

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

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PEOPLE OF THE STATE OF NEW YORK, BY  
LETITIA JAMES, ATTORNEY GENERAL OF  
THE STATE OF NEW YORK,

Index No. 451625/2020

Plaintiff,

v.

THE NATIONAL RIFLE ASSOCIATION OF  
AMERICA, INC., WAYNE LAPIERRE,  
WILSON PHILLIPS, JOHN FRAZER, and  
JOSHUA POWELL,

Defendants.  
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**AFFIDAVIT OF JOHN FRAZER**

JOHN FRAZER, being duly sworn, deposes and says:

1. I am a Defendant in the above-captioned action. I submit this affidavit based on my personal knowledge.

2. I am the Secretary and General Counsel of the National Rifle Association of America (the "NRA"). I have held these positions since 2015.

3. In early 2018, the NRA's Office of General Counsel ("OGC") retained the law firm Brewer, Attorneys and Counselors ("BAC") to represent the NRA in connection with an anticipated conflict with the State of New York about which the NRA had been warned by New York's then-Attorney General Eric Schneiderman. That anticipated conflict eventuated into the instant action.

4. More than one year later, the NRA's Executive Vice President Wayne LaPierre was sued in two other matters. As an accommodation to Mr. LaPierre and subject to a conflict waiver, my office approved an interim joint representation by BAC of Mr. LaPierre. The

conflict waiver permitted BAC, in the event a conflict or potential conflict with the NRA became apparent, to withdraw from its representation of Mr. LaPierre and continue to represent the NRA.

5. Later, after the court dismissed the claims against Mr. LaPierre in one matter, and based on a potential conflict of interest in the instant case, BAC withdrew from all representation of Mr. LaPierre.

6. Typically, the Office of the General Counsel, which reports to Mr. LaPierre, manages litigation involving the NRA and serves as the primary contact for the NRA's chosen outside counsel. In August 2020, after the New York Attorney General filed the instant lawsuit naming Mr. LaPierre and me as defendants, Mr. LaPierre and I recused ourselves from management of the litigation to avoid any actual or apparent conflict of interest.

7. In September 2020, NRA President Carolyn Meadows appointed a Special Litigation Committee ("SLC"), subsequently formalized by resolution of the NRA Board of Directors, to oversee and manage the NYAG litigation and serve as the client contact for BAC. The SLC consists of the NRA's President and First and Second Vice Presidents.

8. Additionally, in my role as Secretary of the NRA, I am the secretary of the Committee on Elections, which has the responsibility under the NRA Bylaws to oversee all Board of Directors' elections.

9. In 2020, Francis Tait, a movant on the instant motion to intervene, ran for election to the NRA Board of Directors. In the nationwide balloting conducted by mail among eligible voting members, Mr. Tait placed 38th among the 38 candidates vying for 31 available seats.

[SIGNATURE ON FOLLOWING PAGE]

Dated: Alexandria, Virginia  
July 9, 2021

  
John Frazer

Sworn to before me this  
9<sup>th</sup> day of July, 2021

Alexandria, VA

  
NOTARY PUBLIC

My comm exp 01/31/23  
# 7660433



**CERTIFICATE OF COMPLIANCE**

I, William Fleming, an attorney duly admitted to practice law before the courts of the State of New York, certify that the Affidavit of John Frazer dated July 9, 2021 complies with the word count limit set forth in Rule 17 of the Commercial Division of the Supreme Court (22 NYCRR 202.70(g)) because the Affidavit contains 423 words, excluding the parts exempted by Rule 17. In preparing this certification, I have relied on the word count of the word-processing system used to prepare the Affidavit.

Dated: New York, New York  
July 9, 2021

/s/ William B. Fleming

William B. Fleming