

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 Shannon S. Broome (SBN 150119)
sbroome@hunton.com
2 Ann Marie Mortimer (SBN 169077)
amortimer@hunton.com
3 HUNTON & WILLIAMS LLP
50 California Street, Suite 1700
4 San Francisco, CA 94111
Telephone: (415) 975-3700
5 Facsimile: (415) 975-3701

6 Shawn Patrick Regan (*pro hac vice* pending)
sregan@hunton.com
7 HUNTON & WILLIAMS LLP
200 Park Avenue
8 New York, NY 10166-0136
Telephone: (212) 309-1000
9 Facsimile: (212) 309-1100

10 Attorneys for Defendant
Marathon Petroleum Corporation

11 **UNITED STATES DISTRICT COURT**
12 **NORTHERN DISTRICT OF CALIFORNIA**
13 **SAN FRANCISCO DIVISION**

14 The CITY OF RICHMOND, a municipal
corporation, individually and on behalf of
15 THE PEOPLE OF THE STATE OF
CALIFORNIA,

16 Plaintiff,

17 v.

18 CHEVRON CORP.; CHEVRON U.S.A.,
19 INC.; EXXONMOBIL CORP.; BP P.L.C.; BP
AMERICA, INC.; ROYAL DUTCH SHELL
20 PLC; SHELL OIL PRODUCTS COMPANY
LLC; CITGO PETROLEUM CORP.;
21 CONOCOPHILLIPS; CONOCOPHILLIPS
COMPANY; PHILLIPS 66; TOTAL E&P
22 USA INC.; TOTAL SPECIALTIES USA
INC.; ENI S.p.A.; ENI OIL & GAS INC.;
23 ANADARKO PETROLEUM CORP.;
OCCIDENTAL PETROLEUM CORP.;
24 OCCIDENTAL CHEMICAL CORP.;
REPSOL S.A.; REPSOL ENERGY NORTH
25 AMERICA CORP.; REPSOL TRADING
USA CORP.; MARATHON OIL
26 COMPANY; MARATHON OIL
CORPORATION; MARATHON
27 PETROLEUM CORP.; HESS CORP.;

Case No. 3:18-cv-00732-VC

**ADDITIONAL NOTICE OF REMOVAL
BY DEFENDANT MARATHON
PETROLEUM CORP.**

[Removal from the Superior Court of the
State of California, County of Contra Costa,
MSC18-00055]

Action Filed: January 22, 2018

1 DEVON ENERGY CORP.; DEVON
2 ENERGY PRODUCTION COMPANY, L.P.;
3 ENCANA CORP.; APACHE CORP.; and
4 DOES 1 through 100, inclusive,
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Defendants.

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 **TO THE CLERK OF THE ABOVE-TITLED COURT AND TO PLAINTIFF THE**
2 **CITY OF RICHMOND AND ITS COUNSEL OF RECORD:**

3 PLEASE TAKE NOTICE THAT Defendant Marathon Petroleum Corporation
4 (“MPC”) removes this action—with reservation of all defenses and rights—from the Superior
5 Court of the State of California for the County of Contra Costa, Case No. MSC18-00055, to
6 the United States District Court for the Northern District of California. MPC adopts the
7 grounds for removal set forth in the February 2, 2018 Notice of Removal (ECF No. 1), which
8 was filed by Chevron Corporation and Chevron U.S.A., Inc. (“Chevron Notice”) prior to MPC
9 being served in this case. Now that MPC has been served and within the timeframe provided
10 under 28 U.S.C. § 1446(b)(2)(B), MPC files this Additional Notice of Removal (“Additional
11 Notice”) to supplement and to elaborate upon the bases for federal jurisdiction asserted in the
12 Chevron Notice. Without conceding that any such Defendant has been properly joined and
13 served in this action, all Defendants that Plaintiff has served or purported to serve have
14 consented to removal of this action.

