

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

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

Plaintiff,

v.

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

Defendants.

Index No. 451625/2020

**PLAINTIFF'S RESPONSES AND
OBJECTIONS TO DEFENDANT
NRA'S AMENDED NOTICE OF
RULE 11-F ORAL
EXAMINATION OF
THE OFFICE OF THE
ATTORNEY GENERAL OF THE
STATE OF NEW YORK**

Pursuant to Rules 3106 and 3122 of the Civil Practice Law and Rules, and Rule 11-f of the Rules of the Commercial Division of the Supreme Court, Plaintiff, the People of the State of New York, by their attorney, LETITIA JAMES, Attorney General of the State of New York, hereby object and respond to Defendant National Rifle Association of America, Inc.'s ("Defendant NRA") Amended Notice of Rule 11-F Oral Examination of the Office of the Attorney General of the State of New York (the "Amended Notice"), as follows.

GENERAL OBJECTIONS

The following general responses and objections ("General Objections") are incorporated into each specific response and objection as if fully set forth therein:

1. These objections apply to the Amended Notice in its entirety, including to Defendant NRA's Instructions, Definitions, and Non-Exclusive List of Matters to Be Addressed at the Deposition (Identified Pursuant to Commercial Division Rule 11-f) ("Matter" or "Matters") as if such objections were set forth in full in the response to each of the above

delineated Matters and are not necessarily repeated in response to each individual Matter. The assertion of the same, similar, or additional objections in Plaintiff's specific objections to an individual Matter, or the failure to assert any additional objection to a Matter, does not and shall not be deemed to waive any of Plaintiff's objections as set forth in this section.

2. Plaintiff objects to the Amended Notice to the extent that the Matters for Deposition therein relate to Defendant NRA's Counterclaims. Discovery on said Counterclaims is stayed pursuant to order of the Court and stipulation of the parties. The Court reaffirmed the stay of discovery on the Defendant NRA's Counterclaims during a status conference that took place to address on December 10, 2021. The Defendant NRA is not entitled to take a deposition of the Office of the Attorney General while this stay of discovery is pending.

3. Plaintiff objects to the Amended Notice, Instructions, Definitions, and to the Matters in their entirety and to each and every Matter, including but not limited to purporting to be directed to "OAG", "You", or "Your" where "OAG", "You" or "Your" are defined as:

"[T]he Office of the Attorney General of New York State, Letitia James, the plaintiff and counter-defendant and in the Action, and all other persons acting or purporting to act with, for, or on its, her or their behalf, including, but not limited to, any of its or her constituent Bureaus, such as the Charities Bureau, consultants, accountants, advisors, attorneys, or any person acting in an advisory, agency, or consulting capacity, including, but not limited to: (i) the current Attorney General Letitia James ("James"), in her official and/or individual capacity, and/or any former Attorney General (collectively, the "Attorney General") and (ii) where applicable, other agencies, offices, bureaus, departments, or divisions of the State of New York or their constituent personnel."

The plaintiff in this action is the People of the State of New York, who are represented by the Attorney General Letitia James, through the Office of the Attorney General, acting in her representative and protective capacity. The Amended Notice is improper and overbroad in that it seeks testimony from government agencies and their respective current and former personnel concerning information on which they are not competent or proper witnesses. Further, Defendant

NRA has made no showing as to why a deposition of Plaintiff even as defined in the Amended Notice is material or necessary to the prosecution or defense of this action.

4. Plaintiff objects to the Amended Notice and these Matters in their entirety and to each and every Matter to the extent that they purport to be directed to actions of Attorney General Letitia James in either her individual or official capacity. She is not a proper party, in either capacity, to whom discovery is to be directed at this time. In addition, she is not, in her individual capacity, a corporate entity to which CPLR 3106 and the Rules of the Commercial Division Rule 11-f apply. The Attorney General, in her individual and official capacity, reserves all rights and objections to this Amended Notice should it be lodged at a future time. To the extent it is deemed appropriately directed to her at this time, she joins in the objections asserted by the Plaintiff herein without waiver of other and further potential objections.

