VALUES

Walden Asset Management ❁ Investing for Social Change Since 1975

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In This Issue

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US Pension Plans: Are They at Risk?

For many Americans, the thought of receiving a monthly pension check for life is quite comforting. In fact, it is one of the primary reasons that many individuals choose to work for a big company. There, particularly in "old economy" industries such as basic manufacturing, automotive, and telecommunications, where union leaders have battled hard to preserve such benefits, workers' financial security traditionally has come in the form of guaranteed pension benefits (so-called "defined benefit plans"). Over the last two decades, however, newer "defined contribution" retirement plans (401k plans and the like) have gained popularity, as many companies have attempted to transfer the burden of retirement savings and investment risk from themselves to their employees. Today, more than half of all corporate retirement savings is held in such plans. Nonetheless, defined benefit plans still represent obligations for over 70 percent of the companies in the S&P 500 Index and millions of American workers still count on them. As has been widely reported in the press, many of these plans are in poor financial shape. This fact has important implications for investors and employees alike. In order to understand the scope of the problem, one must first venture into the sometimes arcane world of pension accounting.

Steve Amyouny is a senior portfolio manager and the Associate Director of Securities Research at Walden.

Pension Accounting

In theory, a company should reserve an amount annually to cover the expected pension benefits of each employee upon retirement. The challenge of pension accounting begins with the complex calculation of this projected benefit obligation (PBO). The PBO represents the present value of the aggregate projected payout of pension benefits to all eligible employees over time. In order to calculate the PBO, a company must make certain assumptions that can have a substantial influence over the size of this figure. The three most critical assumptions are: 1) the life expectancy of the plan's beneficiaries; 2) the expected annual rate of increase in employee compensation; and 3) a discount rate that adjusts these figures for the time value of money. Due to accounting standards that provide companies huge leeway, small adjustments in any of these numbers can dramatically affect the contributions that a company is required to make to a plan and even the earnings that companies report to investors. It should come as no surprise that many companies have used this leeway to keep contributions down and earnings up.

Throughout the bull market of the 1990s, pension plan assets soared in value relative to underlying pension obligations. In aggregate, the difference between the fair value of plan assets and the PBOs of the companies in the S&P 500, known as the funded status, rose to approximately $272 billion by the end of 1999. Furthermore, due to the spectacular returns of pension assets and aggressive accounting assumptions, pension plans frequently became a

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About Walden Asset Management

Walden Asset Management is the socially responsive investment division of Boston Trust & Investment Management Company. Walden began offering socially responsive investment services in 1975. We are among the largest and most experienced investment managers specializing in services for individual and institutional investors with social concerns.

About This Newsletter

This newsletter is designed to share our thinking about trends and issues in socially responsive investing and to generate dialogue with our readers. We invite you to comment on any article in the newsletter by calling your portfolio manager (617-726-7250) or by writing to Heidi Soumerai or Meredith Benton, co-editors, at the following address: Walden Asset Management, 40 Court St., Boston, MA 02108. Fax: (617) 227-3664.

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HERE WE GO AGAIN

Ever have the feeling we're reliving history? The present historical moment—replete with the largest tax cuts in history, a dramatic rise in military spending, a soaring federal budget deficit, and impending calls for slashing social spending to restore fiscal order—is eerily reminiscent of the Reagan years nearly a quarter of a century ago.

Paraphrasing Mr. Reagan's famous repartee to President Carter in the 1980 presidential debates: *Here we go again….*

Tax cuts were the centerpiece of President Ronald Reagan's domestic agenda. Under Reagan's leadership, the highest marginal individual income tax rate was slashed nearly in half from 70 percent when he took office to 38 percent when he left. Reagan's famed supply-side economic theory promised that placing money in the pockets of America's wealthiest would stimulate the economy and create new jobs. Tax cuts for the rich would fund an elevator to lift the poor from their poverty. However, trickle-down economics didn't work out quite as planned. The elevator budget (along with spending on other social programs) was slashed, leaving the elevator capable of traveling only in the "down" direction when poor people were on board.

President George W. Bush inherited a weakening economy, which he promised to turn around with a $1.35 trillion tax cut, larger than Reagan's cuts, but equally tipped to favor the richest Americans.

