

In 2018 Alphabet launched its Artificial Intelligence (AI) Principles which included the following:

1. Be socially beneficial
2. Avoid creating or reinforcing unfair bias
3. Be built and tested for safety
4. Be accountable to people
5. Incorporate privacy design principles
6. Uphold high standards of scientific excellence
7. Be made available for uses that accord with these principles¹

However, there is evidence which suggests that the AI Principles have not been successfully implemented.

In August 2023, the New York Times reported on a project “with generative A.I. to perform at least 21 different types of personal and professional tasks, including tools to give users life advice, ideas, planning instructions and tutoring tips.” It went on to conclude “The project was indicative of the urgency of Google’s effort to propel itself to the front of the A.I. pack and signaled its increasing willingness to trust A.I. systems with sensitive tasks. ... The capabilities also marked a shift from Google’s earlier caution on generative A.I.”²

In September 2023, the roll out of Bard to connect to a user’s Gmail, Google Docs and Google Drive accounts was described by one prominent commentator as “a mess” and he was surprised it was released given how “erratically it acted”. While the company made privacy assurances, those were undercut by its warning against sending Bard “any data you wouldn’t want a reviewer to see or Google to use.”³

Relatedly, there is also reporting that calls into question Alphabet’s ability to comply with laws designed to protect children. This raises concerns for us that Alphabet’s board may not be providing sufficient oversight regarding social impacts.⁴

As government AI interventions focused on public welfare and national security emerge around the world, regulatory risk suggests heightened board oversight is needed.

We believe that shareholders, many of whom are widely diversified and may feel the impacts of the potential negative externalities of Alphabet’s AI activities throughout their investment portfolios, would benefit from improved oversight. Corporate governance is very important when it comes to AI and it is unclear to us how Alphabet’s board is resolving tensions and prioritization challenges that arise between its AI Principles and its financial goals. While the Audit and Compliance Committee charter

covers data privacy and security & civil and human rights, we believe the critical nature of AI to the company and its shareholders calls for expressly articulated coverage.

RESOLVED: shareholders request the board of directors amend the charter of the Audit and Compliance Committee of the Board to add to the committee's "purpose" section appropriate language which makes it clear that the Committee is responsible for overseeing Alphabet's artificial intelligence activities and ensuring management's comprehensive and complete implementation of its AI Principles.

1 <https://ai.google/responsibility/principles/>

2 <https://www.nytimes.com/2023/08/16/technology/google-ai-life-advice.html>

3 <https://www.nytimes.com/2023/09/20/technology/google-bard-extensions.html>

4 <https://adalytics.io/blog/are-youtube-ads-coppa-compliant> ,
<https://www.markey.senate.gov/news/press-releases/senators-markey-blackburn-demand-ftc-investigate-youtube-google-for-suspected-violations-of-childrens-privacy>