5. Plaintiff objects to the Amended Notice, Instructions, Definitions, and to the Matters in their entirety and to each and every Matter, including but not limited to the purported definition of “Investigation”.

6. Plaintiff objects to the Amended Notice and to each of the Matters to the extent that they seek information that is not relevant to, nor reasonably calculated to lead to, discovery of evidence relevant to, the allegations asserted in the Amended and Supplemental Verified Complaint, dated August 16, 2021 (the “Complaint”).

7. Plaintiff objects to the Notice to the extent that the Matters for Deposition therein represent an improper attempt by Defendant NRA to circumvent well-established limitations on the use of contention interrogatories before discovery has been substantially completed. Many of the Matters for Deposition request support for the Attorney General’s allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the

close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

8. Plaintiff objects to the Amended Notice and to each of these Matters to the extent that they are not sufficiently limited in time and/or scope.

9. Plaintiff objects to the Amended Notice to the extent that the Definitions and Instructions are overbroad, vague, ambiguous, confusing, and improper.

10. Plaintiff objects to the Amended Notice and to each of the Matters to the extent that they seek to impose obligations that are broader than or inconsistent with those set forth in the Civil Practice Law and Rules.

11. Plaintiff objects to the Amended Notice and to the Matters for failing to comply with Rule 11-f of the Rules of the Commercial Division to the extent that the Amended Notice purports to be a non-exclusive list of the matters to be covered in the deposition.

12. Plaintiff objects to the Amended Notice and to the Matters to the extent that they seek information not within Plaintiff's knowledge.

13. Plaintiff objects to the Amended Notice and to each of these Matters to the extent that they seek information which is privileged on various grounds, including attorney client privilege, work product privilege, concerns information prepared in anticipation of litigation or for trial, is confidential, sensitive, or is covered by the public interest privilege, deliberative process privilege, common interest privilege, and/or law enforcement privilege, relates to the privacy interests of nonparties, or is otherwise protected from disclosure by law. The inadvertent production of any document or information that is privileged, was prepared in anticipation of litigation, or is otherwise immune from discovery shall not constitute a waiver of any privilege or of any other ground for objecting to discovery with respect to that document or information or of

Plaintiff's right to object to the use of that information during any proceeding in this litigation or otherwise.

14. By responding to the Amended Notice and to each of these Matters, Plaintiff does not concede the materiality of the subject matters to which they refer. These responses are made expressly subject to, and without waiving or intending to waive, any questions or objections as to the competency, relevancy, materiality, privilege, or admissibility as evidence or for any other purpose, of any of the documents or information produced in response hereto, or of the subject matter thereof, in any proceeding including the trial of this action or any subsequent proceeding.

15. Plaintiff objects to the Amended Notice and to each of the Matters to the extent it is overly broad, unduly burdensome, vague, ambiguous, or improper.

16. The responses set forth below are based on information currently available to Plaintiff, who reserves the right to supplement, amend, or correct these responses.

MATTERS

Matter 1:

All steps taken by You to identify, preserve, collect, and produce Documents, Communications, and other information in response to: (a) the NRA's First Requests for Production of Documents, dated February 3, 2021 ("NRA's First RFP"), (b) the NRA's Second Requests for Production of Documents, dated October 14, 2021 ("NRA's Second RFP"), and (c) Debtors' First Requests for the Production of Documents, dated February 25, 2021 ("NRA Bankruptcy RFP"), served on the OAG in the Bankruptcy Case, including but not limited to, Custodians interviewed and Documents and Communications withheld from production and the grounds for such withholding.

Response to Matter 1:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest

privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Further, Plaintiff objects to the Matter on the same grounds that the Plaintiff has previously objected in its responses and objections to the NRA's First RFP, the NRA's Second RFP (including as amended by Plaintiff on December 3, 2021) and the NRA Bankruptcy RFP, which are incorporated by reference herein.