Three tax cuts later, a $5 trillion projected ten-year surplus has turned into a projected ten-year deficit of $5 trillion and counting. One-third of this dramatic change in fortune is attributable to the president's tax cuts, according to a recent joint report by the Committee for Economic Development, the Concord Coalition, and the Center on Budget and Policy Priorities.

The national debt is soaring at a rate not seen since, well, here we go again…Ronald Reagan. When Reagan entered office, the national debt stood at $930 billion. When he left eight years later, the debt had nearly tripled to $2.6 trillion. During President Bush's first two years in office, the national debt has risen nearly 20 percent from $5.7 trillion to more than $6.8 trillion. Poverty rates have risen in each of the two years since the first Bush tax cut, leaving 12.1 percent of the nation's citizens living beneath the poverty line, according to a recent Census Bureau report.

Scott Klinger, co-Director of the Boston based Responsible Wealth project of United for a Fair Economy, coordinates UFE's corporate accountability work. Sklinger@ufenet.org

As the federal budget deficit explodes, those in the Bush Administration who not long ago championed a balanced budget amendment to the Constitution sit idly by as the public grows increasingly anxious.

We should not be surprised if the next act in the Reagan sequel is for President Bush next year to declare war on social programs. Since the early 1980s, inflation-adjusted spending on programs like affordable housing and education has contracted, with many of these responsibilities being shifted to the states. Sadly, we ain't seen nothing yet.

But even the actor-president Reagan recognized the play didn't need to end that way. He added two elements to the budget plot: an increase in the top income tax rate, and a radical purging of abusive corporate tax loopholes that had left many of the country's most profitable businesses paying nothing into the federal treasury. Neither of these twists appears in the political scripts President Bush is reading from.

"Here we go again" leads us to an emasculated government consigned to the role of a watchtower state. It's time to hum a different tune. Something like "Happy Days Are Here Again," the post-Depression ditty that accompanied a time of shared prosperity, when the United States moved from a watchtower state to one where government spending on programs such as the GI Bill and federal mortgage insurance created broad economic opportunities that allowed America to move forward in hope. ◆

—*S. Klinger*

community development investing

NORTHEAST COMMUNITY FEDERAL CREDIT UNION

Getting his face cut by another homeless man trying to steal his shopping cart was just another setback for Kurt (name changed), who regularly contends with what he calls "demonic attacks" and aliens taking over his body. But Kurt, 49, who has lived in San Francisco's residential hotels between bouts of being homeless for the past 20 years, has been managing his savings by going to the Tenderloin Branch of the Northeast Community Federal Credit Union (NCFCU) at least once a week for the past five months. He has set up a direct deposit of his $765 Social Security check as a first step in getting on his feet again. "It had come to the point I simply could not function in the way I needed to," said Kurt, who has a goal of establishing a permanent residence.

Kurt is considered part of the "unbanked"—people who, for reasons ranging from economic hardship to drugs or mental illness, are left out of the conventional financial system. Besides lacking the funds to maintain an account at a traditional financial institution, many of the "unbanked" simply do not have the needed financial education.

That's where Northeast Community Federal Credit Union steps in. NCFCU serves an important role as an alternative to high-cost check cashing services, payday loans, and other predatory practices by providing free or low-cost services and financial literacy education to members like Kurt. As a homeless man who may be vulnerable when carrying cash, Kurt also benefits from having a safe place to keep his money.

Northeast Community Federal Credit Union established its first branch in Chinatown in 1981. Seeing an opportunity to serve the unmet financial needs of Tenderloin residents, NCFCU opened the Tenderloin branch in 1999. Today, NCFCU has 1,100 members and total deposits of approximately $6 million. NCFCU has made more than 2,400 loans totaling over $15 million, benefiting hundreds of member households. In one innovative program, if a customer is a bank member for over a year and has direct deposit, the bank allows emergency loans of up to $300 without charging a fee. On average the bank approves twenty of these loans each month, with more approvals during the holiday season. Because there is an established relationship between the bank and its membership, the payback on these loans is very high.

