



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

February 10, 2022

John R. Phillips
The Boeing Company

Re: The Boeing Company (the "Company")
Incoming letter dated December 21, 2021

Dear Mr. Phillips:

This letter is in response to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by the National Legal and Policy Center for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders.

The Proposal requests a report that discloses, itemizes and quantifies all Company charitable donations, aggregated by recipient name and address each year for contributions that exceed \$999 annually.

We are unable to concur in your view that the Company may exclude the Proposal under Rule 14a-8(i)(10). Based on the information you have presented, it appears that the Company's public disclosures do not substantially implement the Proposal.

Copies of all of the correspondence on which this response is based will be made available on our website at <https://www.sec.gov/corpfin/2021-2022-shareholder-proposals-no-action>.

Sincerely,

Rule 14a-8 Review Team

cc: Paul Chesser
National Legal and Policy Center



December 21, 2021

VIA ELECTRONIC MAIL

Securities and Exchange Commission
Division of Corporation Finance
Office of Chief Counsel
100 F Street, N.E.
Washington, D.C. 20549

Re: Request to Exclude Shareholder Proposal Relating to Charitable Donation
Disclosure

Ladies and Gentlemen:

The Boeing Company (“Boeing,” the “Company” or “we”) received a shareholder proposal and statement in support thereof (the “Proposal”) from the National Legal and Policy Center (the “Proponent”) for inclusion in the proxy statement to be distributed to the Company’s shareholders in connection with its 2022 Annual Meeting of Shareholders (the “2022 Proxy Materials”). Copies of the Proposal and all relevant correspondence are attached to this letter as **Exhibit A**. The Company believes that it may properly omit the Proposal from the Proxy Materials in reliance on Rule 14a-8(i)(10) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) because Boeing has already substantially implemented the Proposal. We request confirmation that the staff of the Division of Corporation Finance (the “Staff”) will not recommend enforcement action to the Securities and Exchange Commission (the “Commission”) if the Company excludes the Proposal from the 2022 Proxy Materials for the reasons set forth below.

In accordance with Rule 14a-8(j) and Staff Legal Bulletin No. 14D (November 7, 2008) (“SLB 14D”), we are submitting by electronic mail (i) this letter, including the exhibits attached hereto, which sets forth our reasons for excluding the Proposal and (ii) the Proponent’s letter submitting the Proposal. A copy of this letter is being sent simultaneously to the Proponent as notification of the Company’s intention to omit the Proposal from the 2022 Proxy Materials.

Pursuant to Rule 14a-8(j), we have filed this letter with the Commission no later than 80 calendar days before we intend to file our definitive 2022 Proxy Materials with the Commission.

THE PROPOSAL

On November 2, 2021, the Company received an e-mail submitting the Proposal for inclusion in the 2022 Proxy Materials. The Proposal provides, in relevant part, as follows:

RESOLVED:

The shareholders request that The Boeing Company provide a report, published on the company's website and updated semi-annually – and omitting proprietary information and at reasonable cost – that discloses, itemizes and quantifies all Company charitable donations, aggregated by recipient name & address each year for contributions that exceed \$999 annually.

This report shall include:

- 1. Monetary and non-monetary contributions made to non-profit organizations operating under Section 501(c)(3) and 501(c)(4) of the Internal Revenue Code, and any other public or private charitable organization;*
- 2. Policies and procedures for charitable contributions (both direct and indirect) made with corporate assets;*
- 3. Personnel participating in the decisions to contribute.*

BASIS FOR EXCLUSION

Boeing believes that the Proposal is excludable pursuant to Rule 14a-8(i)(10) because Boeing has substantially implemented the Proposal.

1. Background

Pursuant to Rule 14a-8(i)(10), a company is permitted to exclude a shareholder proposal if the company has already substantially implemented the proposal. The purpose of the Rule 14a-8(i)(10) exclusion is to “avoid the possibility of shareholders having to consider matters which have already been favorably acted upon by management.” *See* Exchange Act Release No. 34-20091 (Aug. 15, 1983); Exchange Act Release No. 34-12598 (July 7, 1976). While the exclusion was originally interpreted to allow for the omission of a shareholder proposal only when the such a proposal was “fully effected” by the company, the Commission has revised this approach over time to allow for the exclusion of proposals that have instead only been “*substantially implemented*” (emphasis added). *See* Exchange Act Release No. 34-20091 (Aug. 15, 1983). In applying this evolved standard, the Staff has noted that “a determination that the [c]ompany has substantially implemented the proposal depends upon whether [the company's] particular policies, practices and procedures compare favorably with the guidelines of the proposal.” *Texaco, Inc.* (March 6, 1991, recon. granted March 28, 1991).

The Staff has consistently applied this “compares favorably” standard in permitting the exclusion of shareholder proposals based on a review of the policies, practices and procedures of the requesting company. *See, e.g., Devon Energy Corp.* (Apr. 1, 2020)*¹; *Johnson & Johnson*

¹ Citations marked with an asterisk indicate Staff decisions issued without a letter.

(Jan. 31, 2020)*; *Pfizer Inc.* (Jan. 31, 2020)*, *The Allstate Corp.* (Mar. 15, 2019); *Johnson & Johnson* (Feb. 6, 2019); *United Cont'l Holdings, Inc.* (Apr. 13, 2018); *eBay Inc.* (Mar. 29, 2018); *Kewaunee Scientific Corp.* (May 31, 2017); *Wal-Mart Stores, Inc.* (Mar. 16, 2017); *Dominion Resources, Inc.* (Feb. 9, 2016); *Ryder System, Inc.* (Feb. 11, 2015); and *Wal-Mart Stores, Inc.* (Mar. 27, 2014).

Differences between a company's actions and a shareholder proposal are permitted so long as the company's actions satisfactorily address the proposal's essential objective. *See, e.g., The Boeing Company* (Feb. 3, 2016) (permitting exclusion on substantial implementation grounds of a proposal requesting a report on, among other matters, the intended purpose of each charitable contribution by the company, where Boeing disclosed the intended purpose of its charitable giving but did not disclose each contribution made by the company); *MGM Resorts Int'l* (Feb. 28, 2012) (permitting exclusion on substantial implementation grounds of a proposal requesting a report on the company's sustainability policies and performance, including multiple objective statistical indicators, where the company published an annual sustainability report); *Exelon Corp.* (Feb. 26, 2010) (permitting exclusion on substantial implementation grounds of a proposal requesting a report disclosing policies and procedures for political contributions and monetary and non-monetary political contributions where the company had adopted corporate political contributions guidelines).

2. *Boeing Already Satisfies Each of the Three Elements of the Proposal*

The Proposal asks that Boeing publish a report on its website, containing disclosure of the following with respect to Boeing's charitable contributions: (a) monetary and non-monetary contributions made to non-profit organizations operating under Section 501(c)(3) and 501(c)(4) of the Internal Revenue Code, and any other public or private charitable organization; (b) policies and procedures for charitable contributions (both direct and indirect) made with corporate assets; and (c) personnel participating in the decisions to contribute.

The Proposal does not recognize that Boeing has substantially implemented these disclosures, both through its comprehensive community engagement website (found at www.boeing.com/principles/community-engagement.page and referred to herein as the "Website") and its annual Global Engagement Portfolio Report (the most recent copy of which, available on the Website, is also attached hereto as **Exhibit B**, the "2021 Report"). These disclosures are replete with information about Boeing's community engagement, including extensive disclosures specific to each of the Proposal's three elements. Both the Website and the 2021 Report can be easily accessed on Boeing's main web page (www.boeing.com) under the "Our Principles" heading.

While the Proposal argues that "[c]urrent disclosure is insufficient to allow the Company's Board, its shareholders, and its current and prospective customers to fully evaluate the charitable use of corporate assets," Boeing's website and annual Global Engagement Portfolio Report together address in detail each of the elements that the Proposal identifies. Yet the Proposal neither acknowledges these disclosures nor identifies any element of the Proposal that those disclosures omit.

a. The Company’s “[m]onetary and non-monetary contributions made to non-profit organizations operating under Section 501(c)(3) and 501(c)(4) of the Internal Revenue Code, and any other public or private charitable organization”

Each of the 2021 Report and the Website contain ample disclosure regarding contributions, both monetary and through other community involvement, made by the Company and its employees.

First, the Company publishes a Global Engagement Portfolio Report on an annual basis. The 2021 Report includes in-depth disclosure of the community involvement initiatives of the Company, with a focus primarily on the most recent year but including certain figures for the previous five-year period. On page 3 of the 2021 Report, the Company includes a streamlined rubric containing key figures under the heading “By the Numbers,” including, among other things, disclosure that:

- the Company and its employees have “invested \$234 million to help build better communities worldwide in 2020;”
- the Company “contributed nearly \$50 million across 267 grants in support of STEM education and workforce development programs in 2020;”
- the Company “invested \$15.6 million to support organizations working toward racial equity in the U.S.;
- the Company “contributed \$14.2 million across 97 grants in support of veterans workforce transition and recovery and rehabilitation programs in 2020;”
- the Company “announced a \$4.5 million partnership with the Institute for Veterans & Military Families to establish Future Force, a workforce training, recruitment and placement program for veterans and their spouses;”
- the Company’s “[r]acial equity investments include \$1.3 million to support Indigenous communities in the U.S.;
- the Company’s “charitable investments span 51 countries around the globe;” and
- the Company’s employees “donated nearly \$36 million and contributed more than 250,000 volunteer hours to charitable causes in 2020” and “contributed \$171 million to their communities over the last five years.”

In the pages following this summary, the 2021 Report provides in-depth disclosure regarding its specific monetary and non-monetary initiatives involving various non-profit and other charitable organizations. Additionally, and with particular relevance to the proposal that Boeing disclose its charitable contributions exceeding \$999, both the 2021 Report and the Website include a full list of the Company’s charitable grant recipients in 2020. *See* pages 46-48 of the 2021 Report; *see also* www.boeing.com/resources/boeingdotcom/principles/community-engagement/pdf/2020_Boeing_Charitable_Grant_List.pdf.

Boeing’s website provides additional information related to the company’s charitable giving. For example, the “Feature Stories” section of the Website contains more than 80 stories and videos regarding Boeing’s community engagement contributions, with disclosure dating back to May 8, 2014. One recent story, published on November 2, is attached hereto as **Exhibit C** (the

“Recent Charitable Article”). This Recent Charitable Article, entitled “It’s crystal clear how a Boeing grant is helping bring water to Navajo families,” is representative of the extensive disclosure in this section of the Website and provides ample detail regarding not only the amount of the recent \$100,000 grant made to its nonprofit partner in 2020 but also includes aggregated information regarding the Company’s ongoing contributions to related charitable initiatives: “Over the past three years, Boeing has invested more than \$2.6 million in organizations supporting Native Americans and other Indigenous communities in the U.S. – bringing the company’s global support for Indigenous populations over the same time period to \$3.3 million.” Notably, the “Feature Stories” section of the Website includes disclosure regarding both monetary and non-monetary contributions made by the Company and its employees. *See e.g.* “Boeing teammates share passion for STEM with Canadian students,” dated July 21, 2021 and attached hereto as **Exhibit D**. Moreover, the Feature Stories are updated throughout the year and multiple articles are published every quarter, detailing the Company’s contributions to various organizations.

b. The Company’s “[p]olicies and procedures for charitable contributions (both direct and indirect) made with corporate assets”

The “Seeking Support” section of the Website, which is attached hereto as **Exhibit E**, states:

“As a stakeholder in the success of our communities, we lead responsibly to help address challenges that are bigger than any one company’s interests. Our contributions and efforts are focused on making a significant difference in the lives of people around the world—now and for generations to come. We support organizations that are leaders in what they do, demonstrate innovation, and align and collaborate with others to achieve workable solutions to community issues. Our community investments are managed locally and grant making strategies are tailored by locations to address the specific needs of their region.”

In support of this strategy, Boeing has adopted, and discloses on the Website, at least 39 individual geographic location guidelines, processes and priorities (“Site-Specific Guidelines”) tailored to the particular needs of each of the states, countries and regions in which Boeing has a location-specific community giving program (*e.g.*, various states in the United States as well as Canada and individual countries and regions in Asia, Europe the Middle East, Africa and Latin America) and for each specific area of giving. All Site-Specific Guidelines include detailed instructions on how to be considered for a grant and a specific Boeing employee contact, known as a “local community investor,” to assist the organization in determining if a project aligns with Boeing’s local strategies. Furthermore, all Site-Specific Guidelines include a detailed timeline of application process and results. Each set of Site-Specific Guidelines includes Boeing’s focus areas for that particular region, including detailed descriptions of the goals, concentration of the goals tailored to that region, and a staff contact for each focus area for that region. The Site-Specific Guidelines for Florida (the “Florida Guidelines,” attached hereto as **Exhibit F**) are representative of the format and content of each of the Site-Specific Guidelines. The Florida Guidelines identify education of future innovators, support for veterans and their families, and improvement of community safety and quality of life as primary focus areas. Within each of these three focus

areas, the Florida Guidelines go further to provide more specific selection criteria. For example, grants in Florida related to education “[p]lace special emphasis on students of color and others from communities typically underrepresented in science, technology, engineering and mathematics (“STEM”) fields” and to “[a]dvance the 21st-century skills necessary to persist in and complete rigorous academic programs and gain family-wage employment standards.” At an even more granular level, the Florida Guidelines detail goals and requirements based on the students’ education level for a particular initiative, separating goals into categories of early learning, primary and middle school, high school and workforce preparation. For example, at the high-school level in Florida, Boeing looks for initiatives designed to “[g]raduate more students who are ready to enter STEM-related or other high-demand careers and STEM-focused postsecondary education through high-quality, career-connected learning programs.” Furthermore, the Florida Guidelines also describe the specific cities and counties in Florida for each focus area. For example, with respect to education, the Florida Guidelines note that “Boeing makes investments to advance the work of organizations focused on 21st century skills development, STEM programs and workforce preparation in Titusville (Brevard County), Fort Walton Beach (Okaloosa County), Jacksonville/Cecil Field (Duval County) and Miami (Miami-Dade County).”

The Site-Specific Guidelines also note other types of support from Boeing that is available. For example, in the Florida Guidelines, the process and procedures for obtaining other types of support and the resources available are outlined, for each of event sponsorships for charitable galas, fundraisers and benefits, in-kind donations, Employees Community Fund of Boeing and employee volunteering.