Matter 2:

All steps taken by You to comply with (a) NRA's First RFP, (b) NRA's Second RFP, and (c) NRA Bankruptcy RFP, including but not limited to, concerning (i) the identities of Custodians from whom Documents, Communications, and other information were collected, (ii) the devices from which Documents, Communications, and other information were collected, and (iii) the OAG's files that were searched for Documents, Communications, and other information.

Response to Matter 2:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Further, Plaintiff objects to the Matter on the same grounds that the Plaintiff has previously objected in its responses and objections to the NRA's First RFP, the

NRA's Second RFP (including as amended by Plaintiff on December 3, 2021) and the NRA Bankruptcy RFP, which are incorporated by reference herein.

Matter 3:

The contents of the OAG's (a) Responses and Objections, dated February 18, 2021, to the NRA's First RFP, and (b) Responses and Objections, dated November 10, 2021, to the NRA's Second RFP.

Response to Matter 3:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Further, Plaintiff objects to the Matter on the same grounds that the Plaintiff has previously objected in its responses and objections to the NRA's First RFP, the NRA's Second RFP (including as amended by Plaintiff on December 3, 2021) and the NRA Bankruptcy RFP, which are incorporated by reference herein.

Matter 4:

Facts and circumstances concerning the drafting, contents, timing, and release of any public statements concerning the NRA by (a) the OAG, and/or (b) James, whether in an official or an individual capacity.

Response to Matter 4:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 5:

All statements made by and/or attributed to James or others at the OAG about dissolution, injunctive, or other relief she/the OAG intends to seek or seeks against the NRA, including but not limited to the statements listed in Table A and other statements that are in sum and substance the same as the statements listed in Table A. This Matter includes but is not limited to any factual or legal bases—written or otherwise—for such statements and all communications relating or evidencing any such bases.

TABLE A

Statement or Reported Statement by Letitia James (underline indicates emphasis added)	Approximate Date/Event
“The NRA is an <u>organ of deadly propaganda</u> masquerading as a charity for public good.”	July 12, 2018 Press Release ¹
“As Attorney General, Tish James <u>will target the NRA</u> , take on arms manufacturers and dealers, investigate financial backing of gun makers and sellers, and <u>build new models to take on interstate arms trafficking</u> .”	July 12, 2018 Press Release ²

¹ Tish James for Attorney General Press Release, Tish James Announces Attorney General Platform to Protect New Yorkers from Gun Violence, July 12, 2018, <https://www.tishjames2018.com/press-releases/2018/7/12/taking-on-the-scourge-of-gun-violence-and-keeping-new-yorkers-safe/> (Last Visited, October 14, 2021).

² *Id.*

Statement or Reported Statement by Letitia James (underline indicates emphasis added)	Approximate Date/Event
“[The NRA] are nothing more than <u>a criminal enterprise</u> . We are waiting to take on all of the banks that finance them, their investors.”	August 30, 2018, Published Interview with Our Time Press ³
“Together, we can . . . <u>take on . . . the @nra . . .</u> ”	September 1, 2018 ⁴
“[W]e CAN <u>take down the NRA</u> . We CANNOT waiver on gun control. That’s why I’m running.”	September 3, 2018 ⁵
“[T]he NRA . . . <u>is a criminal enterprise</u> .”	September 4, 2018, Video of “Evening with the Candidates” Forum for the Democratic Attorney General Primary Candidates hosted by New York City Bar Association ⁶
““NRA . . . needs to be held accountable for the destruction and the loss of lives . . .”	September 27, 2018 ⁷
“James said that she made no distinction between the lobbying and charitable arms of the NRA.”	September 27, 2018 ⁸

³ Tish James Becomes New York’s Attorney General – First Black Woman Elected to Statewide Office, Our Time Press (Nov. 8, 2018), <https://ourtimepress.com/tish-james-becomes-new-yorks-attorney-general-first-black-woman-elected-to-statewide-office/> (Last Visited, October 14, 2021).