15 For the reasons set forth in the Chevron Notice, Plaintiffs’ claims fall squarely within
16 this Court’s original jurisdiction and make them removable under 28 U.S.C. § 1441(a). In this
17 Additional Notice, MPC details the federal nature of Plaintiffs’ claims as they pertain to the
18 “navigable waters of the United States” and that this Court has admiralty jurisdiction over
19 Plaintiffs’ claims under 28 U.S.C. § 1333.

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 **I. TIMELINESS OF REMOVAL**

2 1. Plaintiff, the City of Richmond, filed a Complaint against MPC and other
3 named Defendants in the Superior Court for Contra Costa County, California, Case No.
4 MSC18-00055, on January 22, 2018. A copy of all process, pleadings, or orders served upon
5 MPC is attached as Exhibit A to the Declaration of Shannon S. Broome, filed concurrently
6 herewith.

7 2. This notice of removal is timely under 28 U.S.C. § 1446(b) because it is filed
8 fewer than 30 days after service. 28 U.S.C. § 1446(b). All Defendants that have been served
9 (or purportedly served) as of this date have consented to this removal. *See* Broome Decl. ¶ 4.
10 In addition, consent to this removal petition is not required as removal does not proceed
11 “solely under 28 U.S.C. § 1441.” 28 U.S.C. § 1446(b)(2)(A).¹

12 **II. SUMMARY OF ALLEGATIONS AND GROUNDS FOR REMOVAL**

13 3. MPC adopts the Summary of Allegations and Grounds for Removal set forth in
14 the Chevron Notice. *See* Chevron Notice, ¶¶ 3 – 12.

15 4. MPC elaborates upon the grounds for removal based upon the close connection
16 between Plaintiffs’ claims and the “navigable waters of the United States.”²

17 5. *First*, as explained in the Chevron Notice, removal is authorized under 28
18 U.S.C. § 1441(a) and 28 U.S.C. § 1331 because the action necessarily raises disputed and

19
20 ¹ As noted in the Chevron Notice, in filing or consenting to this Notice of Removal, Defendants
21 do not waive, and expressly preserve any right, defense, affirmative defense, or objection,
22 including, without limitation, personal jurisdiction, insufficient process, and/or insufficient
23 service of process. A number of Defendants contend that personal jurisdiction in California is
24 lacking over them, and these Defendants will move to dismiss for lack of personal jurisdiction at
the appropriate time. *See, e.g., Carter v. Bldg. Material & Const. Teamsters’ Union Local 216*,
928 F. Supp. 997, 1000-01 (N.D. Cal. 1996) (“A petition for removal affects only the forum in
which the action will be heard; it does not affect personal jurisdiction.”).

25 ² To be sure, the Chevron Notice encompassed the jurisdictional arguments related to “navigable
26 waters of the United States” by asserting federal common law and *Grable* bases for removal,
27 among others. MPC fully supports the arguments set forth in the Chevron Notice and merely
28 elaborates upon those arguments based upon the close connection between Plaintiffs’ claims and
the “navigable waters of the United States.”

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 substantial federal questions that a federal forum may entertain without disturbing a
2 congressionally approved balance of responsibilities between the federal and state judiciaries.
3 *See Grable & Sons Metal Prods., Inc. v. Darue Eng'g & Mfg.*, 545 U.S. 308 (2005). Plaintiffs'
4 claims are a collateral attack on the federal regulatory scheme for protecting and preserving the
5 “navigable waters of the United States.” In fact, the cause of action as alleged in the
6 Complaint attacks federal policy decisions, second guesses policy decisions made by Congress
7 and the U.S. Army Corps of Engineers (“Corps”), and skews divisions of responsibility set
8 forth in federal statutes and the United States Constitution. The protracted chain of causation
9 Plaintiffs allege necessarily involves the “navigable waters of the United States” and federal
10 issues pertaining thereto. Finally, the court cannot determine whether certain remedies sought
11 by Plaintiffs are available without interpreting the statutes and regulations for protection and
12 preservation of the navigable waters of the United States.

