# A Legal Study on Corporate Board Diversity in U.S.A

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This paper discusses board diversity (particularly gender and ethnic diversity) from a legal perspective based on debates in the United States. In the United States, board diversity was revealed to have been prompted by the introduction of the logic of diversity management to solve the "glass ceiling" problem in the 1990s. Empirical research focusing on economics promoted the spread of the idea that increased board diversity contributes to the improvement of corporate performance, premised on agency theory. Due in part to the widespread use of monitoring models by corporate boards, this idea has become widely accepted by institutional investors and others. As a result, the idea has been incorporated into corporate legislation such as disclosure regulations under federal securities laws. However, some recent empirical studies have demonstrated that such diversity does not necessarily contribute to corporate performance, while jurists have pointed out that board diversity should be reassessed from the perspective of social justice instead of economic rationality. Others have also pointed out that the explanation based on agency theory, which is supported by many empirical studies on board diversity, is not necessarily appropriate in Japan, where a large number of companies have not adopted the U.S. monitoring model, and that even if such diversity contributes to the enhancement of corporate performance, it should be reassessed from a perspective based on social justice.