⁴ @TishJames Twitter post.

⁵ @TishJames Twitter post.

⁶ Available at https://www.youtube.com/watch?v=6n2_LHNEUW0 (statement at the 17:50 mark).

⁷ <http://liherald.com/stories/nassau-protests-nra-fundraiser,107617> (Oct. 25, 2018) (Last Visited, October 14, 2021).

⁸ *Id.*

Statement or Reported Statement by Letitia James (underline indicates emphasis added)	Approximate Date/Event
“When I’m Attorney General I’ll <u>take on the @NRA</u> and investigate their status as a non-profit.”	October 8, 2018 ⁹
“Tums out they [the NRA] don't like it . . . if you pledge to investigate their status as a non-profit as the next AG of NY.”	October 10, 2018 ¹⁰
“The NRA holds [itself] out as a charitable organization, but in fact, [it] really [is] <u>a terrorist organization.</u> ”	October 31, 2018, Published Interview with <i>Ebony</i> ¹¹
“Let me be clear: when I take office I will investigate the non-profit status of the NRA & take every legal step I can to help ensure another life isn't lost to senseless gun violence. #GunControlNow”	November 8, 2018 ¹²
Attorney General James’s statement in announcing her candidacy for Governor of New York that she has “worked to <u>eliminate</u> the NRA”	October 29, 2021 ¹³
“The NRA is fraught with fraud, abuse, and illegality that has permeated the organization — this is why we filed our lawsuit to remove senior leadership and dissolve the organization last year.”	December 10, 2021 ¹⁴

⁹ @TishJames Twitter post.

¹⁰ @TishJames Twitter post.

¹¹ Letitia ‘Tish’ James on Becoming New York’s Next Attorney General, EBONY (Oct. 31, 2018) <https://www.ebony.com/news/letitia-tish-james-on-becoming-new-yorks-next-attorney-general/> (Last Visited, October 14, 2021).

¹² @TishJames Twitter post.

¹³ New York Attorney General Letitia James Announces She Will Run for Governor (ijr.com) (last visited December 31, 2021).

¹⁴ Attorney General James Continues to Fight NRA’s Efforts to Dismiss Corruption Lawsuit | New York State Attorney General (ny.gov) (last visited December 30, 2021).

Response to Matter 5:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 6:

The Investigation, including but not limited to: (a) facts, circumstances, Documents and Communications concerning authorization of the commencement of the Investigation and the relevant specific date(s) of such commencement; and (b) customary internal protocols at the OAG that bear on commencement of an investigation and its authorization. Matters to which subsections (a) and (b) in the preceding sentence relate include but are not limited to (i) the “Attorney General grant[ing of] the authority to the charities bureau to . . . open the investigation [of the NRA] . . . on April 19, 2019” (*see* Transcript of William Wang’s Deposition on March 23, 2021 at pp. 65:18-66:1), and (ii) the “preinvestigative inquiry stage with regard to the NRA,” which—according to Mr. Wang’s testimony—began “between November and December” 2018 (*see* Transcript of William Wang’s Deposition at pp. 64:12-17).

Response to Matter 6:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest

privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA's counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 7:

Interviews conducted by the OAG or any of Your staff, attorneys, investigators, or other representatives, during and in connection with the Investigation.

Response to Matter 7:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Notwithstanding the foregoing, and without waiving the objections stated herein, Plaintiff states that it has already produced to the NRA in this action all discoverable factual information from the investigation with the exception of documents and information that are protected from disclosure by one or more of the aforementioned privileges or otherwise under the law.