13 6. **Second**, because the allegedly tortious conduct at issue in this case—fossil fuel
14 extraction—involves vessels engaged in traditional maritime activities, this Court has
15 admiralty jurisdiction under 28 U.S.C. § 1333. Plaintiffs’ claims are thus within this Court’s
16 “original jurisdiction” and removable under 28 U.S.C. § 1441(a).

17 7. For these reasons, in addition to those set forth in the Chevron Notice,
18 Plaintiffs’ claims are within this Court’s “original jurisdiction” and removable under 28 U.S.C.
19 § 1441(a).

20 **III. ARGUMENTS IN SUPPORT OF REMOVAL**

21 8. Suits facially alleging only state-law claims “arise under” federal law if the
22 “state-law claim[s] necessarily raise a stated federal issue, actually disputed and substantial,
23 which a federal forum may entertain without disturbing any congressionally approved balance
24 of federal and state judicial responsibilities.” *Grable*, 545 U.S. at 314. Plaintiffs’ claims raise
25 disputed, substantial federal issues under *Grable*. Plaintiffs’ claims are inextricably
26 intertwined with the navigable waters of the United States, and that close relationship confirms
27 that Plaintiffs’ claims (to the extent they exist) arise under federal common law, which governs
28

1 interstate water disputes. As courts have recognized, the standards of the federal common law
2 of public nuisance generally extend to cases involving “environmental and economic
3 destruction” of navigable waters by any means. *Michigan v. U.S. Army Corps of Eng’rs*, 667
4 F.3d 765, 771-72 (7th Cir. 2011) (federal common law governed nuisance claim alleging that
5 defendant’s operation of the Chicago Area Waterway System would allow invasive non-native
6 species of carp to enter the Great Lakes).

7 9. Here, Plaintiffs claim that Defendants extract, manufacture, deliver, market, and
8 sell fossil fuels, which has caused sea level rise along the coast of the Pacific and in the San
9 Francisco Bay—all navigable waters of the United States subject to federal protections—
10 thereby injuring Plaintiffs’ property. To the extent that such a nuisance claim exists, it is
11 governed by federal common law (as explained more fully in the Chevron Notice). In his
12 order denying remand of similar actions pending before his Court, Judge William H. Alsup in
13 the Northern District of California acknowledged as much, noting that “[i]mportantly, the very
14 instrumentality of plaintiffs’ alleged injury—the flooding of coastal lands—is, by definition,
15 the navigable waters of the United States. Plaintiffs’ claims therefore necessarily implicate an
16 area quintessentially within the province of the federal courts.” *See* Order Den. Mot. to
17 Remand at 8, *City Attorney of Oakland v. BP p.l.c. et al.*, Case No. 3:17-cv-06011, ECF No.
18 134, (Feb. 27, 2018) and Order Den. Mot. to Remand at 8, *City Attorney of San Francisco v.*
19 *BP p.l.c. et al.*, Case No. 3:17-cv-06012, ECF No. 116, (Feb. 27, 2018).

20 10. For these and other reasons set forth below and in the Chevron Notice, the close
21 connection between Plaintiffs’ claims and the “navigable waters of the United States” supports
22 removal of this case to federal court. First, Plaintiffs’ claims are a collateral attack on the
23 comprehensive federal regulatory scheme established by Congress and the Corps for protecting
24 and preserving the navigable waters of the United States. Second, the protracted chain of
25 causation Plaintiffs allege necessarily involves the “navigable waters of the United States” and
26 federal issues pertaining thereto. Third, the court cannot determine whether certain remedies
27 sought by Plaintiffs are available without interpreting the statutes and regulations governing
28

1 the navigable waters of the United States. Finally, because the allegedly tortious conduct at
2 issue in this case—fossil fuel extraction—involves vessels engaged in traditional maritime
3 activities, this Court has admiralty jurisdiction under 28 U.S.C. § 1333. Plaintiffs’ claims are
4 thus within this Court’s “original jurisdiction” and removable under 28 U.S.C. § 1441(a).

