

ESG GOVERNANCE, COMPLIANCE & REPORTING

OVERVIEW

Embedding robust ESG governance, compliance and reporting principles is rarely linear. Every organization's journey is different.

We understand where clients need to go and how they can get there safely, responsibly and sustainably.

Our pragmatic approach tailors advice to a client's industry, commercial goals and operational factors. We shape ESG policies and commitments, compliance procedures and reporting structures to create the foundation for success.

GOVERNANCE

- Risk governance and compliance frameworks and policies (including those related to human rights/social risks)
- Policies, procedures and commitments related to responsible and sustainable business
- Directors duties and remuneration
- Due diligence and risk assessment
- Grievance mechanisms (including those related to labor and employment and responsible and sustainable business)
- Complaints and compensation processes
- Board committee composition, succession planning and diversity
- M&A expert reporting and impact statements
- Corporate governance under US securities laws and exchange listing requirements, including SEC ESG disclosure requirements

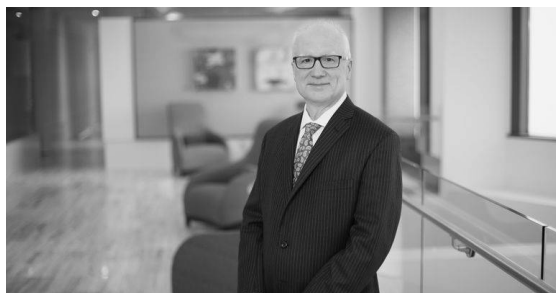
COMPLIANCE

- Sustainable Finance Disclosure Regulation (SFDR)
- UK Corporate Governance Code and other statutory corporate governance obligations
- Cybersecurity and human capital management matters
- FCA CP22/20 on sustainability disclosure requirements and investment labels
- Bribery and corruption
- Anti-money laundering
- Sanctions
- Antitrust legislation compliance and corporate collaboration on sustainability objectives
- Compliance investigations
- Labor and employment

REPORTING

- Reporting under the Listing Rules and the Companies Act 2006
- ESG reporting under Corporate Sustainability Reporting Directive (CSRD), Corporate Sustainability Due Diligence Directive (CSDDD), Sustainable Finance Disclosure Regulation (SFDR) and EU Taxonomy
- Stakeholder reporting and engagement
- Institutional investor guidance
- Shareholder activism

MEET THE TEAM



Robert J. Endicott

Partner and Leader, Securities and
Corporate Governance, St. Louis

rob.endicott@bclplaw.com

[+1 314 259 2447](tel:+13142592447)



Roland Montfort

Partner, Paris

roland.montfort@bclplaw.com

[+33 \(0\) 1 44 17 76 80](tel:+330144177680)



Catherine Turner

Partner, London

catherine.turner@bclplaw.com

[+44 \(0\) 20 3400 4943](tel:+4402034004943)



Tom Bacon

Partner, London

tom.bacon@bcplaw.com

[+44 \(0\) 20 3400 3706](tel:+442034003706)

RELATED PRACTICE AREAS

- Securities & Corporate Governance

EXPERIENCE

MAJOR WATER UTILITY COMPANY

Advised a major water infrastructure company on the drafting of their ESG report and policy. We also advised on their sustainability achievements regarding energy, waste, water usage and greenhouse gases.

We further reviewed the company's corporate disclosures to allow for the implementation of their ESG policy. This is a continuous work in progress for our client and is based on stakeholder engagement and the company's learning from its own operations, its suppliers and its customers.

PUBLIC AND PRIVATE COMPANIES' ESG ADVISORY MATTERS

We regularly advise public and private companies on a range of ESG advisory matters including corporate governance codes, directors' duties, disclosure requirements, stakeholder engagement and director remuneration and incentivization. We will also often advise and provide board training on ESG reporting requirements for public companies which has involved advising on best practice for TCFD reporting and the new diversity listing rules. We are regularly involved in commenting on governance approaches, policies, and procedures such as committee terms of reference and disclosure policies.

AGM PREPARATION

We assist a number of companies in preparing for their AGMs. This involves advising on resolutions expected of institutional investors and the increasing ESG focus of the voting guidelines of their proxy advisers.

ESG RISK INCLUDING MODERN SLAVERY AND HUMAN TRAFFICKING REPORTING

Advising companies on their ESG risk including modern slavery and human trafficking reporting requirements in line with the Modern Slavery Act 2025. This includes advising on the requirements for drafting a Transparency statement under section 54, reviewing and drafting modern slavery policies and training materials, and advising on supply chain due diligence to ensure that supply chains are compliant with statutory obligations.

CALIFORNIA SB 54 COMPLIANCE

Advising numerous companies on compliance with California SB 54, which requires packaging and plastic food ware producers to join a producers responsibility organization (PRO), and requires the following by 2032:

- 25% source reduction in plastic single-use packaging and plastic food ware;
- 100% of all single-use packaging and plastic food ware is recyclable or compostable; and
- 65% of plastic single-use packaging and plastic food ware is being recycled.

RELATED INSIGHTS

Blog Post

Aug 14, 2024

UK restrictions on PFAS in a quickly evolving international context

The UK position on PFAS is developing post-Brexit via UK REACH and a regulatory management options analysis. The EU position on PFAS is developing via EU REACH (with several significant restriction processes underway). The US position on PFAS is developing via extensive and ongoing regulation in the US at both the state and federal levels.

Blog Post

Aug 01, 2024

California Provides Updated Guidance on Recyclable/Compostable Materials

Insights

Aug 01, 2024

Neurodiversity in the workplace

This week, we explore and offer practical guidance on neurodiversity, a workplace issue that, much like the menopause, has developed substantially over the past few years and is now a part of Labour's employment law reform initiatives.

Insights

Aug 01, 2024

UK Corporate Briefing August 2024

Welcome to the Corporate Briefing, where we review the latest developments in UK corporate law that you need to know about. In this month's issue we discuss: Final Listing Rules – changes to note Following various consultations, the FCA has published feedback and final rules for the revised Listing regime which came into force on 29 July 2024. FCA consultations on the new public offers and admissions regime and a new public offer platform The FCA has published two consultation papers with proposed rules for (i) replacing the existing prospectus regime with a new regime which would not require a prospectus for a further issuance, except in limited circumstances; and (ii) a new public offer platform regime allowing firms to facilitate companies making public offers of shares to investors outside public markets when raising more than £5m. What will the FTSE index include after the listing rules reform? FTS...

Insights

Jul 25, 2024

Balancing protected characteristics – religious belief v sexual orientation

This week we focus on a new case looking at the difficulties between balancing protections of religious belief with the rights and protections of LGBTQI+ individuals.

Insights

Jul 22, 2024

CTA and Corporate Governance: A Quick Guide for Situations Where CTA Comes into Play

Insights

Jul 03, 2024

Labour's proposed employment law reforms: our third and final weekly pre-election guide

Following last week's insight on employment status, we focus this week, just before the election, on the issue of Ethnicity and Disability (E&D) Pay Gap Reporting.

Blog Post

Jun 27, 2024

Retailers, Restaurants and Consumer Products Manufacturers Should Ensure Compliance With State EPR Laws

Insights

Jun 27, 2024

UK HR Two-Minute Monthly: June 2024

Our June update includes a new gender critical philosophical belief case exploring some new areas (such as the nature of the workplace), a case on redaction of disclosure documents and whether the redacted material was relevant to the issues in the case, and a general news round-up including a survey on whether generative AI is

supporting or replacing employees, a study of neurodiverse employees and their workplace experiences, and a look at the trend towards returning full time to the office.