Realizing that the traditional financial system leaves out not only individuals, but also minority owned businesses, NCFCU, in collaboration with Southeast Asian Community Center, started the Asian Pacific Islander Business Information Services Program two years ago. By bringing together the combined expertise of the sponsoring agencies, as well as the skills and networks of other participating Asian and Pacific community organizations, the program is able to provide business assistance which focuses on the specific language, cultural, and technical needs of Asian and Pacific Islander ethnic-owned small business. These services include business plan development, loan packaging assistance, loans and financing, marketing assistance, licensing and permit assistance, business purchase and sale assistance, accounting advice, and management consulting. ◆

—M. Yuan

Mark Yuan is a Business Analyst at Northeast Community Federal Credit Union. For more information about NCFCU or its programs, please contact Lily Lo, CEO/Manager, at (415) 434-0738, email info@necfcu.org, or visit the web site at http://www.necfcu.org.

See the *Cutting Edge Companies* feature on page 7 for another example of a California based bank serving Asian communities.

Through our Community Development Investment Service, Walden clients have invested over $8 million in community development banks, credit unions, and loan funds. We are pleased to have included Northeast Community Federal Credit Union in this service.

RETOOLING CORPORATE GOVERNANCE

News headlines persist in reminding us of the governance challenges facing the corporate sector—the New York Stock Exchange's executive pay debacle being one of the more recent. Strangely, this era of scandals is simultaneously a time of significant reform both within individual companies and in the rules that govern them. Within this context, investor pressure continues to be essential, and Walden continues to act.

Much of Walden's work is done in the public domain as we file shareholder resolutions, speak publicly, and advocate for changes at the Securities and Exchange Commission (SEC). Equally important are Walden's behind-the-scenes dialogues, the quiet conversations that are not reported in *The Wall Street Journal,* but which often have significant influence on company policies and practices.

In recent months, Walden has focused on three key areas of activity related to corporate governance reforms.

Promoting shareholder votes on Auditors: The reckless and sometimes fraudulent accounting practices that contributed to a number of stock implosions in recent years prompted Walden to write to portfolio companies that do not allow investors to ratify Auditors on the proxy statement and urge them to change this practice. Without the ratification vote, shareholders cannot easily express concerns pertaining to Auditor conflicts of interest or the proportion of fees paid to them for consulting services as opposed to auditing, among other concerns. **Southwest Airlines** agreed with us and will put its Auditor up for ratification next year—a good example of "private persuasion" in action. Several other companies have responded that they are considering our request as well.

Campaigning for annual election of all Directors: Walden continues to work for greater Director accountability by encouraging an end to staggered (also called classified) Board structures which allow shareholders to vote on only a third of the Directors each year. In late September, the **McDonald's Corporation** held a special seminar with a panel of experts on the question of whether it should move to annual elections of Directors. The panel was created as part of an agreement between McDonald's, Walden, and Christian Brothers Investment Services to undertake an in-depth study of the pros and cons of eliminating its three classes of Directors. Walden withdrew its shareholder resolution that requested annual election upon reaching this agreement. The panelists presented their views to the Board Corporate Governance Committee, along with other McDonald's Board members. Moreover, Walden was invited to join the meeting. Whatever the Board decides, McDonald's deserves credit for a unique approach in reviewing an important corporate governance issue, as well as high marks on transparency for welcoming investor participation.

Tim Smith is the Director of Socially Responsive Investing at Walden. Tim provides leadership on corporate governance and corporate social responsibility initiatives.

In contrast, the Boards of **Avon** and **Gillette** also reviewed the issue of annual Director elections, but only after Walden-led resolutions won 80 percent and 64 percent of the shareholder vote, respectively. Neither company reached out to its shareholders (its owners) for direct input in deliberations. Instead, their processes took on the form of an internal think tank. Though both companies reported back to Walden, Avon's CEO Andrea Jung and other senior managers met with us in October to communicate their position, which continues to favor a classified Board structure.

Walden, along with an increasing number of other investor proponents, will continue to press for annual elections of Directors, especially at companies where we believe additional accountability is necessary because of demonstrated unresponsiveness to important social, environmental or governance issues.

Advocating for public policy reforms: A recent Harris Poll commissioned by the labor union, AFSCME, found that 85 percent of investors polled wanted companies to include shareholder nominations for corporate Boards of Directors on their annual proxy ballots for a vote. Walden agrees that the process of nominating Directors should be open to investors who at present face the undemocratic process of voting only for management's slate of Director nominees. On October 8th the SEC proposed a new rule for comment that would allow investors to do just that. As part of this process, Walden submitted to the SEC public comments promoting increased shareholder access to the proxy for investor nominated Directors, in addition to enhanced communications and disclosure, as a means of improving investor confidence and board accountability.