Matter 8:

All communications—whether direct or indirect—concerning the NRA between the OAG and any of the following Persons or Entities, including but not limited to, any of their contractors, investigators, current or former officers, employees, attorneys, agents, representatives, predecessors-in-interest, affiliates, or designees:

- A. Andrew Cuomo;
- B. Maria Vullo;
- C. Linda Lacewell;
- D. Laura Wood;
- E. Erica Harris;
- F. Michael R. Bloomberg and/or any other Campaign donor or supporter;
- G. Everytown, including but not limited to, Jason Lilien, Nicholas Suplina, Rachel Nash, Michael-Sean Spence, and/or Michael Kane;
- H. Office of the Governor of the State of New York;
- I. Office of the Attorney General for the District of Columbia;
- J. New York State Department of Financial Services;
- K. Tim Mak;
- L. Moms Demand Action and/or Moms Demand Action for Gun Sense in America;
- M. Giffords Law Center to Prevent Gun Violence;
- N. The Democratic National Committee;
- O. Democratic Attorneys General Association; or
- P. Former or current members of the NRA's Board of Directors, NRA Officers, employees, vendors, including but not limited to,
 - a. Wilson "Woody" Phillips,
 - b. Joshua Powell,

- c. Wayne LaPierre,
- d. John Frazer,
- e. Christopher Cox,
- f. Oliver North,
- g. Mike Marcellin,
- h. Mildred Hallow,
- i. Peter Brownell,
- j. Richard Childress,
- k. Daniel Boren,
- l. Esther Schneider,
- m. Roscoe “Rocky” Marshall,
- n. Phillip Journey,
- o. Lockton Affinity Series of Lockton Affinity, LLC, and Kansas City Series of Lockton Companies, LLC,
- p. Associated Entertainment Releasing d/b/a Associated Television International,
- q. Membership Marketing Partners,
- r. Concord Social and Public Relations, LLC,
- s. Allegiance Creative Group, LLC,
- t. Ackerman McQueen, Inc.,
- u. Tony Makris,
- v. Aronson, LLC,
- w. RSM US LLP,
- x. J. Stephen Hart,

y. Michael Volkov, and

z. Cooper & Kirk LLP.

Q. Any witnesses whose testimony or out-of-court statements You may offer in evidence at trial or any pretrial hearing in this Action.

Response to Matter 8:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed. Plaintiff also objects to identification of witnesses whose out of court statements they may use at trial as such determinations have not yet been made and renders this demand as premature. Further, Plaintiff objects to identification of statements that may be introduced as impeachment or rebuttal testimony at trial, which determination cannot be made until trial is ongoing,

Matter 9:

All Your meeting(s) and Communications with Everytown, including but not limited to, the OAG’s meeting with Everytown on February 14, 2019, or any other planned, cancelled, or actual meeting(s) between the OAG and Everytown.

Response to Matter 9:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 10:

The alleged grounds for the OAG’s request for judicial dissolution of the NRA under N-PCL § 1101, set forth in the Amended Complaint, including but not limited to, the allegations concerning “the NRA’s [alleged] pattern of conducting its business in a persistently fraudulent or illegal manner, abusing its powers contrary to the public policy of New York and its tax exempt status, and failing to provide for the proper administration of its trust assets and institutional funds” (Amended Complaint at ¶ 14; see also Amended Complaint First Cause of Action).

Response to Matter 10:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest

privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d). Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA's counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 11:

The alleged grounds for the OAG's request for judicial dissolution of the NRA under N-PCL § 1102, set forth in the Amended Complaint, including but not limited to, the allegations that "directors or members in control of the NRA have [allegedly] looted or wasted the corporation assets, have operated the NRA solely for their personal benefit, or have otherwise acted in an illegal, oppressive or fraudulent manner" (Amended Complaint at ¶ 14; see also Amended Complaint Second Cause of Action).

Response to Matter 11:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent

discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d). Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA's counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 12:

Bases for Your position that the interest of the public will be served by the NRA's dissolution.

Response to Matter 12:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d). Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA's counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 13:

Bases for Your position that the NRA's dissolution will benefit the members of the NRA and its

other stakeholders.

