticker: GNRC

Shares Voted: 14,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Marcia J. Avedon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Bennett J. Morgan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Dominick P. Zarcone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Norwegian Cruise Line Holdings Ltd.**

Meeting Date: 06/18/2020 Record Date: 04/01/2020 **Country:** Bermuda **Meeting Type:** Annual

Primary Security ID: G66721104

Ticker: NCLH

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Norwegian Cruise Line Holdings Ltd.**

Shares Voted: 13,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director David M. Abrams	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director John W. Chidsey	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Russell W. Galbut	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Advisory Vote on Say on Pay Frequency	Mgmt	One Year	One Year	One Year
4	Approve PricewaterhouseCoopers LLP as Auditors and Authorize Board to Fix Their Remuneration	Mgmt	For	For	For

# **PVH Corp.**

**Meeting Date:** 06/18/2020 **Record Date:** 04/22/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 693656100

Ticker: PVH

Shares Voted: 5,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Mary Baglivo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Brent Callinicos	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Emanuel Chirico	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Joseph B. Fuller	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director V. James Marino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **PVH Corp.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1f	Elect Director G. Penny McIntyre	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1g	Elect Director Amy McPherson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1h	Elect Director Henry Nasella	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1i	Elect Director Edward R. Rosenfeld	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1j	Elect Director Craig Rydin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
1k	Elect Director Judith Amanda Sourry Knox	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is	warranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Amend Omnibus Stock Plan	Mgmt	For	For	For
4	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For

### **SLM Corporation**

Meeting Date: 06/18/2020 Record Date: 04/21/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 78442P106

Ticker: SLM

Shares Voted: 100,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1a	Elect Director Paul G. Child	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1b	Elect Director Mary Carter Warren Franke	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1c	Elect Director Earl A. Goode	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1d	Elect Director Marianne M. Keler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **SLM Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1e	Elect Director Mark L. Lavelle	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Jim Matheson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Frank C. Puleo	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Vivian C. Schneck-Last	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director William N. Shiebler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Robert S. Strong	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Jonathan W. Witter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
11	Elect Director Kirsten O. Wolberg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

## **The Macerich Company**

Meeting Date: 06/18/2020 Record Date: 03/23/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 554382101

Ticker: MAC

Shares Voted: 26,200

Proposal Number	Proposal Text	Mgmt For			Vote Instructi
1a	Elect Director Peggy Alford	Mgmt For  tor nominees is warranted.  Mgmt For			
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director John H. Alschuler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **The Macerich Company**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1c	Elect Director Eric K. Brandt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Edward C. Coppola	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Steven R. Hash	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Daniel J. Hirsch	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director Diana M. Laing	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director Thomas E. O'Hern	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Steven L. Soboroff	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Andrea M. Stephen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

# **Universal Display Corporation**

Meeting Date: 06/18/2020 Record Date: 04/03/2020 **Country:** USA **Meeting Type:** Annual **Primary Security ID:** 91347P105

Ticker: OLED

Shares Voted: 10,100

Proposal Number	Proposal Text	Proponent     Mgmt Rec       Mgmt     For       ees is warranted.     Mgmt       For			Vote Instruction
1A	Elect Director Steven V. Abramson	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1B	Elect Director Cynthia J. Comparin	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Universal Display Corporation**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1C	Elect Director Richard C. Elias	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1D	Elect Director Elizabeth H. Gemmill	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1E	Elect Director C. Keith Hartley	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1F	Elect Director Celia M. Joseph	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1G	Elect Director Lawrence Lacerte	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1H	Elect Director Sidney D. Rosenblatt	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
1I	Elect Director Sherwin I. Seligsohn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

### **Aon plc**

**Meeting Date:** 06/19/2020 **Record Date:** 04/17/2020

**Country:** Ireland **Meeting Type:** Annual

Primary Security ID: G0403H108

Ticker: AON

Shares Voted: 15,745

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Lester B. Knight	Mgmt	For	For	For
1.2	Elect Director Gregory C. Case	Mgmt	For	For	For
1.3	Elect Director Jin-Yong Cai	Mgmt	For	For	For
1.4	Elect Director Jeffrey C. Campbell	Mgmt	For	For	For
1.5	Elect Director Fulvio Conti	Mgmt	For	For	For
1.6	Elect Director Cheryl A. Francis	Mgmt	For	For	For
1.7	Elect Director J. Michael Losh	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Aon plc**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Richard B. Myers	Mgmt	For	For	For
1.9	Elect Director Richard C. Notebaert	Mgmt	For	For	For
1.10	Elect Director Gloria Santona	Mgmt	For	For	For
1.11	Elect Director Carolyn Y. Woo	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Ratify Ernst & Young Chartered Accountants as Statutory Auditor	Mgmt	For	For	For
5	Authorize Board to Fix Remuneration of Auditors	Mgmt	For	For	For