5 **A. Plaintiffs’ claims are a collateral attack on the federal regulatory scheme**
6 **for protecting and preserving the “navigable waters of the United States”**

7 11. Plaintiffs’ claims depend on the resolution of substantial, disputed federal
8 questions relating to rising levels of “navigable waters of the United States” that Plaintiffs
9 allege was caused by Defendants’ extraction, processing, promotion, and consumption of
10 global energy resources. The Supreme Court has “recognized for nearly 100 years that in
11 certain cases federal-question jurisdiction will lie over state-law claims that implicate
12 significant federal issues.” *Grable*, 545 U.S. at 312. Federal jurisdiction under *Grable* exists
13 where, as here, a suit amounts to a “collateral attack” on a federal agency’s regulatory
14 decisions. *Bader Farms, Inc. v. Monsanto Co.*, Case No. 1:16-CV-299, 2017 WL 633815, at
15 *3 (E.D. Mo. Feb. 16, 2017).

16 12. It has long been recognized that Congress’s power to regulate navigation is
17 inherent in its power to regulate interstate and foreign commerce. *Gibbons v. Ogden*, 22 U.S.
18 1, at 189-90 (1824). Beginning with the passage of the Rivers and Harbors Act (“RHA”) of
19 1899, which authorizes the Corps to preserve navigation by regulating construction, dredge,
20 and fill activities in the “navigable waters of the United States,” 33 U.S.C. §§ 401-413,
21 Congress has created a comprehensive federal regulatory scheme to protect and preserve the
22 navigable waters of the United States. Here, Plaintiffs claim injury based on past and future
23 sea level rise in the San Francisco Bay, Compl. ¶¶ 71, 206, which Plaintiffs allege has
24 “result[ed] in inundation, destruction, and/or other interference with Plaintiffs’ property and
25 citizenry.” Compl. ¶ 197. These claims, which are necessarily premised on the notion that the
26 comprehensive regulatory scheme Congress established for the navigable waters of the United
27 States provides inadequate protection for the waters at issue, amount to a collateral attack on
28

1 that regulatory scheme. *See Bd. of Comm'rs of the Se. La. Flood Prot. Auth.-E v. Tenn. Gas*
2 *Pipeline Co.*, 850 F.3d 714, 724 (5th Cir. 2017).

3 13. The San Francisco Bay contains “navigable waters of the United States”
4 protected through the RHA. Under § 10 of the RHA, “[t]he creation of any obstruction . . . to
5 the navigable capacity of any of the waters of the United States” without the consent of
6 Congress is forbidden, and a Corps permit is required to build “structures . . . in any water of
7 the United States, outside harbor lines,” or “to excavate or fill, or in any manner to alter or
8 modify the course, location, condition, or capacity of [waters] within the limits of any
9 breakwater or of the channel of any navigable water of the United States.” 33 U.S.C. § 403.
10 RHA § 13, also known as the Refuse Act, makes it unlawful to throw, discharge, or deposit
11 refuse matter into any navigable water of the United States or tributary thereof without a Corps
12 permit. 33 U.S.C. § 407. The Corps is also the lead permitting authority for discharges of
13 dredged or fill material to “navigable waters” under the Clean Water Act (“CWA”), 33 U.S.C.
14 § 1344.³

15 14. In addition to creating a comprehensive permitting scheme for obstructions,
16 excavations, or discharges to the navigable waters, Congress, through the RHA and other
17 statutes and appropriations, has provided the Corps with the authority and responsibility to
18 undertake certain civil works and water resource development activities to protect and preserve
19 the navigable waters of the United States, including flood risk management, navigation,
20 recreation, infrastructure, environmental stewardship, and emergency response. *See, e.g.*, 33
21 U.S.C. § 404 (establishment of harbor lines beyond which piers and other work cannot
22 extend); *id.* § 426 (investigation and prevention of beach erosion and evaluation of shoreline
23 protection policy and projects); *id.* § 426e (promotion of shore protection project and related
24 research through federal aid); *id.* § 426g(a) (construction of shore and beach restoration
25 projects); *id.* § 426g(b) (establishment of a national shoreline erosion control development