In addition to the detailed Site-Specific Guidelines, Boeing has adopted, and discloses on the Website, general exclusion guidelines applicable to all regions (attached hereto as **Exhibit G**, the “Exclusion Guidelines”). The Exclusion Guidelines operate alongside the Site-Specific Guidelines to further clarify the type of charitable organizations supported by Boeing. For example, the Exclusion Guidelines provide that “all applicants for charitable support from The Boeing Company must be a U.S.-based 501(c)(3) charitable organization in current standing with the IRS.” These Exclusion Guidelines also outline the overall eligibility of the organizations, the types of organizations we do not support, and a comprehensive list of the types of requests and activities Boeing does not support. For example, the Exclusion Guidelines prohibit Boeing contributions from being provided to “political candidates or organizations” as well as “[o]rganizations that denigrate or advocate discrimination or violence toward any group including but not limited to: race, ethnicity, culture, religion, sex, sexual orientation, gender identity and expression, age, disability or national origin.”

c. The Company’s “[p]ersonnel participating in the decisions to contribute.”

On Boeing’s main web page (www.boeing.com), under the heading “Our Company,” Boeing provides ample disclosure regarding the individuals responsible for the oversight of its community engagement efforts, at both the board and executive officer level. Regarding oversight at the board level, the “Corporate Governance” section contains biographies for each member of the Company’s Board of Directors (the “Board”), including the members who serve on the Governance & Public Policy Committee (the “GPP Committee”): Edmund P. Giambastiani Jr.,

Lawrence W. Kellner, Steven M. Mollenkopf, and Ronald A. Williams. The responsibilities of the GPP Committee as set forth in its charter (which is also available in the “Corporate Governance” section of Boeing’s main web page) include the ongoing duty to “[r]eview and monitor the Company’s practices relating to public policy and corporate sustainability” (which includes oversight of charitable contributions) and to “make recommendations to the Board with respect to such practices.” In addition, each year the full Board approves the Company’s annual charitable budget based on its strategic priorities.

In terms of executive leadership’s oversight of charitable contributions and community engagement efforts, the 2021 Report notes that “Boeing’s philanthropic activities are coordinated within the company’s Government Operations function.” In the “Executive Biographies” section of its main web page (www.boeing.com/company/bios), Boeing provides a full biography of Ziad “Z” Ojakli, Executive Vice President of Government Operations, whose responsibilities include the Company’s “global philanthropic organization” and of Chris Raymond, Chief Sustainability Officer, who is “responsible for further advancing Boeing’s approach on environmental, social and governance priorities.” Messrs. Ojakli and Raymond each report directly to Boeing’s President and Chief Executive Officer, David L. Calhoun, for whom a full biography is also available on Boeing’s main web page.

Finally, at the local levels, the “Seeking Support” section of the Website emphasizes that Boeing’s “community investments are managed locally and grant making strategies are tailored by locations to address the specific needs of their region.” Within the Site-Specific Guidelines for each region, Boeing provides the name and contact information for the Boeing community investor employee associated with such region, for each focus area and for each type of support. For example, in Florida, Ingrid Piedrahita Morales serves as the applicable community investor. The Site-Specific Guidelines provide detailed instructions that the organization should “contact your local community investor to discuss a proposed project” and “if your community investor determines that your project aligns with Boeing’s local strategies, you may be invited to submit either a letter of intent (LOI) or a full grant application.” Furthermore, for other types of support from Boeing, such as event sponsorships for charitable galas, fundraisers and benefits, in-kind donations, Employees Community Fund of Boeing, and employee volunteering, Boeing provides an employee contact for that particular region to work with that community to determine support.

3. *Analysis*

The Staff has consistently concurred with the exclusion under Rule 14a-8(i)(10) of shareholder proposals where a company has already addressed the underlying concerns and satisfied the essential objectives of the proposal, even if the proposal had not been implemented exactly as proposed by the proponent.

In *PG&E Corporation* (Mar. 10, 2010), the Staff concurred in the exclusion of a proposal very similar to the Proposal on the grounds that the company already had website disclosure addressing the various elements of the proposal. In arguing that the proposal had been substantially implemented, the issuer in *PG&E Corporation* referred to a website where it had described its policies and guidelines for determining the types of grants that it makes and the types of requests

that the company typically does not fund. Although the proposal appeared to contemplate disclosure of each and every charitable contribution, the Staff concluded that the company had substantially implemented the proposal.

The result in *PG&E Corporation* is consistent with the Staff's repeated concurrence in the exclusion of proposals so long as the company's policies, practices and procedures or public disclosures compare favorably with the guidelines of the proposal, even when company disclosures implement the proposal in a manner different than what the proponent might prefer. Other examples include the following:

- *Pfizer Inc.* (Feb. 5, 2020) in which the Staff concurred in the exclusion of a proposal requesting disclosure on the company website of the standards for choosing organizations to receive charitable contributions as well as the name of any recipient of more than \$1,000 in contributions, where the existing company website "publicly disclose[d] its standards and rationale for the bulk of its charitable giving."
- *The Wendy's Co.* (Apr. 10, 2019), in which the Staff concurred in the exclusion of a proposal requesting a report assessing human rights risks of the company's operations where the company had a code of ethics and a code of conduct for suppliers and disclosed on its website the frequency and methodology of its human rights risk assessments.
- *Chevron Corporation* (Mar. 9, 2015), in which the Staff concurred in the exclusion of a proposal requesting a report on the company's investment in, continued operations in and withdrawal from specific high-risk countries, where the company's letter set forth examples of disclosures on the company's website that "compare[d] favorably with the guidelines of the proposal."
- *McDonalds Corporation* (Mar. 26, 2014), in which the Staff concurred in the exclusion of a proposal requesting a report articulating directors' duties with respect to sustainability and corporate responsibility issues, where the company published a report describing the duties of the board and management with respect to such matters, even though the proponent indicated that the proposal "clearly call[ed] for a different kind of evaluation of board responsibilities" than that provided by the issuer.
- *Dow Chemical Company* (Mar. 25, 2014), in which the Staff concurred in the exclusion of a proposal requesting a report related to potential impacts that the legacy of the Bhopal disaster may reasonably have on the company's Indian and global business opportunities, where the company's letter set forth examples of relevant website disclosures.
- *Target Corporation* (Mar. 26, 2013), in which the Staff concurred in the exclusion of a proposal requesting that the board study the feasibility of adopting a policy prohibiting the use of treasury funds for direct and indirect political contributions, where the company referenced public statements addressing company reviews of the use of company funds for political purposes.

- *TECO Energy, Inc.* (Feb. 21, 2013), in which the Staff concurred in the exclusion of a proposal requesting a report on the environmental and public health effects of mountaintop removal operations as well as feasible mitigating measures, where the company supplemented its sustainability report with a two-page report and four-page table addressing the topic.
- *Exxon Mobil Corp.* (avail. Mar. 23, 2007), in which the Staff concurred that a proposal calling for a report on the company's response to "pressure to develop renewable energy technologies and products" could be excluded under Rule 14a-8(i)(10), over the proponent's objection that the report provided by the company was insufficient.

As with the companies in the above-cited matters, the Company's established disclosure practices with respect to its community involvement, including monetary and non-monetary contributions, compare favorably with the Proposal. While the Company acknowledges that the Proposal requests that all charitable contributions over \$999 be itemized and aggregated by recipient and address, the Company respectfully submits that its detailed and regular disclosure regarding its charitable involvement, including the comprehensive listing of all of its community partners on the Website and in the 2021 Report, its disclosure of policies and procedures governing its philanthropic initiatives, such as the Site-Specific Guidelines and the Exclusion Guidelines, and the direct Board oversight of charitable contributions as set forth in the GPP Committee Charter serve to address the Proposal's underlying concerns and essential objectives.

CONCLUSION

As set forth above, the Company respectfully submits that its existing packages of disclosures regarding its community engagement activities and contributions substantially satisfy the three elements laid out in the Proposal. Consequently, the Company has substantially implemented the Proposal and, like the proposal in PG&E Corporation and the other similar proposals, the Proposal should be excludable pursuant to Rule 14a-8(i)(10). The Company respectfully requests, therefore, that the Staff confirm that it will not recommend any enforcement action if the Proposal is excluded from the 2022 Proxy Materials.

* * *

We would be pleased to provide any additional information and answer any questions that the Staff may have regarding this submission. If the Staff does not concur with the Company's position, we would appreciate an opportunity to confer with the Staff concerning this matter prior to the determination of the Staff's final position. In addition, the Company requests that the Proponent copy the undersigned on any response it may choose to make to the Staff, pursuant to Rule 14a-8(k).

If the Staff has any questions with respect to the foregoing, or if for any reason the Staff does not agree that the Company may omit the Proposal from its 2022 Proxy Materials, please do not hesitate to contact me at jake.phillips@boeing.com or CSO@boeing.com.

Sincerely,

A handwritten signature in blue ink, appearing to read "John R. Phillips".

John R. Phillips
Vice President, Assistant General Counsel
and Corporate Secretary

Attachments

cc: National Legal and Policy Center



Exhibit A

The Proposal and Relevant Correspondence

From: Paul Chesser <pchesser@nlpc.org>
Sent: Tuesday, November 2, 2021 1:46 PM
To: GRP CSO
Cc: pflaherty@nlpc.org
Subject: [EXTERNAL] Shareholder resolution for 2022 annual meeting
Attachments: Boeing-2022-Proposal-Cover-Ltr.pdf; Boeing-2022-proposal-charity-disclosure.pdf

EXT email: be mindful of links/attachments.

Dear Mr. Phillips/Corporate Secretary,

Attached please find cover letter with enclosed shareholder proposal for consideration at The Boeing Company's 2022 annual shareholder meeting. If you could confirm receipt of this, I would appreciate it.

Sincerely,

Paul Chesser
Director, Corporate Integrity Project
National Legal and Policy Center
662-374-0175
nlpc.org

National Legal and Policy Center

"promoting ethics in public life"



November 2, 2021

Mr. John R. Phillips
General Counsel & Corporate Secretary
Office of the Corporate Secretary
The Boeing Company
100 North Riverside Plaza, MC 5003-1001
Chicago, IL 60656-1596

VIA FEDEX & EMAIL: cso@boeing.com

Dear Mr. Phillips/Corporate Secretary:

I hereby submit the enclosed shareholder proposal ("Proposal") for inclusion in The Boeing Company ("Company") proxy statement to be circulated to Company shareholders in conjunction with the next annual meeting of shareholders. The Proposal is submitted under Rule 14(a)-8 (Proposals of Security Holders) of the U.S. Securities and Exchange Commission's proxy regulations.

National Legal and Policy Center (NLPC) is the beneficial owner of 38 shares of the Company's common stock with a value exceeding \$2,000, which shares have been held continuously for more than a year prior to this date of submission. NLPC intends to hold the shares through the date of the Company's next annual meeting of shareholders. A proof of ownership letter is forthcoming and will be delivered to the Company.

The Proposal is submitted in order to promote shareholder value by requesting the Board of Directors to adopt a policy for full disclosure of its charitable contributions. Either an NLPC representative or I will present the Proposal for consideration at the annual meeting of shareholders.

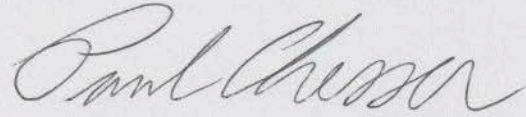
I am able to meet with the Company in person or via teleconference no less than 10 calendar days, nor more than 30 calendar days, after submission of the proposal. I can be reached at 662-374-0175 or at pchesser@nlpc.org. I am available Monday through Friday from 9am to 5pm, Eastern Time.

If you have any questions, please contact me at the above phone number. Copies of correspondence or a request for a "no-action" letter should be forwarded to me at 2217 Matthews Township Parkway, Suite D-229, Matthews, NC 28105.

Nat'l Headquarters: 107 Park Washington Court, Falls Church, Virginia 22046

Phone: (703) 237-1970 Email: pchesser@nlpc.org

Sincerely,

A handwritten signature in cursive script that reads "Paul Chesser". The signature is fluid and elegant, with the first name "Paul" and last name "Chesser" clearly distinguishable.

Paul Chesser
Director
Corporate Integrity Project

Enclosure: "Request for Charitable Donation
Disclosure" proposal

Request for Charitable Donation Disclosure

RESOLVED:

The shareholders request that The Boeing Company provide a report, published on the company's website and updated semi-annually – and omitting proprietary information and at reasonable cost – that discloses, itemizes and quantifies all Company charitable donations, aggregated by recipient name & address each year for contributions that exceed \$999 annually.

This report shall include:

1. Monetary and non-monetary contributions made to non-profit organizations operating under Section 501(c)(3) and 501(c)(4) of the Internal Revenue Code, and any other public or private charitable organization;
2. Policies and procedures for charitable contributions (both direct and indirect) made with corporate assets;
3. Personnel participating in the decisions to contribute.

SUPPORTING STATEMENT:

Boeing's assets belong to its shareholders. The expenditure or distribution of corporate assets, including charitable contributions, should be consistent with shareholder interests. Accordingly, the Company's policies and procedures for charitable contributions should be disclosed to shareholders.

Company executives exercise wide discretion over the use of corporate assets for charitable purposes. Absent a system of transparency and accountability for charitable contributions, Company executives may use Company assets for objectives that are not shared by and may be inimical to the interests of the Company and its shareholders.

Current disclosure is insufficient to allow the Company's Board, its shareholders, and its current and prospective customers to fully evaluate the charitable use of corporate assets.

There is currently no single source providing shareholders the information sought by this resolution.

Exhibit B

2021 Boeing Global Engagement Portfolio Report



2021 BOEING GLOBAL ENGAGEMENT PORTFOLIO

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Pictured: Boeing software engineer Stefan Adams and his daughter, Mikayla, pick up trash at Kinloch Park in St. Louis.

All photography was conducted in compliance with applicable COVID-19 requirements. Some images were taken prior to the COVID-19 pandemic.



Our Impact

Through purposeful investments, employee engagement and advocacy efforts, Boeing supports community partnerships and programs that align with our business, create value and help build better communities worldwide. Boeing charitable programs drive positive, lasting change in the communities where our employees and their families live and work.

Boeing works to create opportunities that inspire **our future**, empower **our heroes** and strengthen **our homes**, with a focus on advancing racial equity and combating systemic racism.

Boeing's philanthropic activities are coordinated within the company's Government Operations function, led by Jennifer Lowe, vice president of National Strategy & Engagement and Cheri Carter, vice president of Boeing Global Engagement.

Pictured: The Employees Community Fund St. Louis Chapter presents a grant to the St. Louis Zoo.



2020: A Look Back

From a pandemic that ravaged so many lives to racial unrest that reverberated around the world, 2020 was a year unlike any other. The pandemic's economic, emotional and health toll was felt acutely in every corner of our world. The United States and the world also grappled with a racial reckoning in 2020, when glaring instances of racial injustice deeply affected us all and spurred feelings of sadness, loneliness, loss, anger, frustration and fear.