### Fortinet, Inc.

**Meeting Date:** 06/19/2020 **Record Date:** 04/24/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 34959E109

Ticker: FTNT

Shares Voted: 9,550

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructio
1.1	Elect Director Ken Xie	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.2	Elect Director Michael Xie	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.3	Elect Director Kelly Ducourty	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.4	Elect Director Jean Hu	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.5	Elect Director Ming Hsieh	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.6	Elect Director William H. Neukom	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			
1.7	Elect Director Christopher B. Paisley	Mgmt	For	For	For
	Voter Rationale: A vote FOR all other nominees is warra	nted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### Fortinet, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.8	Elect Director Judith Sim	Mgmt	For	For	For
2	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted g shareholder rights.	rector Judith Sim Mgmt For For For Por Por Por Por Por Por Por Por Por P			
5	Prepare Employment Diversity Report	SH	Against	For	For
	Voter Rationale: A vote FOR this resolution is warranted	. as reporting quantitative	and comparable diversity statistics would		

Voter Rationale: A vote FOR this resolution is warranted, as reporting quantitative and comparable diversity statistics would allow shareholders to better assess the effectiveness of the company's diversity initiatives and its management of related risks.

### Ollie's Bargain Outlet Holdings, Inc.

**Meeting Date:** 06/22/2020 **Record Date:** 04/27/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 681116109

Ticker: OLLI

Shares Voted: 13,000

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1A	Elect Director Alissa Ahlman	Mgmt	For	For	For
1B	Elect Director Robert Fisch	Mgmt	For	For	For
1C	Elect Director John Swygert	Mgmt	For	For	For
1D	Elect Director Richard Zannino	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify KPMG LLP as Auditors	Mgmt	For	For	For

#### CarMax, Inc.

Meeting Date: 06/23/2020 Record Date: 04/17/2020 Country: USA

Meeting Type: Annual

**Primary Security ID:** 143130102

Ticker: KMX

Shares Voted: 11,080

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Peter J. Bensen	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### CarMax, Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Ronald E. Blaylock	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Sona Chawla	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Thomas J. Folliard	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Shira Goodman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Robert J. Hombach	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1g	Elect Director David W. McCreight	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1h	Elect Director William D. Nash	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1i	Elect Director Mark F. O'Neil	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1j	Elect Director Pietro Satriano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1k	Elect Director Marcella Shinder	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			
11	Elect Director Mitchell D. Steenrod	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
2	Ratify KPMG LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

# **Delphi Technologies PLC**

Meeting Date: 06/25/2020 Record Date: 06/18/2020 **Country:** Jersey **Meeting Type:** Special

Primary Security ID: G2709G107

Ticker: DLPH

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **Delphi Technologies PLC**

Shares Voted: 20,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	Refer	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Refer	Against

# **Delphi Technologies PLC**

**Meeting Date:** 06/25/2020 **Record Date:** 06/18/2020

Country: Jersey
Meeting Type: Court

Primary Security ID: G2709G107

Ticker: DLPH

Shares Voted: 20,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	Court Meeting	Mgmt			
1	Approve Scheme of Arrangement	Mgmt	For	Refer	For

# **Equity Residential**

**Meeting Date:** 06/25/2020 **Record Date:** 03/31/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 29476L107

Ticker: EQR

Shares Voted: 21,988

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Red	Vote Instruction
1.1	Elect Director Raymond Bennett	Mgmt	For	For	For
	I.1 Elect Director Raymond Bennett Mgmt For For  Voter Rationale: A cautionary FOR is warranted for Corporate Governance Committee members Linda Bynoe, Connie Duckworth, Mary Kay Haben, and Mark Shapiro for restrictions to shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.  1.2 Elect Director Linda Walker Bynoe Mgmt For For  Voter Rationale: A cautionary FOR is warranted for Corporate Governance Committee members Linda Bynoe, Connie Duckworth, Mary Kay Haben, and Mark Shapiro for restrictions to shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.				
1.2	Elect Director Linda Walker Bynoe	Mgmt	For	For	For
	Duckworth, Mary Kay Haben, and Mark Shapiro	for restrictions to sharehold		•	
1.3	Elect Director Connie K. Duckworth	Mgmt	For	For	For

