

**Resolved:** Shareholders urge the Board of Directors to commission and oversee an independent, third-party assessment of MAXIMUS’s adherence, above and beyond legal compliance, to its stated commitment to workers’ freedom of association and collective bargaining rights as contained in the United Nations Guiding Principles on Business and Human Rights, the International Labour Organization’s Declaration on Fundamental Principles and Rights at Work, and as explicitly referenced in the company’s Human Rights Principles. The assessment should address management non-interference when employees exercise their right to form or join a trade union, as well as any steps to remedy any practices inconsistent with MAXIMUS’s stated commitments. The assessment, prepared at reasonable cost and omitting legally privileged, confidential, or proprietary information, should be publicly disclosed on its website.

**Supporting Statement:** MAXIMUS states in its Human Rights Principles that “Respecting human rights means more than simply following particular rules or laws. Being aware of and considering human rights means making a shared commitment to hold each other accountable to the highest standards of business conduct.” We agree, and further note that MAXIMUS specifically identifies Freedom of Association as a subject toward which it recognizes its responsibilities. Nevertheless, over the past three years, MAXIMUS employees have repeatedly alleged violations of these principles, including retaliation and discrimination against union supporters<sup>1</sup>, compelling employees to attend meetings during which supervisors urged them to reject the union, implying to workers that joining a union would be futile<sup>2</sup>, disciplining an employee for participating in a strike<sup>3</sup>, calling the police on striking employees<sup>4</sup>, coercively questioning an employee about their union support and threatening that their workplace would be closed if employees chose to unionize<sup>5</sup>, offering special benefits to non-striking employees that were denied to employees participating in a strike<sup>6</sup>, and discharging employees for participating in union activities.<sup>7</sup> These cases are pending before the National Labor Relations Board. Additionally, in 2021 MAXIMUS settled a complaint issued by NLRB Region 15, which had found merit in the employees’ allegations that MAXIMUS was employing illegal tactics – including discriminatory denials of access to the workplace for union-supporting employees and calling the police on employees and union organizers handing out leaflets in a parking lot.<sup>8</sup>

We believe these repeated allegations of unlawful behavior, which encompass multiple call centers across four states, reveal a potential misalignment between MAXIMUS’s public commitments and its reported conduct. Such misalignment creates reputational, legal, and operational risks that may negatively impact the company’s long-term value.

MAXIMUS acknowledges that its human rights policy “means more than simply following particular rules or laws,” and that operating as a company genuinely committed to upholding human rights requires “a shared commitment to hold each other accountable to the highest standards of business conduct.” It is time for the Board to fulfill its part of this commitment, and take the steps necessary to hold management and each other “accountable to the highest standards of business conduct.”

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<sup>1</sup> [15-CA-292735](#)

<sup>2</sup> [15-CA-301668](#)

<sup>3</sup> [05-CA-301812](#)

<sup>4</sup> [05-CA-301812](#)

<sup>5</sup> [15-CA-305277](#)

<sup>6</sup> [15-CA-306438](#)

<sup>7</sup> [15-CA-318724](#)

<sup>8</sup> [15-CA-240635](#), [15-CA-258452](#)