Boeing employees, coping with these feelings, had to find a way to respond. And respond they did. The COVID-19 pandemic changed how much and how often we interacted with one another and our communities. But this didn't stop employees from supporting their communities. Boeing Global Engagement employees shifted their focus — with safety as a top priority — to virtual volunteering and the development of digital resources to meet the needs of community partners worldwide.

And just as our employees responded to the unprecedented challenges of 2020, so did our company.

In the early days of the pandemic, Boeing helped transport personal protective equipment to front-line health care workers through airlifts and our additive

manufacturing network. Boeing also supported community vaccination efforts by offering Boeing sites as mass vaccination clinics.

In response to the persistent injustice and turmoil in the U.S. and across the globe, Boeing committed to change — both inside our company and in our communities. We created a Racial Equity Task Force made up of a diverse group of company leaders to serve as our long-term think tank. And we are focusing investments in programs and nonprofits that help communities of color and other underserved communities.

Supporting communities in times of crisis is part of Boeing's legacy. It is who we are. Through world wars, natural disasters and now a pandemic, Boeing has been there — and will continue to be there — to meet the challenges of the moment and help those people and communities in most need.

– **Cheri Carter**, vice president, Boeing
Global Engagement

By the Numbers

Boeing, and its employees invested **\$234 million** to help build better communities worldwide in 2020.

Boeing employees donated nearly **\$36 million** and contributed **more than 250,000 volunteer hours** to charitable causes in 2020, despite the challenges of the COVID-19 pandemic.

Boeing invested **\$15.6 million** to support organizations working toward racial equity in the U.S.

Boeing contributed nearly **\$50 million** across **267 grants** in support of STEM education and workforce development programs in 2020.

Boeing helped inspire an estimated **3.7 million** young women in STEM.

More than 5.4 million students have participated in FUTURE U — a Boeing-owned education platform designed to inspire and equip the next generation of aerospace and advanced manufacturing professionals.

DreamLearners — an aerospace careers education program for fifth grade students in South Carolina — has reached **over 900,000 students** since 2012.

Boeing contributed **\$14.2 million** across **97 grants** in support of veterans workforce transition and recovery and rehabilitation programs in 2020.

Boeing announced a **\$4.5 million partnership** with the Institute for Veterans & Military Families to establish **Future Force**, a workforce training, recruitment and placement program for veterans and their spouses.

Racial equity investments include **\$1.3 million** to support Indigenous communities in the U.S.

Boeing collaborates with **more than 13,000 community partners** globally.

Boeing funds **31 unique grants** to support environmental programs.

Boeing charitable investments span **51 countries** around the globe.

Employees Community Fund chapters across the U.S. invested nearly **\$7 million** in local communities in 2020 — **\$1.3 million** of that went toward COVID-19 relief efforts.

Boeing employees have contributed **\$171 million** to their communities over the last five years.

COVID-19 Response

As part of our COVID-19 response in 2020, Boeing helped coordinate 11 airlift transport missions, delivering over 4.5 million units of personal protective equipment to health care professionals and educational institutions in the U.S. The company also activated its additive manufacturing network to produce more than 40,000 3D-printed face shields for front-line workers. In 2021, as the global focus shifted to vaccinations, Boeing moved quickly to assist in the vaccination efforts — offering multiple manufacturing sites across the U.S. as mass vaccination clinics.

Boeing also committed \$10 million in emergency assistance to support India's response to the surge in COVID-19 cases in early 2021. The assistance from Boeing will fund organizations providing relief, including medical supplies and emergency health care for communities and families battling COVID-19.

Pictured: Pallets of personal protective equipment are offloaded from a Boeing Dreamlifter during one of the company's 11 COVID-19 relief airlift missions.



SALT LAKE CITY, UT

Pictured: Boeing's 11th COVID-19 airlift mission arrived in Salt Lake City in July 2020. The Dreamlifter transported 500,000 protective face masks for Utah students and teachers.

“As students return to school this fall, it will be important that they have masks available. We thank Boeing and these partners for everything they’ve done to support our A Mask for Every Utahn initiative and make it possible for our students to have these masks and help keep Utahns safe.”

Gary R. Herbert, former governor of Utah

AUBURN AND EVERETT, WA



Boeing supported a mass vaccination site in Auburn, Washington. Communities in South King County were affected by COVID-19 at a higher rate than surrounding areas.

Pictured: Puget Sound residents get their COVID-19 vaccinations at the Boeing Everett Activity Center site in Everett, Washington.

“King County has been relentless in their efforts to provide South King County with COVID-19 resources to fight this virus. I cannot be more proud of our business partners at the Outlet Collection and The Boeing Company for stepping in to help make this strategic move.”

Nancy Backus, mayor of Auburn



Racial Equity

We are building on Boeing's long-standing commitment to support communities of color and those from other underserved communities — with a particular focus on education equality in the U.S.

Our 2020 investments, totaling more than \$15.6 million helped fund organizations such as the Equal Justice Initiative, United Negro College Fund, DC College Access Program, The Mission Continues and the Chicago Urban League. These organizations focus on a range of solutions to address racial inequity.

Boeing will commit a minimum of \$25 million through 2023 to support programs and partnerships that will create a range of opportunities for racial minorities and underserved communities.

Pictured: Dub Taylor, vice president of Institutional Advancement at Allen University, speaks at the Boeing and Allen University partnership announcement.



COLUMBIA, SC



Image: Allen University

Boeing and Allen University, a historically Black university in Columbia, South Carolina, unveiled a new partnership to establish the Boeing Institute on Civility. The Boeing Institute, housed on the university’s campus, will be a national hub for teaching and provide programming aimed at advancing civil discourse in America and across the globe.

Pictured (top): A rendering of the new Boeing Institute on Civility at Allen University.

Pictured (bottom): Boeing President and CEO Dave Calhoun speaks at the Allen University announcement.



“The reach of Boeing is particularly compatible with the university’s aspiration to demonstrate that service to the greater good does not stop in one’s own community, but has the obligation to be expansive.”

Ernest McNealey, president of Allen University

“The Institute on Civility will become a powerful catalyst for helping to promote thoughtful, civil discourse. Empowering students and the broader community to debate public issues with civility and respect is an important step on the journey to developing lasting societal solutions.”

David Calhoun, Boeing president and CEO

CHICAGO, IL

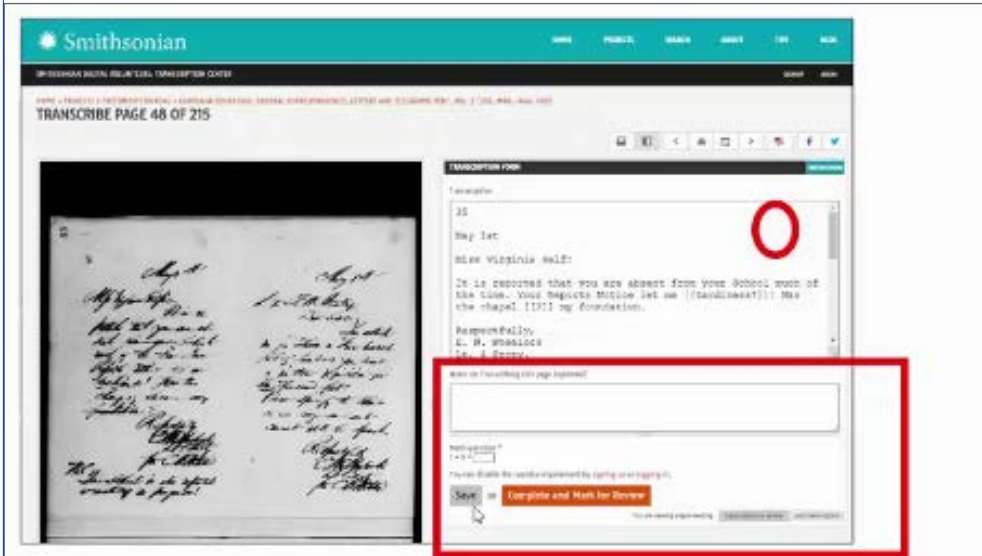
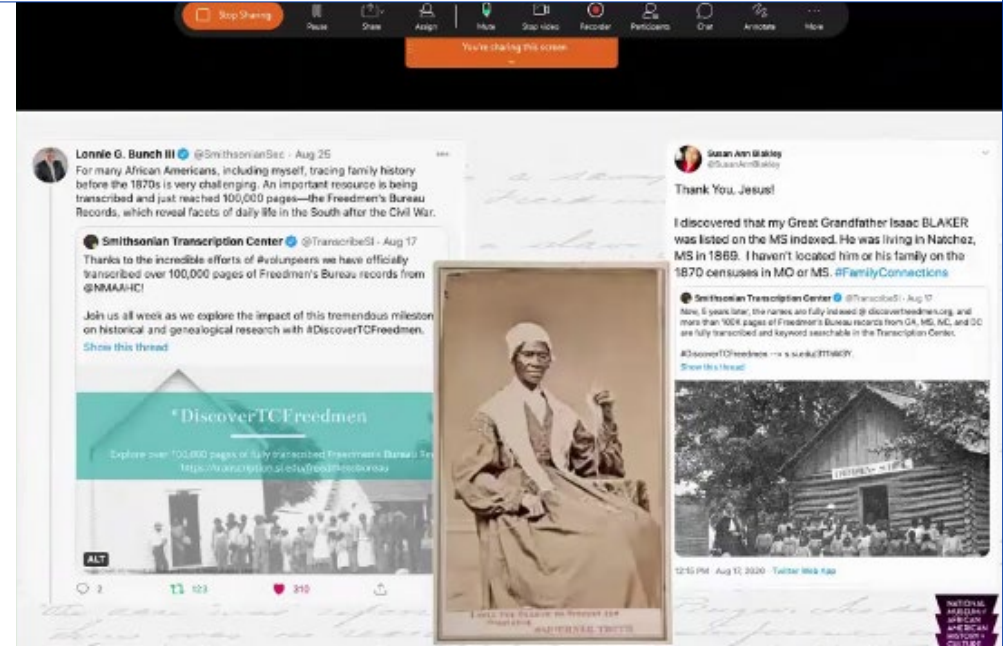
Boeing awarded a \$1.5 million grant to the Children First Fund, the independent partnership and philanthropy arm for Chicago Public Schools, to support the expansion of technology access for approximately 4,500 students. The donation funded the purchase of computer equipment and other remote learning technology and was distributed across the district based on need, focusing on schools located in communities with a high percentage of students receiving free or reduced lunch aid and with the highest hardship based on the University of Illinois at Chicago hardship index.

Pictured: A mother (middle) and her child (bottom) are joined by a Chicago Public Schools assistant principal (top) as they pick up computer equipment and other school supplies.

“This contribution from Boeing strengthens our efforts and commitment to bridge the digital divide that too often keeps our highest-need students and families from many of the opportunities available to grow academically while at home.”

Dr. Janice K. Jackson, CEO of Chicago Public Schools

VIRTUAL



Save, comment, complete transcription

On Martin Luther King Jr. Day 2021, in honor of Dr. King's legacy of community service and as an extension of its commitment to advancing racial equity, Boeing temporarily expanded its Volunteer Match Program to encourage employees to get involved in their local communities — and to make every hour count. Boeing provided a monetary donation of \$10 for every hour Boeing employees volunteered with eligible nonprofit organizations.

Boeing employees collectively donated \$4.8 million (including Boeing match) and volunteered 12,900 hours to support 2,918 community

organizations, including the Obama Foundation, Smithsonian Institute's Freedmen's Bureau collection and Northwest African American Museum. Ted Colbert, president and CEO of Boeing Global Services, delivered the introductory remarks for Dr. Eddie Glaude Jr., professor of African American Studies at Princeton University, at the Northwest African American Museum's virtual King Day 2021 celebration.

Pictured: Ted Colbert speaks at the Northwest African American Museum's virtual King Day 2021 celebration.

CHARLESTON, SC

Racial Justice Network S.C. announced Boeing as the recipient of the 2021 Martin Luther King Jr. Corporate Award. The Racial Justice Network is a multiracial, grassroots human rights organization committed to combating systemic racism and ensuring economic parity in South Carolina.

The organization chose Boeing as this year's award recipient, in part, because of the company's commitment to growing a diverse and inclusive workforce, educational outreach and volunteer

initiatives in minority communities. The company was also recognized for its philanthropic investments in South Carolina organizations that promote racial equity and social justice and serve communities of color.

Pictured: Boeing employees Tommy Preston (left) and Lindsay Leonard (second from left) and Boeing South Carolina site leader Lane Ballard (right) accept the 2021 Martin Luther King Jr. Corporate Award from Racial Justice Network S.C.

“Our organization is proud to present our Martin Luther King Jr. Corporate Award to Boeing South Carolina. Dr. King believed in a unified country that transcends color, racial barriers, and supports justice, health and the economic well-being of every citizen. Boeing is working hard to build a better workplace and community. We commend them for their efforts and are proud to partner with them.”

Elder James Johnson, president of Racial Justice Network S.C.

ARIZONA, NEW MEXICO, WASHINGTON, OKLAHOMA



Photo: American Indian Science and Engineering Society

Boeing committed \$1.3 million to support Indigenous communities across the U.S. The investment package includes \$300,000 in grants for Southwest tribal nations to improve access to clean water, bridge the digital divide in education, and provide better natural disaster response and preparation. The package also includes \$140,000 in grants in the Pacific Northwest and a \$60,000 grant in Oklahoma supporting STEM education programs for students.

Pictured (top): Rose Zahne, a member of the Navajo Nation, receives donated items from the American Indian Science and Engineering Society and the Boeing Native American Network.

“Boeing funds will help our children obtain assistance and empower young people across the Apache Nation with new leadership skills, new education partnerships, and health and technology.”

Gwendena Lee-Gatewood, chairwoman of the White Mountain Apache Tribe



Photo: Puget Sound Educational Service District

Pictured (bottom): A student attends the Puget Sound Educational Service District Native American Education Program booth during a local school district STEM Fair.

LOS ANGELES, CA

Photo: Asian Americans Advancing Justice – Los Angeles

In an effort to help curb ongoing discrimination against Asian American and Pacific Islander communities, Boeing provided \$1.1 million in funding for organizations working to advance appreciation for Asian American and Pacific Islander history and culture, combat anti-Asian hate and promote justice, and fund community service projects and leadership development programs in communities across the United States.

Pictured: Members of Asian Americans Advancing Justice – Los Angeles participate in a community education and awareness activity.

“We are so grateful to Boeing for supporting our work to combat anti-Asian hate during these challenging times. Boeing’s investment in our bystander intervention training will empower allies to safely intervene when they witness an act of harassment so that we can all live in safe neighborhoods free from hate.”