Walden also continues various shareholder advocacy initiatives on a wide range of social and environmental issues (see *Investing for Social and Environmental Change* on next page), using the voice and power of investment leverage as a force for change. ◆

—T. Smith

INVESTING FOR SOCIAL AND ENVIRONMENTAL CHANGE

Recent Engagement, Progress and Results of Walden's Advocacy

Equality

PURSUING GREATER PUBLIC DISCLOSURE OF EQUAL EMPLOYMENT OPPORTUNITY (EEO) INFORMATION

Walden's "Equal Employment Opportunity Report" shareholder resolution filed at **Herman Miller** was withdrawn in July. The company agreed to augment its web site to reflect more fully its EEO commitments, policies, and practices, and to provide comprehensive data on the gender and racial composition of its workforce to investors upon request.

SEEKING INCLUSIVE NONDISCRIMINATION POLICIES AND PRACTICES

In August, **FedEx** carried through on its promise to Walden to amend the company's nondiscrimination policy to explicitly include sexual orientation. Several other companies, including **Ecolab**, have confirmed that they have inclusive policies.

TAKING ACTION ON PREDATORY LENDING

Walden has corresponded with **Wells Fargo** to understand its views on, and response to, recent reports that the bank has engaged in improper lending practices within its subprime loan division. We continue to monitor Wells Fargo's subprime mortgage activities.

Labor Standards and Human Rights

ADDRESSING CHILD LABOR IN CARPET MANUFACTURING

Precipitated by a Walden-led initiative, **Federated Department Stores** sent a letter to its handmade carpet suppliers strongly backing RUGMARK, an independent monitoring organization dedicated to eliminating illegal child labor in an industry notorious for its poor record. Further, Federated is hosting a November meeting of its suppliers and RUGMARK, in an effort to gain vendor support. A summer meeting between RUGMARK and **The Home Depot** to explore a partnership was productive, and Walden expects to lead an investor coalition in upcoming months to support this effort.

SUPPORTING FAIR-TRADE CERTIFIED COFFEE

Procter & Gamble agreed to offer Fair-Trade Certified coffee in its product line, guaranteeing to more than double the minimum price per pound (to $1.26) received by coffee farmers, compared to the average price for environmentally harvested coffee. Walden was among the investors, led by Domini Social Investments, that sent a joint letter to Procter & Gamble addressing the dire financial crisis faced by coffee farmers in an environment of collapsing coffee prices.

Environment

PUSHING FOR STRONGER COMMITMENTS ON RECYCLING AND CONSERVATION

Dell recently published an environmental report that included a pledge to provide baseline computer recycling statistics and to establish and publish specific computer recycling goals by March 2004. Walden has been an active participant in a Calvert-led shareholder dialogue pressing Dell for greater leadership on "taking back" computers for recycling and safe disposal. Computer waste is a mounting environmental and public health concern. Also, in an August meeting with **Intel** we pressed for the adoption of water use reduction goals.

WORKING FOR ALTERNATIVE ENERGY PRODUCTION AND MINIMIZING CLIMATE CHANGE

Walden has met with **BP** executives twice in recent months, in a private meeting in the U.K. and as coordinator of a meeting of investors in our Boston office. We continue to discuss many issues: keeping the Arctic National Wildlife Refuge free from drilling, increasing BP's renewable energy sources, and protecting human rights. In an ongoing dialogue with **Occidental Petroleum,** Walden is encouraging more robust reporting of its climate change policies and impacts. We are also working to understand the role of insurance companies in addressing the issue of climate change by continuing our dialogue with **Marsh McLennan** and making initial inquiries at **American International Group.**

US PENSION PLANS: ARE THEY AT RISK?

