

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

EXXON MOBIL CORPORATION,

Plaintiff,

-against-

MAURA TRACY HEALEY, Attorney General of  
Massachusetts, in her official capacity,

Defendant.

United States District Court  
for the Northern District of  
Texas Civ. No. 4:16-CV-469-  
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**DECLARATION OF GILLIAN MAY BOEVE**

I, Gillian May Boeve, hereby declare as follows:

1. I am over the age of 18 and am competent to make this declaration.
2. I have personal knowledge of all matters set forth in this declaration, except where such facts are stated based upon information and belief, and those facts I believe to be true. If called upon to do so, I could and would testify to all matters set forth herein.
3. I am Executive Director and a Co-Founder of 350.org.
4. 350.org is a non-profit public interest organization founded in 2007 that seeks to build a global grassroots movement to raise awareness about the dangers of climate change and to encourage action to reduce greenhouse gas emissions.
5. In 350.org's view, Exxon Mobil, as one of the world's largest oil producers, is a major contributor to climate change. 350.org believes that Exxon Mobil has opposed regulatory action that might have moved the U.S. economy away from fossil fuels. Public news articles and other public sources have indicated that Exxon Mobil chose to suppress its

own researchers' data that identified the dangers that Exxon Mobil's fossil fuel products pose to the Earth's environment. It also appears that Exxon Mobil may have worked to undermine consensus about the threat posed by climate change through its funding of think tanks and politicians who have sowed doubt and spread misinformation about everything from the existence of climate change, to its extent and its causes. 350.org's goal to highlight climate change, point to its causes, and urge environmental protection includes efforts designed to place a spotlight on damage that Exxon Mobil is causing.

6. In light of Exxon Mobil's record on climate change, 350.org has worked to build grassroots attention and advocacy toward efforts to inquire into Exxon Mobil's responsibility for climate change and any effort it has taken to deny that impact. 350.org has conducted this campaign openly and publicly, and has tried to attract as much attention as it possibly can to its message, hoping to inspire the largest possible public groundswell to counter Exxon Mobil's efforts to deny climate change and its role in pollution.

7. 350.org has also made very public its goal of bringing to light Exxon Mobil's enormous resources to influence the political process. By its size and vast economic power, Exxon Mobil can stifle debate and criticism. 350.org relies on public communications to try to level the playing field. To achieve these ends, 350.org seeks the broadest possible audience for its message.

8. Operating under the perceived threat of subpoena from Exxon Mobil would chill 350.org's exercises of its First Amendment rights. 350.org and its officers, members, associates, supporters, allies and potential allies engage in non-public discussions when planning these campaigns and their messages. 350.org exercises its First Amendment

freedoms, including freedom of speech and of association to engage in the full range of private deliberations that an advocacy group must engage in to design its messages, develop strategies, plan campaigns, draft public statements, evaluate facts and theories, and consider alternative approaches to its advocacy. 350.org depends upon its ability to conduct these deliberations without parties like Exxon Mobil having access to those communications. If 350.org knew that Exxon Mobil or others could subpoena its non-public communications, its members and supporters would be substantially less likely to engage in them at all, and would be much less likely to put them in writing, making these internal deliberations much more difficult. 350.org and its supporters must be free to use their limited resources to spread their message on climate change, not to contend with subpoenas from Exxon Mobil.

9. It appears to me that it is precisely this type of burden that Exxon Mobil intended to impose on 350.org with its subpoena. Complying with the subpoena would adversely impact 350.org's ability to coordinate its advocacy efforts with other environmental groups and activists, dealing a blow to its mission of organizing a global grassroots movement to solve the climate change crisis. Staff, contributors, supporters and allies would be threatened with identification and harassment from those who disagree. The ability to speak freely would be impinged. The desire of people to collaborate would thus be affected.

10. If the subpoena is enforced and until it is quashed, 350.org's members and its associated organizers and volunteers will be forced to wonder whether their non-public communications will be subject to a subpoena, and whether they will need (and be able to afford) legal counsel to defend themselves against a wealthy and litigious corporation.

Exxon Mobil must not be permitted to use discovery and its own deep pockets to try to intimidate environmental activists who work for and with 350.org.

11. To my knowledge, no one from 350.org was present at the 2012 conference hosted by the Union of Concerned Scientists that Exxon Mobil seeks to investigate with its subpoena.

12. To my knowledge, no attorney general participated in 350.org's "mock trial" of Exxon Mobil in December 2016. The event was a public rally intended to draw attention to Exxon Mobil's record on climate change.

13. 350.org will continue to challenge any of Exxon Mobil's activities if they deny climate change and its role in environmental damage. Enforcement of the subpoena by the federal court would hand Exxon Mobil an advantage it should not have in this public debate and reward its attempt to use discovery to muzzle its political adversaries. As the world recognizes the threat of climate change, a federal court should not allow Exxon Mobil to secure through vexatious discovery the victories it has been unable to achieve in the court of public opinion.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 9, 2016

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Gillian May Boeve