Connie Chung Joe, CEO of Asian Americans Advancing Justice – Los Angeles

Our Future

Boeing is committed to helping students of all backgrounds achieve their full potential. We do this through innovative partnerships with community organizations that advance racial equity, promote academic success and build career pathways to economic stability.

Boeing contributed nearly \$50 million across 267 grants in support of STEM education and workforce development programs in 2020.

Pictured: The daughter of Boeing communications specialist Jessica Landa completes a FUTURE U STEM activity at home during the pandemic.



Photo: Jessica Landa

ST. LOUIS, MO

Employees at Boeing's St. Louis site distributed FUTURE U kits, free of charge, to parents and students so they could complete STEM activities at home. The contactless pickup was structured so Boeing employees, wearing masks and gloves, could maintain a safe distance while loading the kits directly into cars.

Boeing employee volunteers later demonstrated the STEM activities virtually, allowing students to learn about engineering and science concepts from home.

FUTURE U is a Boeing-owned education platform designed to inspire and equip the next generation of aerospace and advanced-manufacturing professionals; it has reached more than 5.4 million students since its launch in 2019.

Pictured: Boeing employees distribute STEM activity kits.

NAIROBI, KENYA



Photo: ThinkYoung



Photo: ThinkYoung

Approximately 60 young people between 13 and 25 years old participated in the 2021 Coding Summer School in Nairobi, Kenya, now in its third year. Coding Summer School is a partnership between Boeing and ThinkYoung. It was launched in Brussels in summer 2016 to address the needs of the future job market.

Several courses are designed by professionals to equip our next generation with up-to-date skills. In addition to workshops, the school includes guest lecturers and hands-on activities to teach and inspire students. The program has a dedicated session for coding skills and activities from the aviation industry, including robotics and drones. Students learn to code and build mobile games and a mobile phone app.

Pictured: Students participate in a Coding Summer School class in Nairobi.

“Today, coding is an important skill, but when we were pitching the Coding Summer School back in 2014, it was almost impossible to find partners who had the vision to understand its importance. The Boeing team have believed in our concept since day one and have supported us for the last seven years, during which we have managed to teach coding to over 700 teenagers in several European and African countries. Not only is our joint program free of charge, but it has also involved refugees and kids coming from underserved regions and more than 70% of participants have been girls. All this was possible thanks to the vision, passion and support of the Boeing team.”

Andrea Gerosa, founder and chief thinker of ThinkYoung

VIRTUAL



Boeing Global Engagement teams across the U.S., working with community partners, got creative in 2020 and hosted virtual events to celebrate STEM Signing Days, which recognize students who are committing to study a STEM field at a college or trade school. Boeing created STEM Signing Day in 2017; historically, the events were in-person celebrations at universities and city halls, but like many other events in 2020, STEM Signing Days went virtual.

Close to 600 students participated in STEM Signing Day events at 11 locations across the U.S. in 2020.

Pictured: Students participate in the virtual STEM Signing Day event.

“I want to be part of the generation of students who create a brighter future for all. My dream job is to be a structural engineer and work for Boeing.”

Alex Hernandez, Chicago STEM Signing Day honoree

LOS ANGELES, CA

In February 2021, Ruth Morlas, a Boeing test pilot, surprised 18-year-old Cailey Stewart, an aspiring pilot who started flying at age 16, with a \$50,000 contribution toward her future flight school during a taped segment of “The Kelly Clarkson Show.”

Stewart piloted her first solo trip in 2019 when she was 16, and she obtained her private pilot license this April — all while finishing high school and applying to colleges.

Also on the show, Boeing announced a contribution of \$10,000 to Sisters of The Skies, a nonprofit founded by pilots working to increase the number of Black female pilots through mentorship, scholarships and outreach. There are currently fewer than 150 Black female pilots in the U.S. holding airline transport pilot, commercial, military or certified flight instructor licenses.

Pictured (top): On “The Kelly Clarkson Show,” Ruth Morlas surprises Cailey Stewart with a scholarship.

Pictured (bottom): Stewart prepares for a flight.

“I wanted to become a pilot since I was in fifth grade. I want to be a pilot and get people to places they want to go. I really want to see more Black female pilots, because it is really inspiring to me.”

Cailey Stewart, aspiring pilot



Photo: Cailey Stewart

WASHINGTON, DC

Boeing invested \$1 million in the Children's Defense Fund's CDF Freedom Schools program, which will offer culturally responsive STEM education to students under the banner of a new initiative, CDF Freedom to STEM. Over the next few years, this investment will allow CDF Freedom Schools to build its STEM capacity more robustly and intentionally expose Black students to STEM, addressing the racial inequalities that persist in access to high-quality STEM education.

Pictured: A student participates in one of CDF Freedom Schools' enrichment programs.

“We have an opportunity to spark scholars' interests in STEM fields and create a pipeline of equity-minded STEM professionals. I am excited for what's to come and deeply appreciative of Boeing's investment in our nation's children through CDF Freedom Schools.”

Dr. Kristal Moore Clemons,
national director of CDF
Freedom Schools, Children's
Defense Fund

Photo: Children's Defense Fund,
CDF Freedom Schools

CHARLESTON, SC

Like many other programs in 2020, Boeing South Carolina's DreamLearners — a STEM program targeted for fifth grade students — went virtual. Despite the challenges created by COVID-19, South Carolina employees kept DreamLearners going. Within the virtual format, students can still take a tour of the 787 factory, watch educational videos, answer Q&A and participate in a virtual STEM activity facilitated by Boeing employees.

Boeing Education Relations specialist Frank Hatten has long had a passion for educating and inspiring youth. He has led the program since it was created in 2012.

Through March 2021, DreamLearners has reached over 900,000 students.

Pictured: Frank Hatten (screen top left) engages with students during a virtual DreamLearners session.

**“I consider what I do a calling,
not a job.”**

Frank Hatten, Boeing Education
Relations specialist

FRANKFURT, GERMANY

Photo: Newton Europe



Photo: Newton Europe

A multiyear investment from Boeing will establish Newton Rooms in nine countries, including Germany, Netherlands, Poland, France, Italy, Spain, Belgium, United Kingdom and Turkey. Newton Rooms offer high-quality STEM learning through real-world aviation concepts such as space, biofuels, and advanced materials and manufacturing to communities around Europe.

In March 2020, a Mobile Newton Room opened in Neu-Isenburg, Germany, near Boeing Global Services facilities in Frankfurt. In addition to completing the training module “Up in the Air With Numbers,” students also toured the facilities and interacted with Boeing employees. Newton Rooms have also opened in Lugo, Spain, and Łódź, Poland. In 2021, Boeing will sponsor a Flight Academy in Glasgow, Scotland, a permanent classroom used to teach students aviation-related STEM concepts, with full-motion flight simulators.

Pictured: Students participate in Newton Room STEM activities.

“We are thrilled to have been able to partner with Boeing on this multiyear project in several different countries. Although our organizations may seem very different, we share the same mission: to bring inspiring and high-quality STEM experiences to children around the world. In order to spread the Newton Concept and our STEM programs, we depend on good relationships with partners. Boeing has not only been the backbone of the project in Europe but has provided us with valuable connections to other worthy STEM education organizations in many countries. Without these relationships, we could not be as successful as we are today.”

Alysia Tofflemire, FIRST Scandinavia project director of European Operations

SAN ANTONIO, TX



Photo: SAMSAT



Photo: SAMSAT



Photo: SAMSAT

Boeing has supported Geekbus, a program of the San Antonio Museum of Science and Technology (SAMSAT), since 2018. The Geekbus is a mobile makerspace that travels to schools or other organizations to provide STEM educational experiences in their classrooms.

After pandemic restrictions went into effect, Geekbus programming moved online. The organization created free online classes that reached more than 400 students. In the fall, nine Boeing mentors participated in the SAMSAT

Academy, working with students to complete a STEM project focused on aerospace. Twenty-one students completed the program and earned their Boeing Aerospace Digital badge. Graduates also received a backpack and laptop to help with digital access.

Pictured: At an event in March 2020, Geekbus STEM Club middle school students build a wind turbine to learn about engineering design and complete a card game to learn about cybersecurity.

Our Heroes

Boeing works to build better lives for transitioning military service members, veterans and their families. We provide support for veterans and families from communities typically underrepresented in the military-veteran ecosystem and those systematically disadvantaged by societal barriers.

In 2020, Boeing announced a \$14.2 million charitable grants package supporting 97 veterans organizations worldwide. The package includes a previously announced \$1 million investment in The Mission Continues and a new \$500,000 investment in U.S.VETS.

Pictured: The Shumaker family watches as the American flag is raised at the key ceremony for their new home outside St. Louis.



ST. LOUIS, MO



On Sept. 12, 2020, Sgt. Nathan Shumaker and his family received the keys to their new home in Hillsboro, Missouri, near St. Louis. The home was specially built for Shumaker by Homes For Our Troops, a nonprofit that builds and donates homes to severely injured post-9/11 veterans.

The Boeing Charitable Trust made a \$3 million contribution to Homes For Our Troops to support build projects throughout the country over a three-year investment period. Shumaker's home is the fifth home built as part of this partnership.

Shumaker, a Purple Heart recipient, lost one of his legs during combat in 2010. His new home includes accessible features such as hardwood floors, roll-under countertops, a roll-in shower and pull-down cabinets.

Pictured: Boeing employees and members of the community attend the key ceremony for Sgt. Nathan Shumaker and his family.



OKLAHOMA CITY, OK

NewView Oklahoma and Boeing teamed up to honor local veterans with vision loss in a special way with deliveries of lunches and care packages. Volunteers made socially distant deliveries to 50 veterans across the Oklahoma City metro area. Their deliveries included Veterans Day yard signs and commemorative military challenge coins. The pandemic prevented NewView from hosting its annual Veterans Day luncheon, which has been an important opportunity for visually impaired veterans to connect with each other. Boeing has supported NewView Oklahoma, a nonprofit working to empower blind and visually impaired individuals, since 2019.

“We’re committed to honoring our veterans, and this year we were able to do that in a special way. The lunch deliveries were a huge hit with our veterans, and we’re so grateful to Boeing for making this possible.”

Lauren Branch, president and CEO of NewView Oklahoma



Pictured: U.S. Rep. Stephanie Bice and Tony Lounsbery, Boeing director of finance for the Oklahoma City site, deliver care packages to veterans on Veterans Day.

USA



On Veterans Day 2020, Boeing announced a \$4.5 million partnership with Syracuse University's Institute for Veterans & Military Families (IVMF) to establish Future Force, a workforce training, recruitment and placement program for veterans.

This signature program will offer certification and training courses focused on the aerospace and defense industry, complemented by recruitment and placement opportunities at no cost for qualified transitioning service members, veterans and military spouses.

Pictured: Zakenya Simmons, U.S. Army veteran, received a computer programming certification through IVMF after leaving the military.

“For military spouses like me, having the opportunity to earn certifications through IVMF — and Future Force — will give us a leg up on our competition in each new city we move to.”

Dakota Haines, Boeing Research & Technology engineer and U.S. Navy service member spouse

DALLAS, TX



Photo: Adaptive Training Foundation



Photo: Adaptive Training Foundation

In March 2021, Boeing helped celebrate the most recent graduating class from the Adaptive Training Foundation. This was the first all-veteran class fully sponsored by a company and was composed of 10 veterans from all branches of military service. The athletes completed a nine-week ReDefine course that challenged them both physically and mentally. Boeing has invested in the Adaptive Training Foundation since 2017.

Pictured: Graduates of the Adaptive Training Foundation's first all-veteran class.

“There’s not enough words to thank Boeing for what I’ve been able to get out here. It’s not just the physical; it’s the emotional — it’s the changes in me as a person and the changes in my family.”

Retired U.S. Air Force and U.S. Army 1st Lt. Ellie Kennedy, Adaptive Training Foundation participant

LONDON, UK

At the outset of the COVID-19 pandemic, the UK's oldest tri-service national military charity, SSAFA, the Armed Forces charity, established the Boeing Crisis Fund with Boeing to help members of the armed forces community who needed immediate help with food, clothing and utilities. The fund enabled SSAFA to provide rapid response, within 24 hours of a request coming in, to individuals and their families who had been affected by COVID-19.

To date, SSAFA has provided crisis support to 284 veterans and their families, at a value of 29,876 pounds, thanks to the Boeing Crisis Fund. The fund has ensured that, during the most desperate times, people can feed their families, heat their homes and buy warm clothing for their children over the winter months.

SSAFA also provides a variety of services, including their mentoring programs, welfare and disability support.

Pictured: A veteran talks with an SSAFA representative.

PUGET SOUND, WA



Photo: Children's Museum of Tacoma



Photo: Children's Museum of Tacoma



Photo: Children's Museum of Tacoma

A first-of-its-kind children's museum opened at Joint Base Lewis-McChord (JBLM) near Tacoma, Washington, in 2020 thanks in part to support from Boeing and its employees.

Exhibits at Children's Museum at JBLM were designed to inspire creativity and imaginative play with an emphasis on science, technology, engineering, arts and math (STEAM) activities for children 12 and under. The exhibits feature multiple playscapes that include a water

area, climbing zone and art studio. The museum is the first children's museum on a U.S. military installation.

A combined \$1.5 million investment came from Boeing and its local employees through the Employees Community Fund Puget Sound Chapter.

Pictured: Children interact with the STEAM playscapes at the Children's Museum at JBLM.

CHICAGO, IL



Photo: BraveHearts



Photo: BraveHearts



Photo: BraveHearts

BraveHearts is a therapeutic horseback riding nonprofit that promotes emotional, cognitive and social healing through work with horses. Veteran services are provided at no cost to all military veterans. Boeing grants have supported the services for Chicago-area veterans for the past three years.

In 2020, BraveHearts also hosted an on-site drive-thru at its location outside Chicago. Veterans from Illinois attended to learn about the nonprofit's services, watch demonstrations and receive a free meal, all from the safety of their vehicles.

BraveHearts also puts on the annual Trail to Zero, a 20-mile ride intended to raise awareness about veteran suicide. (Twenty signifies the 20 veterans, on average, who commit suicide every day.) Boeing veterans also have the opportunity to participate in the ride.

Pictured (top left, top right): BraveHearts clients ride the Trail to Zero event in October 2020.

Pictured (bottom): Participants attend the BraveHearts on-site drive-thru event in honor of Veterans Day.

Our Homes

Boeing helps strengthen the communities where our employees live and work by applying sustainable solutions to local challenges. We place special emphasis on partnerships that advance economic mobility for communities of color, promote community well-being, and increase resources and support to break the cycle of incarceration. Maintaining the focus and flexibility to respond to local needs is vital to Boeing's charitable investment and employee engagement strategy.