Voter Rationale: A cautionary FOR is warranted for Corporate Governance Committee members Linda Bynoe, Connie Duckworth, Mary Kay Haben, and Mark Shapiro for restrictions to shareholders' ability to amend the company bylaws. A vote FOR the remaining director nominees is warranted.

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Equity Residential**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.4	Elect Director Mary Kay Haben	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.				
1.5	Elect Director Tahsinul Zia Huque	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.				
1.6	Elect Director Bradley A. Keywell	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.				
1.7	Elect Director John E. Neal	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp. Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.				
1.8	Elect Director David J. Neithercut	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.			For For	
1.9	Elect Director Mark J. Parrell	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.		* *		
1.10	Elect Director Mark S. Shapiro	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.		· · · · · · · · · · · · · · · · · · ·		
1.11	Elect Director Stephen E. Sterrett	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp. Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.				
1.12	Elect Director Samuel Zell	Mgmt	For	For	For
	Voter Rationale: A cautionary FOR is warranted for Corp Duckworth, Mary Kay Haben, and Mark Shapiro for rest FOR the remaining director nominees is warranted.		, ,		
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# HealthEquity, Inc.

Meeting Date: 06/25/2020 Record Date: 05/04/2020

Country: USA Meeting Type: Annual Primary Security ID: 42226A107

Ticker: HQY

Shares Voted: 16,900

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Robert W. Selander	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Jon Kessler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.3	Elect Director Stephen D. Neeleman	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.4	Elect Director Frank A. Corvino	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.5	Elect Director Adrian T. Dillon	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.6	Elect Director Evelyn Dilsaver	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.7	Elect Director Debra McCowan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.8	Elect Director Ian Sacks	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.9	Elect Director Gayle Wellborn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

### **Taubman Centers, Inc.**

Meeting Date: 06/25/2020 **Record Date:** 06/05/2020

Country: USA

**Primary Security ID:** 876664103

Meeting Type: Special

Ticker: TCO

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Taubman Centers, Inc.**

Shares Voted: 29,200

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1	Approve Merger Agreement	Mgmt	For	Refer	For
2	Advisory Vote on Golden Parachutes	Mgmt	For	Refer	For
3	Adjourn Meeting	Mgmt	For	Refer	For

### The Kroger Co.

**Meeting Date:** 06/25/2020 **Record Date:** 04/27/2020

Country: USA
Meeting Type: Annual

Primary Security ID: 501044101

Ticker: KR

Shares Voted: 53,960

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1a	Elect Director Nora A. Aufreiter	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1b	Elect Director Anne Gates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1c	Elect Director Karen M. Hoguet	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1d	Elect Director Susan J. Kropf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1e	Elect Director W. Rodney McMullen	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1f	Elect Director Clyde R. Moore	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1g	Elect Director Ronald L. Sargent	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1h	Elect Director Bobby S. Shackouls	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1i	Elect Director Mark S. Sutton	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w.	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# The Kroger Co.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1j	Elect Director Ashok Vemuri	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is v	varranted.			
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLC as Auditor	Mgmt	For	For	For
4	Assess Environmental Impact of Non-Recyclable Packaging	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted company's recyclable packaging commitments and ma		nefit from additional information regarding t	he	
5	Report on Human Rights Due Diligence Process in Operations and Supply Chain	SH	Against	For	For
	Voter Rationale: A vote FOR this proposal is warranted	l, as additional information	regarding policies the company has		

Voter Rationale: A vote FOR this proposal is warranted, as additional information regarding policies the company has implemented to address human rights impacts in its operations and supply chain would allow shareholders to better gauge how well Kroger is managing human rights related risks.