Response to Matter 13:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General’s allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d). Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Matter 14:

The allegations set forth in the Amended Complaint that Wayne LaPierre “dominates and controls the NRA Board as a whole through his control of business, patronage and special payment opportunities for board members, and his public allegations to the NRA membership of a ‘criminal conspiracy’ against board members and officers who question his activities.” (Amended Complaint at ¶ 62).

Response to Matter 14:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney

work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 15:

The allegations set forth in the Amended Complaint concerning "Related Party Transactions with Board Members" referring to "Board Member No. 1," "Board Member No. 2," "Board Member No. 3," "Board Member No. 4," and "Board Member No. 5." (Amended Complaint at ¶¶ 382-412).

Response to Matter 15:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-

a(d).

Matter 16:

The allegations set forth in the Amended Complaint that the individual defendants took steps to conceal their misconduct from the Board of Directors and the Audit Committee. (Amended Complaint at ¶¶ 160, 178-179, 186, 188-190, 235, 238, 242, 277, 278, 281, 313.).

Response to Matter 16:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General’s allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 17:

The allegations set forth in the Amended Complaint relating to the “Top Concerns Memo” and the “NRA Whistleblowers” who authored the Memo. (Amended Complaint at ¶¶ 507-513).

Response to Matter 17:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest

privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 18:

The allegations set forth in the Amended Complaint that: (a) although the NRA's Board of Directors had a compensation committee and hired compensation consultants, it did not adequately benchmark peer compensation or memorialize "evidence" of scrutiny given to executive performance; (b) forms filed by the NRA with the IRS failed to properly account for expense reimbursements as compensation, and the NRA's executive salaries amounted to per se improper excess-benefit transactions; (c) the NRA's Audit Committee "failed to exercise proper duty of care" in approving related party transactions and conflicts of interest, and failed to diligently supervise or audit the NRA's outside auditors; (d) the Audit Committee made an ultra vires decision to indemnify a board member for legal fees in 2019, a decision that should have been left to the full Board; (e) the Audit Committee failed to implement an effective compliance program; (f) the Board of Directors, subsequent to the NRA's bankruptcy filing, approved Wayne LaPierre's decision to have the NRA seek bankruptcy protection; and (g) Board members used first class or business travel without authorization. (Amended Complaint at ¶¶ 413-429, 432-434, 517, 537-562, 600-604, 616.)

Response to Matter 18:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly

burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 19:

The allegations set forth in the Amended Complaint that (a) Defendants Powell and LaPierre "harassed and retaliated against" unnamed whistleblowers and Board members "who raised issues covered by the policy [and] suffered intimidation, harassment, discrimination, or other retaliation, including attempted revocation of NRA membership"; and (b) the "Audit Committee failed to make any record or take any action responding to whistleblower concerns." (Amended Complaint at ¶ 723.)

Response to Matter 19:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 20:

Your allegations set forth in the Amended Complaint that LaPierre allegedly "impeded

["Dissident No. 1"'s] participation in the NRA's affairs" and "influenc[ed]" the decision of a Board committee to decline to re-nominate "Dissident No. 1." (Amended Complaint at ¶¶ 486, 488.)

Response to Matter 20:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 21:

Your allegations set forth in the Amended Complaint that that the NRA failed to include required information and made "false statements" in its IRS Forms 990, in 2014 through 2019, that were reported in the NRA's CHAR500 reports, concerning: (a) transactions with interested persons, (b) compensation and to Officers and Directors, (c) payments to vendors, (d) governance, management and disclosure, and (e) fundraising expenses, fundraisers and amounts paid thereto. (Amended Complaint at ¶¶ 567-568.)

Response to Matter 21:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney

work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d).

Matter 22:

Your allegations set forth in the Amended Complaint concerning alleged "Ongoing Violations of NRA Policy and Procedures," including but not limited to, the allegation that "the NRA has, for years, been paying MMP, Allegiance, and Concord in excess of stipulated contractual amounts, and outside of the NRA's policy governing contract procurement, with the full knowledge and approval of LaPierre." (Amended Complaint at ¶¶ 605-614.)