Pictured: Pallets filled with hospital beds, mattresses and wheelchairs wait to be loaded into an Uzbekistan Airways 787.



EVERETT, WA

Boeing and Uzbekistan Airways launched their third humanitarian delivery flight when the airline's newest 787 Dreamliner departed Everett, Washington, in May 2021. The shipment included hospital beds, mattresses and wheelchairs that will equip medical facilities in Uzbekistan to improve care for the country's most vulnerable population.

Boeing also announced a \$100,000 donation to support Project C.U.R.E.'s efforts providing humanitarian medical supplies to Uzbekistan hospitals and medical facilities in the Aral Sea region. People living in this region experience high incidence of diseases and one of the world's highest rates of infant mortality.

Pictured (top, from left): Monte Frazier, vice president, Russia and Central Asia, Boeing Commercial Airplanes Sales; Javlon Vakhobov, ambassador of the Republic of Uzbekistan; Bill McSherry, vice president, Government Operations, Boeing Commercial Airplanes; Dr. Douglas Jackson, Project C.U.R.E. president and CEO; and Melisa Esposti, Project C.U.R.E. director of Government and NGO Relations.

Pictured (bottom): A Uzbekistan Airways 787 takes off on a delivery flight from Everett, Washington.

"I would like to express my gratitude to Boeing for their support in making the shipment of humanitarian aid possible directly from Seattle to Tashkent. Undoubtedly, today's humble collaboration of Uzbekistan Airways, Boeing and Project C.U.R.E., with the sole aim of helping people in need, is a vivid testimony of pure friendship and solidarity."

Javlon Vakhobov, ambassador of the Republic of Uzbekistan

ARLINGTON, VA

As the first foundational partner of the Virginia Tech Innovation Campus in Alexandria, Virginia, Boeing committed \$50 million to help jump-start Virginia Tech's effort to create the most diverse graduate technology campus in the United States.

Boeing's multiyear commitment will provide student scholarships, foster the recruitment of world-class faculty and researchers, and fund STEM pathway programs for underserved K-12 students looking to pursue a college degree and enter high-tech career sectors.

Pictured (top): Boeing President and CEO David Calhoun announces the partnership with Virginia Tech.

"We are extremely grateful to Boeing for this extraordinarily generous show of support. This is a milestone moment in our university's history, and it will propel our work to help establish the Greater Washington, D.C., area as the world's next major tech hub."

Tim Sands, Virginia Tech president



Pictured (bottom): Boeing Global Services President and CEO Ted Colbert (second from left) attends the announcement ceremony.

WASHINGTON, OREGON, CALIFORNIA

Photo: Scott Dalton/
American Red Cross



Photo: Scott Dalton/
American Red Cross

In 2020, Boeing announced \$700,000 in grants from the Boeing Charitable Trust to help local communities with the humanitarian and environmental crisis caused by wildfires burning along the West Coast of the U.S. Boeing is providing \$500,000 to the American Red Cross to support its fire relief efforts in Washington, Oregon and California, as well as \$100,000 to Northwest Harvest in Washington and \$50,000 apiece to the Oregon Food Bank and Redwood Empire Food Bank in California.

Pictured (top): Members of the Silverton Creek Fellowship work in partnership with the American Red Cross to build sifters that will be used to salvage items remaining at burned homes in Silverton, Oregon.

Pictured (bottom): Red Cross volunteers package and deliver relief supplies for victims of the wildfires in Eugene, Oregon.

“We are extremely grateful for Boeing’s support, which allows us to provide shelter, food and comfort to help people in need.”

Don Herring, chief development officer at the American Red Cross

HUNTSVILLE, AL

Boeing made a \$500,000 leadership gift to the U.S. Space & Rocket Center's Save Space Camp campaign. The COVID-19 pandemic created ongoing challenges for the Rocket Center in 2020. State and local health orders forced the closure of the museum and greatly reduced the number of people who could attend Space Camp. Funding from Boeing and other donors will help offset the losses due to the pandemic.

Pictured: Students participate in a Space Camp activity.

"I am awed and grateful for the generous support from Boeing for this vital campaign. This has been a devastating season for the Rocket Center and Space Camp, but our family of supporters have given us hope for the future. Boeing has been a longtime and important supporter of the work we do."

Louie Ramirez, CEO and executive director of the U.S. Space & Rocket Center

OKLAHOMA CITY, OK

Photo: ReMerge



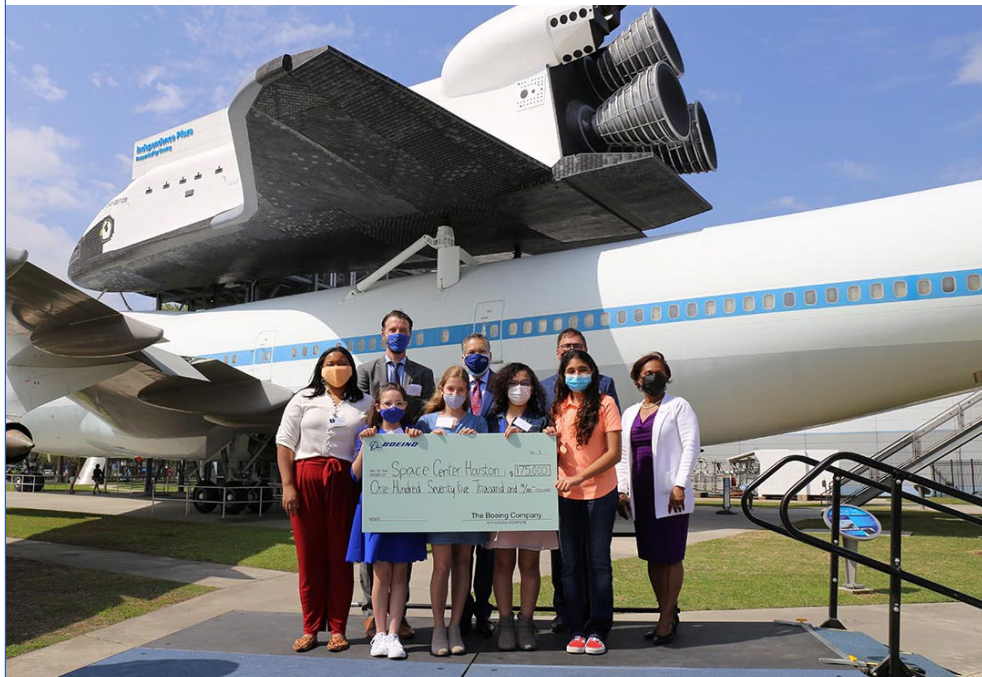
Photo: ReMerge

Boeing joined the mission with ReMerge in 2020, providing a \$50,000 grant for the Catalyst Cookies program. ReMerge serves as an alternative to incarceration for women who are facing nonviolent felony charges in Oklahoma County and who are pregnant or have young children. Through hands-on experience with managing a cookie business, Catalyst Cookies helps ReMerge mothers gain essential job skills that are in demand by Oklahoma employers. Catalyst Cookies is part of the holistic program provided to ReMerge mothers to help them with their overall treatment and recovery. The first cohort, consisting of 10 mothers, graduated in March 2021.

Pictured: Oklahoma mothers work at the Catalyst Cookies kitchen.

“This program not only builds workplace skills but also instills our moms with confidence, a belief that they can positively contribute, and helps fuel dreams for their futures. Because of Boeing’s investment, ReMerge is able to help prepare participants to be successful in the workforce, which can change the entire trajectory of their families’ lives.”

Jenna Morey, executive director of ReMerge

HOUSTON, TX

Space Center Houston unveiled new signage in March 2021 recognizing Boeing for its support of the Independence Plaza exhibit complex, which opened in 2016.

The international landmark is the only place in the world where guests can enter the original shuttle carrier aircraft, a modified Boeing 747, on which is mounted a high-fidelity space shuttle replica.

Since 1992, Boeing has invested more than \$2 million in Space Center Houston to fund programs that inspire youth and educators through STEM education. Boeing also supports Space Center Houston's Girls STEM Pathway initiative, which engages girls to fuel their imaginations and provide authentic learning experiences in STEM careers. The program has reached nearly 4,000 students over the past four years.

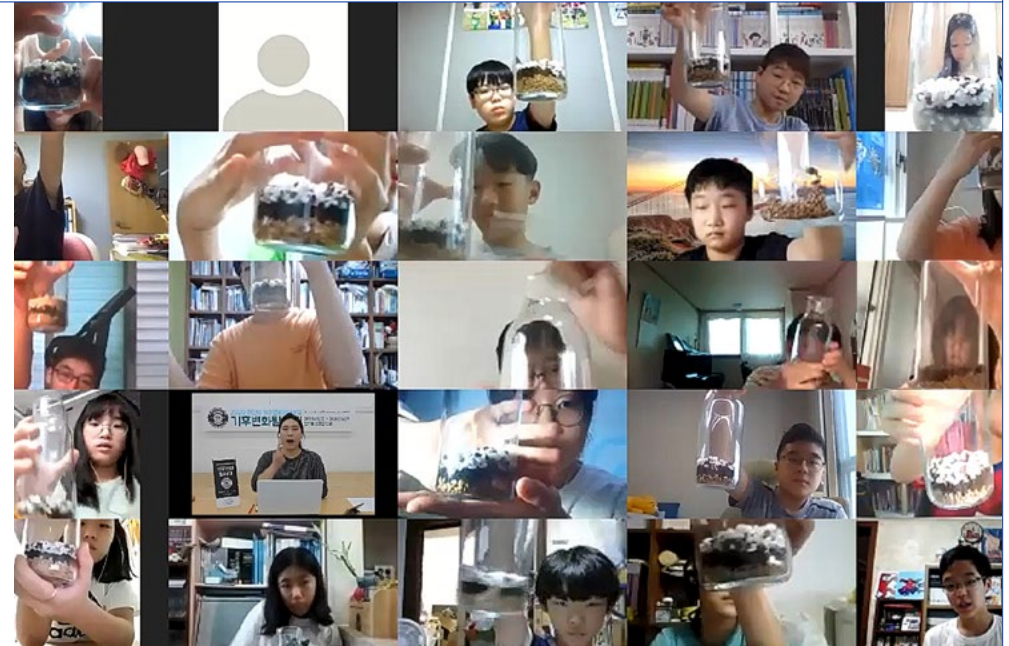
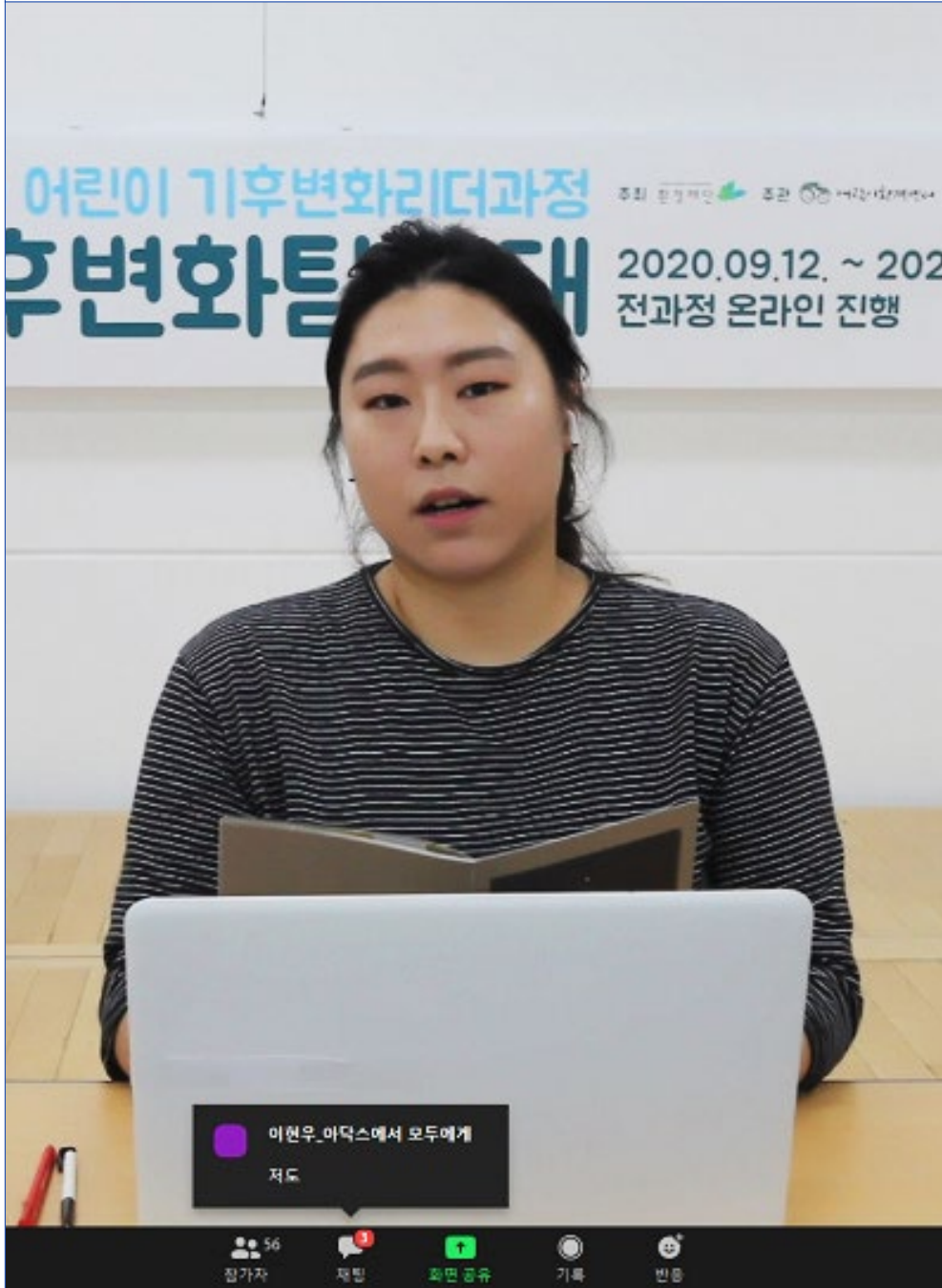
Pictured (top): Space Center Houston crews unveil new signage at Independence Plaza, presented by Boeing.

Pictured (bottom): Representatives from Boeing and Space Center Houston gather with Girls STEM Pathway participants for a check presentation at the new Independence Plaza, presented by Boeing.

“Boeing’s longtime support has made it possible for us to prepare students for the jobs of tomorrow. Their generous investment and collaboration in science learning provides people of all ages with immersive science learning experiences.”