# **Wynn Resorts Ltd.**

Meeting Date: 06/25/2020 Record Date: 04/27/2020 **Country:** USA **Meeting Type:** Annual Primary Security ID: 983134107

Ticker: WYNN

Shares Voted: 6,544

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruct
1.1	Elect Director Richard J. Byrne	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.2	Elect Director Patricia Mulroy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
1.3	Elect Director Clark T. Randt, Jr.	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees	is warranted.			
2	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Amend Omnibus Stock Plan	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **United Therapeutics Corporation**

Meeting Date: 06/26/2020 **Record Date:** 04/30/2020

Country: USA Meeting Type: Annual Primary Security ID: 91307C102

Ticker: UTHR

Shares Voted: 10,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1a	Elect Director Raymond Dwek	Mgmt	For	For	For
1b	Elect Director Christopher Patusky	Mgmt	For	For	For
1c	Elect Director Tommy Thompson	Mgmt	For	For	For
2	Declassify the Board of Directors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
4	Amend Omnibus Stock Plan	Mgmt	For	For	For
5	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For

### eBay Inc.

Meeting Date: 06/29/2020 **Record Date:** 05/11/2020

Country: USA

Meeting Type: Annual

Primary Security ID: 278642103

Ticker: EBAY

Shares Voted: 51,498

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1a	Elect Director Anthony J. Bates	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1b	Elect Director Adriane M. Brown	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1c	Elect Director Jesse A. Cohn	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1d	Elect Director Diana Farrell	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1e	Elect Director Logan D. Green	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is we	arranted.			
1f	Elect Director Bonnie S. Hammer	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is wa	arranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# eBay Inc.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruc
1g	Elect Director Jamie Iannone	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1h	Elect Director Kathleen C. Mitic	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1i	Elect Director Matthew J. Murphy	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1j	Elect Director Pierre M. Omidyar	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1k	Elect Director Paul S. Pressler	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
11	Elect Director Robert H. Swan	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
1m	Elect Director Perry M. Traquina	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominee.	s is warranted.			
2	Ratify PricewaterhouseCoopers LLP as Auditors	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
4	Provide Right to Act by Written Consent	SH	Against	For	For

Voter Rationale: A vote FOR this proposal is warranted given that the ability to act by written consent would enhance shareholder rights.

### **Eldorado Resorts, Inc.**

Meeting Date: 06/29/2020 Record Date: 05/13/2020 Country: USA
Meeting Type: Annual

Primary Security ID: 28470R102

Ticker: ERI

Shares Voted: 15,600

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instructi
1.1	Elect Director Gary L. Carano	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			
1.2	Elect Director Bonnie Biumi	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	varranted.			

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# **Eldorado Resorts, Inc.**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.3	Elect Director Frank J. Fahrenkopf	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.4	Elect Director James B. Hawkins	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.5	Elect Director Gregory J. Kozicz	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.6	Elect Director Michael E. Pegram	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.7	Elect Director Thomas R. Reeg	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.8	Elect Director David P. Tomick	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
1.9	Elect Director Roger P. Wagner	Mgmt	For	For	For
	Voter Rationale: A vote FOR the director nominees is w	arranted.			
2	Ratify Ernst & Young LLP as Auditor	Mgmt	For	For	For
3	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For

#### **LivaNova PLC**

**Meeting Date:** 06/29/2020 **Record Date:** 05/04/2020

**Country:** United Kingdom **Meeting Type:** Annual

Primary Security ID: G5509L101

Ticker: LIVN

Shares Voted: 11,500

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director Francesco Bianchi	Mgmt	For	For	For
1.2	Elect Director Stacy Enxing Seng	Mgmt	For	For	For
1.3	Elect Director William A. Kozy	Mgmt	For	For	For
1.4	Elect Director Damien McDonald	Mgmt	For	For	For
1.5	Elect Director Daniel J. Moore	Mgmt	For	For	For
1.6	Elect Director Hugh M. Morrison	Mgmt	For	For	For
1.7	Elect Director Alfred J. Novak	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **LivaNova PLC**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.8	Elect Director Sharon O'Kane	Mgmt	For	For	For
1.9	Elect Director Arthur L. Rosenthal	Mgmt	For	For	For
1.10	Elect Director Andrea L. Saia	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	For	For
3	Ratify PricewaterhouseCoopers LLP as Auditor	Mgmt	For	For	For
4	Authorise Issue of Equity	Mgmt	For	For	For
5	Authorise Issue of Equity without Pre-emptive Rights	Mgmt	For	For	For
6	Amend Articles of Association	Mgmt	For	For	For
7	Approve Remuneration Report	Mgmt	For	For	For
8	Accept Financial Statements and Statutory Reports	Mgmt	For	For	For
9	Reappoint PricewaterhouseCoopers LLP as UK Statutory Auditor	Mgmt	For	For	For
10	Authorize Board to Fix Remuneration of Auditor	Mgmt	For	For	For