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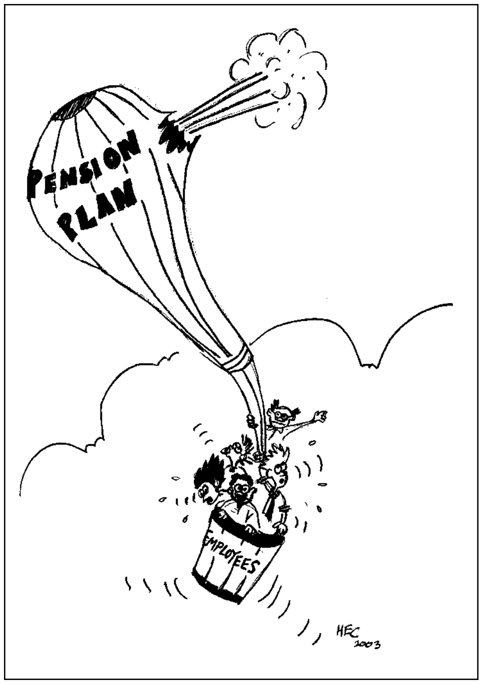
large source of reported earnings and stronger balance sheets for many U.S. companies. To take just one example, General Electric, which is by most measures the largest U.S. corporation, ended 1999 with a funded status that totaled $24.7 billion. The contribution to GE's reported earnings was even more dramatic. By the year 2000, its pension plan generated more than 10 percent of the company's net earnings.

Unfortunately, the poor performance of equities from 2000 through 2002, combined with a relatively low level of corporate contributions to their pension plans, has resulted in a startling reversal of the aggregate funded status of U.S. corporate pensions. In fact, at year-end 2002, 89 percent of the companies in the S&P 500 had underfunded pensions, with an aggregate underfunded status of $218 billion—almost a complete reversal of the 1999 surplus. (The funded status of GE's pension plan at year-end 2002 had been reduced from $24.7 billion to just $4.5 billion.) For the first time, Wall Street analysts have begun to focus on pension accounting and to incorporate it as a component of their quality of earnings assessments. Ironically, although legendary investor Warren Buffett and other savvy investors have been critical of pension accounting for years, it is only within the last 12 to 18 months that Wall Street analysts have decided that this issue deserves to be examined seriously. One positive development is that the Financial Accounting Standards Board (FASB) has stated that new regulations will soon be introduced which will require companies to disclose far more information regarding their pension plans and plan assumptions.

Implications For Interested Parties

Employees: Employees clearly face the threat of reduced pension benefits in the future. While companies with solid financials will most likely take steps to secure their pension plans and the benefits of their retirees, others will surely look for ways to reduce the financial burden and uncertainty that accompanies poorly funded plans by paring benefits. Perhaps



of greatest concern are the companies with weak financials that may be forced into bankruptcy; despite some government guarantees for retiree benefits, pension and health care benefits may be in jeopardy for employees of these companies.

In recent years, in an effort to make pension costs more manageable, many employers have chosen to convert traditional pension plans to "cash balance" plans. Cash balance plans calculate employee benefits based upon one primary factor: salary (as opposed to traditional defined benefit plans that incorporate salary, age, and years of service in their benefit calculation). This is similar to a 401k plan as it does not matter how old an employee is or how long an employee has worked at a company. However, there are no employee contributions or investment decisions as with a 401k plan. Employers claim that such plans provide enhanced benefits for a wider base of employees by reducing some of the longevity requirements, which is more attractive to today's mobile workforce. Opponents, however, claim that these plans discriminate against older employees. In a recent high-profile case, a federal court ruled that IBM's cash balance pension plan was indeed discriminatory. This controversial issue is presently under legislative review and will most likely result in new regulations.

Shareholders: Shareholders must assess the present status of a company's pension plan and try to determine the extent, and potentially adverse implications, of higher pension liabilities. If companies begin to utilize more realistic pension assumptions, it will most likely lead to universally higher annual pension expenses, and therefore, reduced corporate earnings. Also, under current ERISA regulations, companies are required to make contributions to a pension plan if the fair value of plan assets falls below a mathematically determined percent of projected benefits. Thus some companies may take strong measures to improve the health of their pension plans, which could ultimately lead to lower earnings per share growth and higher debt levels—both of which could reduce investment returns.

The Future

The future of the U.S. corporate pension system is uncertain. Some companies have stated that they plan to discontinue their pension plan programs entirely and offer only defined contribution plans, especially if cash balance plans are eliminated. Others have taken measures to reduce the level of pension and health care benefits for retirees. At a recent investors' conference, the CEO of a major U.S. industrial corporation stated that his company planned to continue relocating manufacturing operations to foreign nations in order to not only take advantage of low-cost labor, but also to avoid the costs of increasing pension and health

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UCBH Holdings

cutting edge companies

This column highlights companies in the business of providing solutions to social and environmental challenges. Featured companies are typically held in the SmallCap Innovations portfolios offered to Walden's clients.