William T. Harris, president and CEO of Space Center Houston

SEOUL, SOUTH KOREA



In South Korea, Boeing partnered with the Korea Green Foundation to hold a series of virtual courses on climate change for students in grades 5 through 8. A total of 50 students learned about the impacts of climate change and what they can do to help educate others and minimize the impact.

Students also made terrariums out of items they had at home. Participants

were chosen for the virtual event through an online essay competition explaining why combating climate change is important to them. Boeing has partnered with the Korea Green Foundation for more than a decade.

Pictured: Students attend the Korea Green Foundation's virtual climate change course.

KUWAIT CITY, KUWAIT



Photo: AMIDEAST

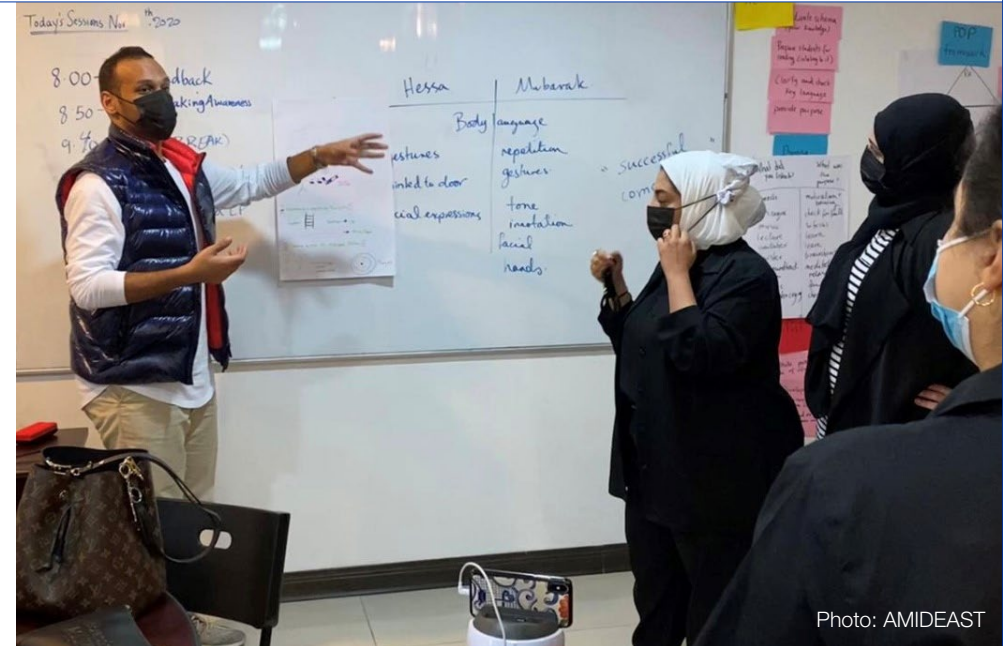


Photo: AMIDEAST



Photo: AMIDEAST

Boeing partnered with the U.S.-accredited Kuwait Professional Certificate in English Language Teaching (PCEL), an internationally recognized certificate program developed by AMIDEAST and World Learning's School for International Training Graduate Institute. The 120-hour program provides a cutting-edge curriculum for teachers in the Middle East and North Africa region.

In 2020, 24 teachers across two programs were trained, increasing the

number of PCEL-certified teachers in Kuwait's public schools. The program also trained and certified two local Kuwaiti PCEL trainers, increasing AMIDEAST's own capacity to train and certify future cohorts of government school teachers across Kuwait's educational districts.

Pictured: Teachers participate in PCEL courses.

Our Employees

People are Boeing's most important assets.

Boeing employees feel a strong connection to their communities and create lasting change in the places they call home. Employees participate in community service projects, mentorship programs, nonprofit board service, enterprise drives and more. Despite the challenges of the pandemic in 2020, our employees donated nearly \$36 million and over 250,000 hours to charitable organizations around the world.

Pictured: Boeing employee Scott Evans and his wife, Tiffin, volunteer at a park cleanup event in St. Louis.



ST. LOUIS, MO

On a hot July Saturday in St. Louis, a group of Boeing employees suited up — with masks, gloves and determination — and joined other volunteers at a community cleanup event in Kinloch, a historically Black neighborhood, located not far from Boeing’s site. Volunteers picked up trash and other discarded household items such as mattresses and furniture.

Boeing is committed to strengthening the St. Louis community and addressing inequities within our region. Each year, Boeing invests more than \$1 million in North St. Louis County, where Kinloch is located.

Pictured (top): Priscilla Christopher, Boeing IT manager, picks up trash at Kinloch Park.



Pictured (bottom): Boeing employees volunteer at Kinloch Park.

“Through these events, where each of us from different walks of life come together, we are given the opportunity to build upon our values and improve communities.”

Priscilla Christopher, business and supply chain systems manager at Boeing and volunteer

“It’s an area of the city where there is a lot of need. I wanted to bring more people together to help out and make a difference for this community.”

Scott Evans, F-22 systems engineer at Boeing and volunteer

PHILADELPHIA, PA

When COVID quarantining began in March, 94-year-old Mae Krier — a real-life Rosie the Riveter and Boeing retiree — dedicated her time to sewing hundreds of face coverings for anyone who requested them. Boeing volunteers helped pack envelopes with the specially made Rosie the Riveter masks and shipped them free of charge to communities across the U.S.

To honor Krier and her fellow Rosie the Riveters, one of her hand-sewn coverings, as well as an autographed Rosie the Riveter scarf, will be flown on Rosie the Rocketeer during the CST-100 Starliner Orbital Flight Test-2. Krier, a self-described STEM pioneer, credits her passion for the subject to her time spent working at Boeing on the B-17 and B-29 lines in Seattle from 1943 to 1945.

Pictured (top): Nicole Latta, Boeing manufacturing manager, helps package Rosie face coverings.

Pictured (bottom): Heather McBryan, Boeing program manager, labels envelopes.

“Now we are fighting another way, a different kind of war, this terrible virus. If this Rosie the Riveter face mask will save one life, it is worth every hour I have worked.”

Mae Krier, Boeing retiree and volunteer

CALIFORNIA, SOUTH CAROLINA



Photo: Project Hope Alliance

Boeing employees, with the support of Boeing Global Engagement employees, organize three charitable drives each year to help those in need in their communities. Boeing employees, including the company match, contributed \$1.6 million through annual charitable drives in 2020.

In California, employees donated gifts to Project Hope Alliance, which supports children and teenagers experiencing homelessness.

Pictured: A Project Hope Alliance caseworker sorts toys that were donated to homeless children and teens during the holidays.

“Thanks to your support, over 200 youth experiencing homelessness received holiday presents, gift cards and stockings this year. In a year that was so hard for so many of us, the joy and magic you gave to our families was needed more than ever before. We are incredibly grateful!!”

Vanessa Sher, community engagement coordinator at Project Hope Alliance



Photo: Toys 4 Tots

In Charleston, South Carolina, employees supported Toys for Tots and Charleston Hope’s Adopt a Classroom to provide toys and supplies to students at local elementary schools.

Pictured: Volunteers pose for a photo with toys that were donated to Toys for Tots for its holiday drive.

“When I grew up, my mom raised three kids on her own. So when Christmas came around, my mom had to rely on organizations similar to Toys for Tots in order for my siblings and me to have gifts. Every toy donated makes an impact in a child’s life.”

Bill Coats, Boeing manufacturing engineer

RIYADH, SAUDI ARABIA

On International Volunteer Day, Boeing employees, following safety protocols, came together to collect trash at a park in Riyadh, Saudi Arabia. They also sorted the trash to separate recyclable items.

Pictured: Boeing employees collect trash at a Riyadh park.



Boeing Saudi Arabia employees volunteered at the King Fahad Medical City in Riyadh. They brought gifts to children undergoing chemotherapy for cancer and spent several hours visiting with the children. Volunteers engaged with more than 40 children at two hospitals.

Pictured: A child opens a gift donated by Boeing employees in Riyadh.

CALIFORNIA; PUGET SOUND, WA; WASHINGTON, DC



Photo: Medical Teams International

Employees Community Fund of Boeing (ECF) chapters invested nearly \$7 million in local communities in 2020 — \$1.3 million of which went toward COVID-19 relief efforts. Local grants funded organizations including LifeWire and Medical Teams International in the Puget Sound, Washington, area; California Black Women’s Health Project and Homeless Health Care Los Angeles in California; and Shelter House in the Washington, D.C., area.

ECF is an employee-managed, independent nonprofit with 20 chapters in the U.S. ECF was established as a way for employees to pool their resources and make an even bigger impact. Boeing employees volunteer to serve on local chapter grantmaking committees and make grants to nonprofits in their communities.

Pictured (top): A Medical Teams International mobile dental clinic.

Pictured (bottom): Employees from the ECF Southern California Chapter present Homeless Health Care Los Angeles with a grant.

“We are so grateful for the commitment to Medical Teams International from the Employees Community Fund of Boeing Puget Sound. As we work to break barriers to health, we can only accomplish this through partnerships with others that join with us to help vulnerable people in our communities. Thank you for your compassion and generous hearts.”

Debra Hirsh, director of Corporate and Foundation Relations at Medical Teams International

“Thank you, ECF of Boeing team, for your wonderful support of LifeWire. Your computer equipment and technology grant has assisted with a seamless transition, supporting staff as they continue to provide critical services to domestic violence survivors and their children during the COVID-19 pandemic.”

Rachel Krinsky, executive director at LifeWire



Our 2020 Community Partners

5 Gyres Institute
 A Safe Haven Foundation
 A Sanctuary for Military Families Inc.
 A.S.T.C. Science World Society
 Able-Disabled Advocacy Inc.
 Academy of Science of St. Louis
 Adaptive Training Foundation
 Adelante Mujeres
 Adrienne Arsht Center Trust Inc. (aka Adrienne Arsht Center)
 Aerobility
 AeroStar Avion Institute
 All Hands Raised
 Alliance for Education
 Al Nahda Philanthropic Society for Women
 AltaSea at the Port of Los Angeles
 America's Automotive Trust
 American Red Cross of Missouri
 AMIDEAST
 AMIDEAST Egypt
 AMIDEAST Jordan
 AMSAT
 Aoibheann's Pink Tie
 Aquarium of the Pacific
 Arise Equine Therapy Foundation
 Arizona Educational Foundation
 Arizona Science Center

Arizona Technology Council Foundation dba SciTech Institute
 Artists First
 Arts Corps
 Australian War Memorial
 Bar-Ilan University
 Bellevue Schools Foundation
 BE NOLA (Black Education for New Orleans)
 Beyond Housing
 Big Brothers Big Sisters of Metropolitan Chicago
 Big Thought
 Black Diamond Charities
 Blue Star Families Inc.
 Boulder Crest Retreat Foundation
 Boys & Girls Clubs of Bellevue
 Boys & Girls Clubs of Greater Northwest Indiana
 Boys & Girls Clubs of Oklahoma County
 Boys & Girls Clubs of Snohomish County
 Boys & Girls Clubs of South Puget Sound
 BraveHearts Therapeutic Riding & Educational Center
 Breakthrough Urban Ministries
 Brevard Schools Foundation Inc.
 Brighter Bites
 Bullitt Foundation
 Business Impact NW

Byte Back Inc.
 California Science Center Foundation
 California State University Los Angeles – College of Engineering, Computer Science and Technology
 Camaraderie Foundation Inc.
 Carole Robertson Center for Learning
 CCC Foundation
 Centers for New Horizons Inc.
 Centerstone Military Services Inc.
 Century Villages at Cabrillo Inc.
 Challenger Learning Center– St. Louis
 Charitable Foundation for Helping Children with Blood Cancers and Other Grave Diseases Grant Life
 Charitable Foundation Galchonok
 Charitable Society for Special Needs in Jubail Industrial City (Eradah)
 Charity Association for Orphans Care in the Eastern Region (BENAA)
 Chicago Pre-College Science and Engineering Program
 Chicago Urban League
 Chicago Women in Trades
 Child Care Aware of Washington

Children First Fund – The Chicago Public Schools Foundation
 Children's Defense Fund
 Children's Home & Aid
 Children's Museum of Tacoma
 Children's Museum of the Lowcountry
 China Social Entrepreneur Foundation
 City Year Los Angeles
 City Year Seattle/King County
 CityBridge Education
 Clean Washington Waters
 Clemson University Foundation
 Coalition for Clean Air
 Coalition for Our Common Future
 Coastal Community Foundation of South Carolina
 COCA (Center of Creative Arts)
 Code Platoon
 Coded by Kids
 CoderDojo Chicago
 Communities in Schools – The Charleston Area
 Community Center for Education Results
 Community Chest of Korea, Chungnam
 Cooperación Internacional
 Community for Youth
 Conservation Corps of Long Beach

Copernicus Science Centre
 Covenant House Vancouver
 Coyote Central
 Crosswinds Foundation
 CyberUp
 Da Vinci Schools
 Davis Education Foundation
 Decatur City Schools Foundation
 DePaul University
 Depression and Bipolar Support Alliance
 Diema's Dream Fund
 DigDeep Right to Water Project
 Digital Divide Data
 Directed Initiatives for Youth Inc.
 Discovery Cube Los Angeles
 District of Columbia College Access Program
 Donald Danforth Plant Science Center
 Downside Up Charitable Fund
 Dress for Success Seattle
 Duo Dogs Inc.
 EarthCorps
 East African Community Services
 Easterseals DC MD VA
 Easterseals Southern California
 Economic Alliance Snohomish County
 Education For Employment
 Educurious

Engaging Creative Minds
 Equal Justice Initiative
 EveryMind Inc.
 Ezer Mizion
 Family Development Services
 FamilyForward
 Fédération Léo Lagrange
 First 5 Fundamentals
 FIRST Robotics Canada
 FIRST Scandinavia
 FIRST Washington
 Focus Marines Foundation
 Fondation Québécoise des Vétérans (Quebec Veterans Foundation)
 Fontbonne University
 Forest Park Forever
 Fort Whyte Foundation Inc.
 Forterra
 Forum to Advance Minorities in Engineering Inc. (FAME Inc.)
 Foundation for Tacoma Students
 FourBlock
 Friends of Saturday Academy
 Fundación Infante de Orleans
 Futurewise
 Gage Academy of Art
 Geeking Out Kids of Color
 Girl Scouts of Western Washington
 Girls Inc. of Huntsville
 Girls Inc. of Orange County