Response to Matter 22:

Plaintiff objects to this Matter to the extent that it seeks testimony from "You" as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, and is overly broad and unduly burdensome. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General's allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-

a(d).

Matter 23:

Facts and circumstances leading to the OAG's decisions not to seek dissolution in the enforcement actions referenced in Table B below.

Table B

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| <p>A. Press Release, New York Attorney General Sues Former NARAL President for Siphoning Over \$250,000 from Charity for Personal Use (Jun 29, 2012), https://ag.ny.gov/press-release/2012/office-attorney-general-sues-former-naral-president-siphoning-over-250000-charity</p> |
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| B. Press Release, A.G. Schneiderman Obtains \$950k Settlement from Former National Arts Club Leaders for Years of Self-Dealing (Jul. 10, 2013), https://ag.ny.gov/press-release/2013/ag-schneiderman-obtains-950k-settlement-former-national-arts-club-leaders-years |
| C. Press Release, A.G. Schneiderman Sues to Remove Board of Thoroughbred Retirement Foundation That Put Horses in Danger and Finances in Ruin (May 3, 2012), https://ag.ny.gov/press-release/2012/ag-schneiderman-sues-remove-board-thoroughbred-retirement-foundation-put-horses |
| D. Press Release, A.G. Schneiderman Announces Settlement of Lawsuit Against Yisroel Schulman, Former Director of NYLAG, For Breaching His Fiduciary Duty to NYLAG and Other Charities (Nov. 29, 2017), https://ag.ny.gov/press-release/2017/ag-schneiderman-announces-settlement-lawsuit-against-yisroel-schulman-former |
| E. Press Release, A.G. Schneiderman Announces \$1.025 Million Settlement with Trustees of Nonprofit that Squandered Assets Intended for Underprivileged Children (Apr. 29, 2015), https://ag.ny.gov/press-release/2015/ag-schneiderman-announces-1025-million-settlement-trustees-nonprofit-squandered . |
| F. Press Release, A.G. Schneiderman & Comptroller DiNapoli Announce Agreement with Met Council to Restore Charity's Operations (Dec. 19, 2013), https://ag.ny.gov/press-release/2013/ag-schneiderman-comptroller-dinapoli-announce-agreement-met-council-restore . |
| G. Press Release, A.G. Schneiderman Sues Former Leader Of Historic National Arts Club For Years Of Self-Dealing (Sep. 21, 2014), https://ag.ny.gov/press-release/2012/ag-schneiderman-sues-former-leader-historic-national-arts-club-years-self-dealing |

Response to Matter 23:

Plaintiff objects to this Matter to the extent that it seeks testimony from “You” as defined in the Amended Notice. Plaintiff further objects to this Matter to the extent that it seeks information protected from disclosure by various privileges, including the attorney client privilege, attorney work product privilege, deliberative process privilege, public interest privilege, common interest privilege, and/or law enforcement privilege, on the ground that it was prepared in anticipation of litigation or for trial, on the ground that it is vague and ambiguous, is overly broad and unduly burdensome, is not material and necessary to the prosecution or defense of the action, and is not reasonably calculated to lead to discovery of evidence material and necessary to the prosecution or defense of the action. Plaintiff objects to this Matter to the extent that it seeks support for the Attorney General’s allegations asserted in her Amended Complaint, information which, to the extent discoverable, should be ascertained at the close of discovery by way of interrogatories seeking the claims and contentions of the opposing parties pursuant to Commercial Division Rule 11-a(d). Moreover, Plaintiff objects to the Matter to the extent that the Matter is deemed to relate to Defendant NRA’s counterclaims, about which the Court has ruled discovery is stayed and regarding which the NRA has stipulated discovery is stayed.

Dated: New York, New York
January 20, 2022

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