UCBH Holdings, Inc. is banking on demographic shifts in California. Founded in 1974, and brought public in late 1998, UCBH is the holding company for United Commercial Bank—a full-service, commercial bank primarily serving the ethnic Chinese community in California, and run mainly by Asian Americans and Asian nationals. United Commercial Bank's customers are predominantly individuals and small businesses. United operates 46 offices, including a branch in Brooklyn, New York, and in Hong Kong.

As of June 30, 2003, United Commercial had $5.3 billion in assets, placing it among the largest minority-owned banks in the United States. Most of UCBH's executives and board members, including the Chairman and CEO, are Asian American or Asian nationals. By comparison, the Federal Reserve Board identified 111 minority-owned banks in the United States, with aggregate assets of $43.4 billion as of June 30, 2003. Of these banks, 40 are owned by Asian Americans.

With Chinese-Americans accounting for approximately 90 percent of United Commercial Bank's customers, the bank's growth will continue to be fueled by demographic changes in California. According to the Census Bureau, 2.7 million Americans are ethnically Chinese. The figures for California and the United States are expected to grow, in part through immigration. According to U.S. Census Bureau data, the United States welcomed more than 400,000 immigrants from China during the 1990s and nearly as many during the 1980s. Many of these immigrants settled in California, the U.S. state closest to China after Hawaii. For example, in 2000, approximately 29 percent of the 45,000 immigrants from China settled in California, joining that state's vibrant Chinese community.

United Commercial Bank has shown its investment commitment to the ethnic Chinese community by earning an Outstanding rating on its most recent Community Reinvestment Act performance evaluation. As the FDIC noted: United Commercial Bank "exhibits an excellent record of serving the credit needs of the most economically disadvantaged areas of its assessment areas, including low-income individuals and very small businesses, in a manner consistent with safe and sound banking practices. The institution is a leader in making community development loans." At the time of the review, most of United Commercial Bank's loan portfolio was for multi-family residences. The bank is now looking to target existing customers and others for small business loans. In addition to growing its loan portfolio, UCBH is also growing its branch network, primarily through acquisitions in San Francisco, Los Angeles, and New York City. ◆

—K. Scott

Ken Scott, portfolio manager, invests Walden's SmallCap Innovations portfolios. Ken also provides leadership on a number of shareholder advocacy initiatives, particularly in the areas of equality and environmental stewardship.

US Pension Plans: Are They at Risk?

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care expenses for its U.S. employee base. Investors and workers alike have reason to urge that pension reform seriously address these concerns. The implications are quite clear: Unless this issue is addressed soon, many more individuals will be displaced from their jobs, while others will witness sharply reduced retirement benefits. ◆

—S. Amyouny

JUST A NEW LOOK

You may have noticed that *Values* looks a little different this fall. You may also have noticed that, in addition to the layout changes in *Values,* we are sporting a new logo on the front cover. It's all a part of a number of aesthetic changes happening around Walden. These changes come on the heels of developments at our corporate entity, formerly the United States Trust Company of Boston, which has a new name, Boston Trust & Investment Management Company (Boston Trust). Our name has not changed – we remain Walden Asset Management – but now we are the socially responsive division of Boston Trust.

The new name is the result of a settlement between the parent companies of Boston Trust and US Trust of New York. There had been a potential issue over the name United States Trust Company due to this unaffiliated New York bank. In order to resolve the issue, the two parties reached an agreement in May 2003. As Domenic Colasacco, CEO of Boston Trust said of the new name choice, "Although approximately one half of our client base is outside the New England area, the new name more clearly identifies our Boston heritage. The firm has been headquartered here since the late 1800s."

The new name and look have no impact on personnel, management or the day-to-day business of Walden or Boston Trust. The company remains committed to its clients and to providing superior investment services and results.

Boston Trust & Investment Management Company is a Massachusetts-chartered banking and trust company that is a wholly owned and independently operated subsidiary of Citizens Financial Group, Inc. Through the Walden division, approximately one-third of Boston Trust's assets under management are invested for clients with social, as well as financial objectives. ◆

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