Girls Inc. of San Antonio	Independent Non-Profit Organization Family to Children	LaunchCode Foundation	Museum of Pop Culture	Oregon Robotics Tournament & Outreach Program	River LA
Girls Inc. of St. Louis	INJAZ Al-Maghrib	Lawrence Hall	NAMI Multnomah	Organization for Industrial, Spiritual and Cultural Advancement (OISCA) International, Japan	ROK Aviation Operations Command Foundation
Giving it Back to Kids	INJAZ Bahrain	Learning Links Foundation	Natal – Israel Trauma Center for Victims of Terror and War	Outfit Moray	Room to Read India Trust
Global Teachers Institute	INJAZ Egypt	Leave No Veteran Behind	National Ability Center	Pacific Mountain Workforce Development Council	Rosie Riveters
Golddigger Trust	INJAZ El Djazair	Let's Talk Science	National Audubon Society	Palmetto Goodwill	Royal Academy of Engineering
Goodwill Olympics & Rainier Region	INJAZ Kuwait	Lines for Life	National Black Child Development Institute	Pan American Development Foundation	Royal Aeronautical Society
Got Your Six Support Dogs	INJAZ Oman	Link Community Development	National Forest Foundation	Partnership With Native Americans	Rutgers University Foundation
Grace After Fire	INJAZ Qatar	Lodz University of Technology	National Inventors Hall of Fame Inc.	Path with Art	RVC (Rainier Valley Corps)
Great Barrier Reef Foundation	INJAZ Saudi Arabia	Long Beach Education Foundation	National Military Family Association	PBS SoCal/KOCE-TV Foundation	Sahyog Care for You
Greater West Town Community Development Project	INJAZ Tunisia	Long Live the Kings	National Society of Black Engineers	Peace Community Center	Saint Louis Zoo Association
Growing Home Inc.	Inside the Outdoors Foundation	Los Angeles Conservation Corps	National World War II Museum Inc.	Pearl S. Buck Foundation Korea	Salmon-Safe
H.E.R.O.E.S. Care Inc.	Institute for Nonviolence Chicago	Los Angeles Universal Preschool	Natural History Museum of Los Angeles County	Per Scholas Inc.	Salt Lake Community College Foundation
Hagar Singapore Ltd.	Institute for Systems Biology	LOSEV Foundation for Children with Leukemia	NatureBridge	Philadelphia Outward Bound Center	SASTEMIC
Hand in Hand International	Institute for Veterans & Military Families at Syracuse University	Lowcountry Food Bank Inc.	Neighborhood House Inc.	Portland State University Foundation	Sawhorse Revolution
Haulsarang Scholarship Foundation	Interboro School District	Macquarie University	Network of Urban and Rural Innovators (NURI, Pertubuhan Jaringan Inovator Bandar Dan Luar Bandar)	Project Exploration	ScuoAttiva Onlus
Headstrong Project Inc.	International African American Museum	Manned Space Flight Education Foundation	NewView Oklahoma	Project H.O.O.D.	Sea Love Navy Scholarship Foundation
HealthRight International	International Rescue Committee Inc.	Maryville University	North Lawndale Employment Network	Project SYNCERE	Seattle 2030 District
Heartland Alliance for Human Needs and Human Rights	Japan Science Foundation	Math Circles of Chicago	Northwestern University	Puget Sound Educational Service District	Seattle Children's Foundation
Helen Keller International Inc.	Jon Egging Trust	Meeting Street Schools	NPower Inc.	Pure Minds Education Support Services	Seattle Education Access
Highline Schools Foundation for Excellence	Junior Achievement Korea	Mental Health Association Oklahoma	OAI Inc.	Reach Out and Read Carolinas	Seattle Goodwill Industries
Hire Heroes USA	Junior Achievement Russia	MENTOR Washington	Ocean Institute	Refugee Women's Alliance	Seattle Parks Foundation
Home Front Military Network	JVS SoCal	Merging Vets and Players Inc.	Okaloosa Public Schools Foundation	ReMerge	Seegerstrom Center for the Arts
Homeboy Industries	K9s for Veterans	Mesa Arts Center Foundation	Oklahoma City Community College Foundation	Returning Veterans Project	SGBS Unnati Foundation
Hope For The Day	Kenan Foundation Asia	Mesa Public Schools Foundation	Oklahoma State University Foundation	Revolution Workshop	Sheldon Arts Foundation
HopeWorks Social Enterprises	Kidsave International Inc.	Metanoia	Operation Military Family	Ridley School District	Shelter to Soldier Inc.
House of Exciting Science and Technology	King Salman Center for Disability Research	Military Child Education Coalition			Shishu Mandir
Housing Hope	Kingdom Workers	Missouri Veterans Endeavor			Siloam Mission Inc.
IDEP Foundation	Korea Green Foundation	Mountains to Sound Greenway Trust			Simon of Cyrene Community Rehabilitation and Development Foundation Inc.
Ignite Worldwide	LA Promise Fund	Museum of Flight Foundation			Snoqualmie Valley Community Network
Imagine Children's Museum	Ladies Learning Code Inc.	Museum of Glass			Solaputi Kids' Camp
Impact NW	LA's BEST Afterschool Enrichment Program				Soldier On
					Soldier's Best Friend

South Carolina State Museum Foundation	Technical Assistance Partnership of Arizona	The St. Louis American Foundation	UCLA Institute of the Environment and Sustainability	Utah Clean Air Partnership	Working Wardrobes for a New Start
South Sound Outreach Services	Texas Alliance for Minorities In Engineering	The Trust for Public Land	Union League Boys & Girls Clubs	Utah STEM Foundation/Utah STEM Action Center	Workshops for Warriors
Space Foundation	TGR Foundation	The University of Texas Health Science Center at San Antonio	United Negro College Fund Inc.	Valley Cities Counseling and Consultation	World Education & Development Fund
Springboard to Learning Inc.	The Air League Trust	Think Together	United States Veterans Initiative	Vantage Point Foundation	World Learning Inc.
SSAFA, The Armed Forces Charity	The Asia Foundation	ThinkYoung AISBL	United Way Winnipeg	Veterans Bridge Home Inc.	World Vision Foundation of Thailand
St. Leonard's Ministries	The BOMA Project	Thresholds	UNITE-LA	Veterans Florida	Yayasan Teman Baik (Friends Indonesia)
St. Louis Science Center Foundation	The Chicago Lighthouse	Tiny Trees Preschool	Universidad Popular	Veterans Transition Network	Yayasan Usaha Mulia (Foundation for Noble Work)
St. Patrick Center	The Dulabhatorn Foundation (DBF)	Tokyo Shure	University of Central Oklahoma Foundation	Veterans Village of San Diego	Year Up Inc.
St. Vrain Valley Schools Educational Foundation Inc.	The Education and Employment Ministry Inc. (TEEM)	Travis Manion Foundation	University of Southern California – Kinder 2 College	Veterans Yoga Project	YÉOL (Korean Heritage Preservation Society)
Stewardship Partners	The FIRST New Zealand Education Trust Board	Treehouse	University of Washington Foundation	Village Enterprise Fund	YMCA Canberra Space Squad
Still Serving Veterans	The Grow With Us Foundation	TreePeople	University of Washington Foundation - Washington MESA	Village Theatre	YMCA of Snohomish County
Stop Soldier Suicide Inc.	The Historic Trust	Trident Technical College Foundation	Upstate Warrior Solution	Washington Alliance for Better Schools	Young Falcons of Korea
Sulabh International Centre for Action Sociology	The Magic House	Trustees of the University of Pennsylvania	Ural Federal University Named After the First President of Russia B.N.Yeltsin	Washington Green Schools	Young Guru Academy
Sunbeam Family Services	The Medical University of South Carolina Foundation	Turning Leaf Project	Urban League of Metropolitan Seattle	Washington State Association of Head Start & ECEAP	YWCA Metropolitan Chicago
Support Our Troops	The Mission Continues	U.S. Chamber of Commerce Foundation	Urban League of Metropolitan Seattle	Washington State University Foundation	YWCA Seattle-King-Snohomish
Tacoma Arts Live	The Nature Conservancy	U.S.-Japan Council	UCLA Foundation	Washington STEM	Zeno
Tacoma Community House	The Open University	UAH Foundation	UCLA Foundation	Wings of Hope Inc.	
Target Area Development Corp.	The Prince's Trust	Ubuntu Pathways		Workforce Development Council of Seattle-King County	



The Boeing Company
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Chicago, IL 60606-1596
USA

THE BOEING FAMILY OF REPORTS

We are continually collecting, assessing and making available data about our company and the broader aerospace ecosystem to keep our employees, customers, communities, industry partners, investors and other stakeholders informed and engaged.

Global Equity, Diversity & Inclusion

We believe in a culture and workplace where everyone is respected, valued and inspired to reach their fullest potential. Learn more about our Global Equity, Diversity & Inclusion efforts at boeing.com/diversity.

Sustainability

Our commitment to sustainability includes a focus on environmental stewardship; social progress and inclusion; and values-based, transparent governance. Learn more at boeing.com/sustainability.

Community Engagement

Through purposeful investments, employee engagement and thoughtful advocacy efforts, Boeing and its employees are helping build better communities worldwide. Learn more at boeing.com/community.

Exhibit C

Recent Charitable Article

BOEING FEATURES & MULTIMEDIA COMMUNITY

IT'S CRYSTAL CLEAR HOW A BOEING GRANT IS HELPING BRING WATER TO NAVAJO FAMILIES

It's crystal clear how a Boeing grant is helping bring water to Navajo families

Funding from Boeing is supporting DigDeep's Navajo Water Project which brings clean water to homes on the Navajo Nation.

November 02, 2021 in Community



Carol turns on the water for the first time at her home in Thoreau, New Mexico.

Photo credit: DigDeep

In August 2021, Carol, who lives on the Navajo Nation in New Mexico with her husband, Walter, and their children and grandchildren, watched in awe as clean water poured out of a tap for the first time ever. Thanks to an innovative water system invented by DigDeep, a Boeing nonprofit partner, Navajo communities across the Southwest are gaining access to clean water.

Carol immediately thanked the installation team from DigDeep asking them if they needed any water from the new system because they'd "been working all day out in the hot sun."

DigDeep's Navajo Water Project focuses on installing solar-powered, off-grid home water systems in homes across the Navajo Nation. Approximately one-third of those living on the Navajo Nation lack clean running water or basic plumbing at home, requiring them to travel miles by car or on foot to get clean water.

During the pandemic, DigDeep stopped the home installations to ensure the safety of workers and clients. Motivated to find a way to continue providing running water to more homes, DigDeep technicians invented the "suitcase system," a no-contact way to place above-ground, fresh-water tanks outside homes. When it's safe to resume in-home construction, these units will be moved inside and effectively transformed into the full home water system.

Installation of water systems like those at Carol and Walter's home were made possible, in part, by a \$100,000 grant from Boeing in 2020.

"DigDeep staff feel a personal connection to every family who receives a water system," said Emma Robbins, executive director of the Navajo Water Project. "It is crucial for us to continue this work safely during the pandemic. Boeing's generous donation has helped us get more families clean water, which in turn helps these families thrive."

By the end of 2021, DigDeep will have deployed approximately 1,500 portable water storage tanks across the Navajo Nation. DigDeep is also partnering with Navajo Technical University and the International Association of Plumbing and Mechanical Officials to create a plumbing certificate training program to help young Navajo men and women find employment.

"We are proud to partner with DigDeep as they work toward getting clean water to everyone living on the Navajo Nation," said Sam Whiting, director of Boeing Global Engagement, West Coast region. "Witnessing what DigDeep and our other community partners are accomplishing every day in Indigenous communities inspires our commitment to continued support of their vital work."

This year, DigDeep is receiving another grant from Boeing to support the Navajo Water Project. In observance of Native American Heritage Month, Boeing is investing in 21 other programs like the Navajo Water Project to support Indigenous communities across the U.S. The funding package, totaling \$1.8 million, will help provide resources for those impacted by the COVID-19 pandemic, increase natural disaster response and preparation in high-risk communities, support STEM education programs for Native American students, and workforce training and professional development for veterans. Read the full press release [here](#) for a full list of grantees.

Over the past three years, Boeing has invested more than \$2.6 million in organizations supporting Native Americans and other Indigenous communities in the U.S. – bringing the company's global support for Indigenous populations over the same time period to \$3.3 million.

Read the full press release [here](#) for a full list of grantees.

Next Story in Community



Boeing teams up with the Seattle Mariners to pay tribute to those who serve

[View Story](#)

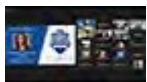
More Stories in Community



Boeing donates \$1.4 million to support military veterans and Afghan allies



Boeing Red Tails Classic will honor legacy of Tuskegee Airmen



5 years, 2,000 students honored at STEM Signing Days



Boeing employees contribute \$33 million to local communities



Boeing continues support of veterans with \$10.4 million in charitable grants



From Bonsai to BEPA: How an employee gardening club changed Boeing

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Exhibit D

Recent Non-Monetary Charitable Article

BOEING FEATURES & MULTIMEDIA COMMUNITY

BOEING TEAMMATES SHARE PASSION FOR STEM WITH CANADIAN STUDENTS

Boeing teammates share passion for STEM with Canadian students

July 21, 2021 in Community



Courtney Mandock, a manufacturing engineer for Boeing in Winnipeg volunteered as a judge from her virtual home workspace.

Boeing employees engaged with students in Canada virtually during the annual [Let's Talk Science Challenge](#), a team-based competitive enrichment event for students in Grades 6-8. This year the challenge was entirely virtual, allowing for an expanded 11-week format. Each week, more than 3,000 students participated in the virtual question and answer competitions.





