

Exhibit A-1

CAUSES OF ACTION**FIRST CAUSE OF ACTION
For Breach of EPTL 8-1.4
(Against Defendant NRA)**

635. The Attorney General repeats and re-alleges the allegations set forth in paragraphs 1 through 634 above as though fully set forth herein.

636. Under section 8-1.4(a)(1) of the EPTL, a trustee is defined as “any . . . corporation or other legal entity holding and administering property for charitable purposes, whether pursuant to any will, trust, other instrument or agreement, court appointment, or otherwise pursuant to law, over which the attorney general has enforcement or supervisory powers.”

637. Under section 8-1.4(a)(2) of the EPTL, a trustee is defined as “any non-profit corporation organized under the laws of this state for charitable purposes.”

638. The NRA is a trustee under section 8-1.4 of the EPTL.

639. Under section 8-1.4(i), the Attorney General “may investigate transactions and relationships of trustees for the purpose of determining whether or not property held for charitable purposes has been and is being properly administered.”

640. Under section 8-1.4(m) of the EPTL, the Attorney General may commence a proceeding “to secure compliance with this section and to secure the proper administration of any trust, corporation or other relationship to which this section applies.”

641. The NRA, acting through its fiduciaries, trustees, officers, directors, *de facto* directors and officers, employees, staff, or agents, including, but not limited to, the Individual Defendants, has failed to properly administer charitable assets for the reasons outlined herein, including, among other things, it:

- a. Failed to supervise or take appropriate disciplinary action against the Individual Defendants and others for the actions alleged herein, resulting in

waste of the NRA's charitable assets, violation or evasion of the NRA's bylaws, policies, procedures and internal controls;

- b. Made material false statements in its filings with the Attorney General;
- c. Failed to comply with the applicable law governing conflicts of interest, related-party transactions and self-dealing;
- d. Failed to comply with the applicable law governing whistleblower protections; and
- e. Permitted violations of the NRA's bylaws and internal policies and procedures.

642. The NRA's conduct outlined herein has resulted in improper administration and diminution of property held for charitable purposes because, among other things, it:

- a. Resulted in waste and diversion of charitable assets stemming from the Individual Defendants' and others' breaches of fiduciary duty and other unlawful conduct;
- b. Resulted in violations of the NRA's bylaws and internal policies and procedures designed to prevent the waste or diversion of charitable assets;
- c. Resulted in retaliation against whistleblowers in violation of the law designed to allow whistleblowers to report corruption including waste or diversion of charitable assets;
- d. Resulted in harm to the public's and NRA members' faith in the proper administration of charitable assets.

643. Because of the above acts and omissions, the NRA and its assets were improperly administered under section 8-1.4 of the EPTL. Therefore, to secure the proper administration of the NRA, the Attorney General seeks injunctive relief, including without limitation the appointment of an independent compliance monitor with responsibility to report to the Attorney General and the Court; the appointment of an independent governance expert to advise the Court on reforms necessary to the governance of the NRA to ensure the proper administration of charitable assets; directing the NRA to implement such governance reforms as the Court deems

necessary ensure the proper administration of charitable assets and such other and further relief that the Court deems appropriate.

SECOND CAUSE OF ACTION
For Breach of Fiduciary Duty Under N-PCL §§ 717 and 720 and Removal Under
N-PCL §§ 706(d) and 714(c)
(Against Defendant LaPierre)

644. The Attorney General repeats and re-alleges the allegations set forth in paragraphs 1 through 643 above as though fully set forth herein.

645. LaPierre breached his fiduciary duties of loyalty, care and obedience to the NRA by using his powers as an officer and ex officio director of the NRA to obtain illegal compensation and benefits, to convert NRA funds for his own benefit, and to dominate, control, and direct the NRA to obtain private benefit for himself, his family members and for certain other insiders, including Defendants Phillips and Powell in contravention of NRA bylaws, policies and procedures, and applicable laws.

646. LaPierre's breaches of fiduciary duty have damaged the NRA by, among other things, causing its assets to be diverted for non-NRA purposes and be wasted and by exposing the NRA to liability for failure to report taxable income, failure to withhold payroll taxes, failure to report and pay excise taxes due pursuant to Section 4958 of the Internal Revenue Code, and jeopardizing the NRA's tax exempt status and authority to conduct business for failure to comply with regulatory reporting obligations.

647. Accordingly, LaPierre is liable under N-PCL § 720(a)(l) to account and pay restitution and/or damages, including returning the salary he received while breaching his fiduciary duties to the NRA, plus interest at the statutory rate of 9%, and rescission of any agreements providing for compensation following his employment as Executive Vice President of the NRA, for his conduct in the neglect and violation of his duties in the management and disposition of the