# **TransDigm Group Incorporated**

**Meeting Date:** 06/29/2020 **Record Date:** 05/04/2020

**Country:** USA **Meeting Type:** Annual Primary Security ID: 893641100

Ticker: TDG

Shares Voted: 3,400

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.1	Elect Director David Barr	Mgmt	For	For	For
1.2	Elect Director William Dries *Withdrawn Resolution*	Mgmt			
1.3	Elect Director Mervin Dunn	Mgmt	For	Refer	For
1.4	Elect Director Michael S. Graff	Mgmt	For	Refer	For
1.5	Elect Director Sean P. Hennessy	Mgmt	For	Refer	For
1.6	Elect Director W. Nicholas Howley	Mgmt	For	For	For
1.7	Elect Director Raymond F. Laubenthal	Mgmt	For	For	For
1.8	Elect Director Gary E. McCullough	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

### **TransDigm Group Incorporated**

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
1.9	Elect Director Michele Santana	Mgmt	For	For	For
1.10	Elect Director Robert J. Small	Mgmt	For	Refer	For
1.11	Elect Director John Staer	Mgmt	For	For	For
1.12	Elect Director Kevin Stein	Mgmt	For	For	For
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
3	Ratify Ernst & Young LLP as Auditors	Mgmt	For	For	For
4	Adopt Quantitative Company-wide GHG Goals	SH	Against	For	For

### Mylan N.V.

**Meeting Date:** 06/30/2020 **Record Date:** 06/02/2020

Country: Netherlands

Meeting Type: Annual/Special

**Primary Security ID:** N59465109

Ticker: MYL

Shares Voted: 34,749

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
	This is a Duplicate Meeting for Ballots Received via Broadridge Distribution System	Mgmt			
1A	Elect Director Heather Bresch	Mgmt	For	For	For
1B	Elect Director Robert J. Cindrich	Mgmt	For	For	For
1C	Elect Director Robert J. Coury	Mgmt	For	For	For
1D	Elect Director JoEllen Lyons Dillon	Mgmt	For	For	For
1E	Elect Director Neil Dimick	Mgmt	For	For	For
1F	Elect Director Melina Higgins	Mgmt	For	For	For
1G	Elect Director Harry A. Korman	Mgmt	For	For	For
1H	Elect Director Rajiv Malik	Mgmt	For	For	For
1I	Elect Director Richard A. Mark	Mgmt	For	For	For
1J	Elect Director Mark W. Parrish	Mgmt	For	For	For
1K	Elect Director Pauline van der Meer Mohr	Mgmt	For	For	For
1L	Elect Director Randall L. (Pete) Vanderveen	Mgmt	For	For	For
1M	Elect Director Sjoerd S. Vollebregt	Mgmt	For	For	For

Date range covered: 04/01/2020 to 06/30/2020

Location(s): All Locations

Institution Account(s): All Institution Accounts

# Mylan N.V.

Proposal Number	Proposal Text	Proponent	Mgmt Rec	Voting Policy Rec	Vote Instruction
2	Advisory Vote to Ratify Named Executive Officers' Compensation	Mgmt	For	Against	Against
3	Adopt Financial Statements and Statutory Reports	Mgmt	For	For	For
4	Ratify Deloitte & Touche LLP as Auditors	Mgmt	For	For	For
5	Instruction to Deloitte Accountants B.V. for the Audit of the Company's Dutch Statutory Annual Accounts for Fiscal Year 2020	Mgmt	For	For	For
6	Authorize Share Repurchase Program	Mgmt	For	For	For
7	Grant Board Authority to Issue Shares Up To 10 Percent of Issued Capital and Restrict/Exclude Preemptive Rights	Mgmt	For	For	For
E1E	Approve Combination	Mgmt	For	Refer	For
E2E	Advisory Vote on Golden Parachutes	Mgmt	For	Refer	Against
E3E	Approve Board Composition	Mgmt	For	Refer	For
E4E	Amend Right to Call Special Meeting	Mgmt	For	Refer	For