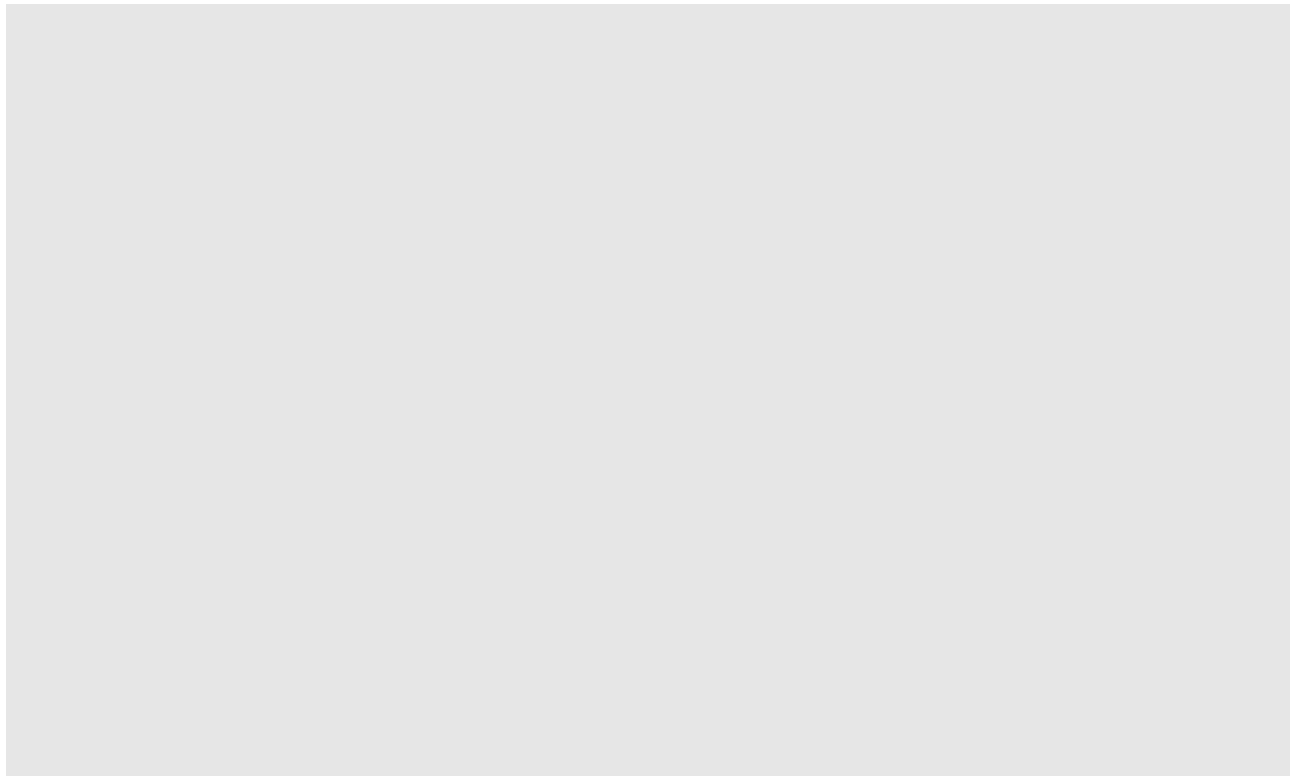
Duff Sullivan (top), managing director of Boeing Canada gave a virtual Keynote Address during the live finale.

Boeing volunteers quizzed students to test their knowledge, shared how science, technology, engineering and math (STEM) education inspired them to pursue a career in aerospace. Employees also used their expertise to judge videos submitted by students in the final Engineering Design Challenge which gives students a practical opportunity to use their STEM knowledge. This year, students were asked to identify an important issue in their lives or communities and use their scientific knowledge to create a STEM-based solution.

“I am very impressed with all of the students! They all did a wonderful job and gave really good presentations on topics like pollution and recycling. Events like this one are so beneficial for our students as they give them an opportunity to learn about something new, present their research, and come up with solutions,” said Courtney Mandock, a manufacturing engineer for Boeing in Winnipeg who volunteered as a judge.

“Regardless of what they choose to do in the future, they are learning how to research and give presentations, two skills that will serve them well throughout their lives.”

By participating in the challenge, students are inspired to acquire STEM knowledge beyond their curriculum, building confidence in their own abilities. The events are supported by hundreds of teachers, post-secondary student volunteers, faculty and administrators. Funding provided by Boeing ensures the event is free and accessible to all Canadian youth and educators. Boeing has supported Let’s Talk Science since 2012.



Martin Blais, a customer support specialist for Boeing Distribution Canada in Montreal, shared his career profile with the students.

Next Story in Our Community



Boeing brings aspiring future pilot to the mound in celebration of kids and an exceptional Mariners season

[View Story](#)

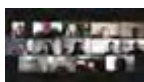
More Stories in Our Community



777-9 soars over Boeing Classic



This year's Liftoff for Learning drive raises more than \$100,000 for local Washington students



Developing Manufacturing Talent for the Future



More than \$2 million in Boeing ECF grants provided to 37 nonprofits throughout Washington



Boeing Contributes \$1.1 Million for Asian American and Pacific Islander Support Organizations across the U.S.



Boeing moves up to No. 17 on 2021 DiversityInc Top 50 list

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Exhibit E

“Seeking Support” Section of Website

Seeking Support

As a stakeholder in the success of our communities, we lead responsibly to help address challenges that are bigger than any one company's interests. Our contributions and efforts are focused on making a significant difference in the lives of people around the world—now and for generations to come. We support organizations that are leaders in what they do, demonstrate innovation, and align and collaborate with others to achieve workable solutions to community issues. Our community investments are managed locally and grant making strategies are tailored by locations to address the specific needs of their region.

Please select your state or country to learn more about Boeing's processes and priorities for each specific area of giving.

For more information about grant eligibility, please review our [grants exclusion guidelines](#).

Select your state, province or country

The Employees Community Fund (ECF) of The Boeing Company

Additionally, qualifying charitable or educational organizations can apply for grants from the Employees Community Fund (ECF) of The Boeing Company, which has been empowering employees to pool their tax-deductible donations for greater impact for more than 60 years. Employee advisory boards work to locally distribute combined employee donations, which are made through recurring payroll deductions or one-time gifts, to nonprofits in their community. Boeing pays all administrative costs so 100 percent of every employee dollar helps strengthen local communities.

ECF grants have gone toward community projects such as aiding the homeless, stocking food banks, helping at-risk children succeed in school, providing job training for the unemployed, funding critical health services, supporting veterans programs and more.

ECF makes grants to U.S.-based IRS 501(c)(3) qualified charitable or educational organizations

U.S. organizations need a 501(c) (3)-qualified tax ID number to apply.

Find your state or region below for specific ECF grant making guidelines.

Exhibit F

Florida Site-Specific Guidelines

Florida: 2021 Grantmaking Guidelines

Boeing maintains a deep and enduring commitment to global community engagement. Our grants support programs that inspire our future, empower our heroes and strengthen the communities we call home. The company's charitable partnerships and contributions are strategic in focus, promote societal growth, and drive positive and lasting change in the communities where we have a presence.

How To Be Considered for a Grant

Boeing grantmaking is by invitation only. All organizations must be invited to submit a proposal.

1. Read the Boeing grant objectives to determine if your request aligns to any of the following pillars:
 - **Our Future**
 - **Our Heroes**
 - **Our Homes**
2. Determine that your organization is eligible for support. Review the [grants eligibility and exclusion guidelines](#).
3. Contact your local community investor to discuss a proposed project.
4. If your community investor determines that your project aligns with Boeing's local strategies, you may be invited to submit either a letter of intent (LOI) or a full grant application.
5. If you are invited to submit an LOI, it will be evaluated for alignment, viability, measurable outcomes and broad impact. Should your LOI merit further interest, you will be invited to submit a full grant proposal.

2021 Grants Timeline *(if invited)*

Applications Open	Application Deadline	Awards Announced
March 15	April 30	Beginning Aug. 12

Boeing's Focus in Florida

Boeing plays an important role in Florida and in the lives of people living and working in the state. We work across all three of Boeing's community investment strategies to develop plans tailored to the particular needs of our regions, focusing our grants within the pillars Our Future: Tomorrow's Innovators, Our Heroes: Veterans & Families, and Our Homes: Dynamic Communities.

Florida: 2021 Grantmaking Guidelines



Goal:

Create a cradle-to-career pathway to strengthen and diversify the pipeline of skilled workers entering today's dynamic labor market. Place special emphasis on students of color and others from communities typically underrepresented in science, technology, engineering and mathematics (STEM) fields. Advance the 21st-century skills necessary to persist in and complete rigorous academic programs and gain family-wage employment. We support policy changes to practices that disproportionately affect students underrepresented in STEM fields.

Concentration:

- **Early Learning:** Close the opportunity gap by increasing the number of kindergartners from underrepresented communities who are ready for school, particularly in mathematics.
- **Primary and Middle School:** Generate interest and sustained participation in STEM disciplines through hands-on, experiential learning and 21st-century skills development (including STEAM or integrated arts education).
- **High School:** Graduate more students who are ready to enter STEM-related or other high-demand careers and STEM-focused postsecondary education through high-quality, career-connected learning programs.
- **Workforce Preparation:** Reduce economic disparities by preparing underskilled adults, young adults and low-income workers for living-wage jobs in high-demand sectors.

Boeing makes investments to advance the work of organizations focused on 21st-century skills development, STEM programs and workforce preparation in Titusville (Brevard County), Fort Walton Beach (Okaloosa County), Jacksonville/Cecil Field (Duval County) and Miami (Miami-Dade County).

Contact:

Ingrid Piedrahita Morales, community investor, ingrid.piedrahita@boeing.com

Before contacting staff, please determine your organization's eligibility and review the [exclusion guidelines](#).



Florida: 2021 Grantmaking Guidelines



Goal: Build better lives for transitioning service members, veterans and their families. We provide support for veterans and families from communities typically underrepresented in the military veteran ecosystem and those systematically disadvantaged by societal barriers.

Concentration:

- **Workforce Transition:** Support employment-readiness programs for transitioning service members and their spouses to help them succeed in their next mission in the civilian workforce. We focus on high-quality training in high-demand sectors to reduce economic and employment disparities among veterans.
- **Rehabilitation and Recovery:** Support veterans' physical, mental and emotional well-being through rehabilitation and recovery programs that heal visible and invisible wounds, as well as programs that foster a sense of community and belonging. Increase hands-on recovery programs focusing on the following:
 - Post-traumatic stress, traumatic brain injury, moral injury and suicide prevention
 - Physical injuries
 - Veterans giving back to their communities

Boeing invests in organizations located in Titusville (Brevard County), Fort Walton Beach (Okaloosa County), Jacksonville/Cecil Field (Duval County) and Miami (Miami-Dade County).

Contact:

Ingrid Piedrahita Morales, community investor, ingrid.piedrahita@boeing.com

Before contacting staff, please determine your organization's eligibility and review the [exclusion guidelines](#).

Florida: 2021 Grantmaking Guidelines



Goal: Respond to the local needs of our community by making strategic investments as we continue to intensify and expand our focus and support to advance mobility out of poverty, increase access to healthy food options and quality health care, address environmental concerns, support safe communities and break the cycle of incarceration. We place special emphasis on communities of color and other underserved communities.

Concentration:

- **Economic Mobility**

- Support programs targeted at increased access to resources to improve earnings and wealth accumulation.
- Deepen community impact by scaling effective programs delivered by grassroots organizations, based in underserved communities.
- Increase access to the leadership and business acumen resources needed for entrepreneurs of color to launch, grow and scale their businesses.

- **Community Well-Being**

- Increase access to quality health care for underserved communities.
- Improve access to healthy food within underserved communities.
- Enhance capacity of underserved communities to prevent and remedy unsafe environmental conditions.
- Increase access to effective violence prevention within underserved communities.

- **Recidivism Prevention**

- Enhance resources and support for citizens transitioning from incarceration.
- Support successful reintegration into family and community life for citizens transitioning from incarceration.
- Support workforce training programs for individuals with barriers to employment.

Boeing invests in organizations located in Titusville (Brevard County), Fort Walton Beach (Okaloosa County), Jacksonville/Cecil Field (Duval County) and Miami (Miami-Dade County).

Contact:

Ingrid Piedrahita Morales, community investor, ingrid.piedrahita@boeing.com

Before contacting staff, please determine your organization's eligibility and review the [exclusion guidelines](#).

Florida: 2021 Grantmaking Guidelines

Other Types of Support From Boeing

In Florida, we support organizations in the following ways:

- **Event Sponsorships for Charitable Galas, Fundraisers and Benefits:** Boeing will provide sponsorship support for select fundraising events or community programs. The company supports organizations that align with our local grant strategies, have representation on the board of directors by a Boeing executive, and/or align with Boeing's business goals. Please email Ingrid Piedrahita Morales at least six months prior to the event for consideration.
- **In-Kind Donations:** Boeing provides in-kind donations in Florida on a limited basis. These requests will be fulfilled based on inventory availability.
- **Employees Community Fund of Boeing (ECF):** ECF is a stand-alone 501(c)3 nonprofit managed by Boeing employees and operates separately from Boeing Global Engagement. Please visit the ECF section of the [Boeing Community Engagement webpage](#) for more information.
- **Employee Volunteering:** At times, if your program or event aligns to Boeing strategies, we are able to solicit and provide employee volunteers. If you have an opportunity that you feel aligns to our strategy, please contact Ingrid Piedrahita at ingrid.piedrahita@boeing.com.

For more information about grant eligibility, please review our [grants eligibility and exclusion guidelines](#).

Exhibit G

Grants Eligibility and Exclusion Guidelines

Grants Eligibility and Exclusion Guidelines

- All applicants for charitable support from The Boeing Company must be a U.S.-based 501(c)(3) charitable organization in current standing with the IRS.
- We place emphasis on sustainable, scalable, and replicable programs beyond the period of investment.
- We emphasize programs that are catalysts for positive and systemic change and have a broad base of community support.
- While we recognize that there are many factors affecting individual and community well-being, we place emphasis on addressing prevailing socio-cultural factors, such as disparities between populations, in our grantmaking.

We do not support these types of organizations:

- Organizations with practices that are inconsistent with company goals and policies
- Organizations that denigrate or advocate discrimination or violence toward any group including but not limited to: race, ethnicity, culture, religion, sex, sexual orientation, gender identity and expression, age, disability or national origin.
- Political candidates or organizations
- For-profit businesses, including third-party fundraisers, or public institutions
- U.S. hospitals, hospital foundations, medical research, and health-related awareness campaigns

We do not support individual schools or programs serving schools, including:

- School-affiliated orchestras, bands, choirs, athletic teams, drama groups, yearbooks, or class parties
- Travel, competitions, or field trips
- Student tuition or tuition-based extracurricular programs

We do not support these types of requests/activities:

- Religious activities, in whole or in part, for the purpose of furthering religious doctrine (Faith-based organizations must provide services to all clients regardless of denomination and without expectation of clients' participation in religious activities.)
- Capital campaigns, memorials, and endowments
- Individuals or families
- Dissertations and student research projects
- Loans, scholarships, fellowships, and grants to individuals
- Travel expenses
- Adoption services
- Nonprofit- and school-sponsored walk-a-thons, athletic events and athletic group sponsorships other than Special Olympics
- Advertising, t-shirts, giveaways, and promotional items
- Printing for auction booklets, tickets, or one-time use items (i.e. invitations or flyers)
- Door prizes or raffles
- Athletic events and teams
- Debt reduction
- Computing equipment
- Documentary films and publications
- Media campaigns and advertising
- Gifts, honoraria, gratuities, and awards
- Individual cultural and ethnic festivals and community theaters, choral groups, and orchestras

All proposals are accepted by invitation only. To learn more, please find the guidelines for each of our regions [here](#).