26 _____
27 ³ The U.S. Environmental Protection Agency (“EPA”) and states with delegated authority issue
28 CWA permits for discharges of other pollutants into the navigable waters. *See* 33 U.S.C. § 1342.

1 program); Water Resources Development Act of 1986, Pub. L. No. 99-662, Title VII, § 731,
2 100 Stat. 4082, 4165 (Nov. 17, 1986) (study of shoreline protection and beach erosion control
3 policy and projects in light of potential for rising sea levels).

4 15. Congress has also expressly authorized the Corps to deal with the effects of
5 climate change in California, instructing it to “conduct a study of the feasibility of carrying out
6 a project for,” among other things, “flood damage reduction along the South San Francisco
7 Bay shoreline, California.” Water Resource Development Act of 2007, Pub. L. No. 110-114 §
8 4027(a)(1), 121 Stat 1041 (Nov. 8, 2007). Indeed, the Corps has considered sea-level change
9 in its planning activities since 1986. *See, e.g.*, Engineering Circular 1105-2-186: Planning
10 Guidance on the Incorporation of Sea Level Rise Possibilities in Feasibility Studies (Apr. 21,
11 1989); Engineer Technical Letter 1100-2-1, Procedures to Evaluate Sea Level Change:
12 Impacts, Responses and Adaptation (June 30, 2014).

13 16. Plaintiffs’ claims require the Court to evaluate the exercise of federal authority
14 over many decades as the claimed injuries attributable to rising seas occurred despite the
15 existence of a comprehensive federal regulatory scheme covering the very waters at issue.
16 Because Plaintiffs allege that past federal activity and regulations to deal with flooding and
17 erosion (and other issues potentially related to rising sea levels) failed to prevent their injuries,
18 their complaints challenge, and necessarily require evaluation of, the adequacy of past federal
19 decision making.

20 17. Further, some of Defendants’ fossil fuel production activities and supporting
21 infrastructure that are the subject of the Complaint were authorized by permits issued by the
22 Corps under its regulatory authority over navigable waters of the United States under the RHA
23 and/or CWA. Issuing such permits required the Corps to: (1) consider whether authorization
24 of such structures or work in the navigable waters is in the public interest, which requires
25 evaluation and balancing of a number of factors including energy needs and environmental
26 concerns, *see* 33 C.F.R. § 325.3(c); (2) evaluate the environmental effects and potential
27 alternatives under the National Environmental Policy Act (“NEPA”), 42 U.S.C. § 4321 *et seq.*;

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 33 C.F.R. Part 325, Appendix B; and (3) consider, for discharges of dredged or fill material to
2 be authorized under the CWA, potential adverse environmental effects under the criteria
3 established in the CWA § 404(b)(1) Guidelines, 33 C.F.R. § 1344(b)(1); 40 C.F.R. § 230. As
4 the Supreme Court has explained, whether federal regulatory bodies fulfilled their duties with
5 respect to the entities they regulate is “inherently federal in character.” *Buckman Co. v.*
6 *Plaintiffs’ Legal Comm.*, 531 U.S. 341, 347 (2001). Plaintiffs’ claims necessarily implicate the
7 Corps’ evaluation of these public interest factors and environmental effects, thereby presenting
8 federal questions to be resolved by this Court.

9 18. Thus, “the scope and limitations of a complex federal regulatory framework are
10 at stake in this case, and disposition of . . . whether that framework may give rise to state law
11 claims as an initial matter will ultimately have implications for the federal docket one way or
12 the other.” *Tenn. Gas Pipeline*, 850 F.3d at 725. Under *Grable*, these disputed, substantial
13 federal issues raised by Plaintiffs’ claims give rise to federal question jurisdiction. *See id.* at
14 724; *Pet Quarters, Inc. v. Depository Trust & Clearing Corp.*, 559 F.3d 772, 779 (8th Cir.
15 2009) (complaint “presents a substantial federal question because it directly implicates actions
16 taken by” a federal agency); *McKay v. City and Cty. of San Francisco*, Case Nos. 16-cv-03561,
17 16-cv-03564, 2016 WL 7425927, at *4 (N.D. Cal. Dec. 23, 2016) (denying remand and ruling
18 that federal jurisdiction lies under *Grable* because state-law claims were “tantamount to asking
19 the Court to second guess the validity of the FAA’s decision”); *Bader Farms*, 2017 WL
20 633815, at *3.

21 19. Finally, part of Plaintiffs’ cause of action is proving unlawfulness because
22 Plaintiffs plead nuisance under California Civil Code § 3479, which defines the claim in part
23 as “[a]nything which . . . *unlawfully* obstructs the free passage or use, in the customary
24 manner, of any navigable lake, or river, bay, stream, canal, or basin, or any public park, square,
25 street, or highway.” Cal. Civ. Code § 3479 (emphasis added); Complaint ¶ 13. To the extent
26 that Plaintiffs allege that Defendants’ production and promotion of fossil fuels was unlawful
27
28

1 because they violated the federal protections for navigable waters explained above, these
 2 claims necessarily raise substantial federal questions.

3 **B. Plaintiffs’ theory of causation, which hinges on effects to the “navigable**
 4 **waters of the United States,” necessarily implicates uniquely federal issues**

5 20. To succeed on their public nuisance claim, Plaintiffs will be required to prove
 6 causation. *See Martinez v. Pac. Bell*, 225 Cal. App. 3d 1557, 1565 (1990) (nuisance liability
 7 “extends to damage which is proximately or legally caused by the defendant’s conduct” (citing
 8 Cal. Civ. Code § 3333)). In Judge Alsup’s order requesting supplemental briefing on the
 9 jurisdictional basis for removal based upon the concept of “navigable waters of the United
 10 States,” he noted that “a necessary and critical element” of Plaintiffs’ theory of causation “is
 11 the rising sea level along the Pacific coast and in the San Francisco Bay, both of which are
 12 navigable waters of the United States.” *See* Req. for Suppl. Briefing, *City Attorney of Oakland*
 13 *v. BP p.l.c. et al.*, Case No. 3:17-cv-06011, ECF No. 128, (Feb. 12, 2018) and Req. for Suppl.
 14 Briefing, *City Attorney of San Francisco v. BP p.l.c. et al.*, Case No. 3:17-cv-06012, ECF No.
 15 111, (Feb. 12, 2018).

16 21. Similarly, here, a necessary and critical element of Plaintiffs’ theory of
 17 causation is the rising sea level in the San Francisco Bay. The attenuated chain of causation
 18 contemplated by Plaintiffs’ Complaint is as follows: (1) Defendants extract, manufacture,
 19 deliver, market, and sell fossil fuels (*e.g.*, Compl. ¶ 2); (2) the combustion of those fuels
 20 around the globe causes the release of greenhouse gases (*e.g.*, *id.* ¶ 53); (3) released
 21 greenhouse gases then trap atmospheric heat and increase global temperatures (*e.g.*, ¶¶ 52, 54);
 22 (4) increased temperatures cause thermal expansion of “navigable waters” and the melting of
 23 land-based ice therein (*e.g.*, *id.* ¶ 58); (5) such phenomena cause the accelerated rise of
 24 “navigable waters” (*e.g.*, *id.*); (6) current federal projects and Plaintiffs’ current infrastructure
 25 are inadequate to address the rising waters (*e.g.*, *id.* ¶¶ 8, 12); and (7) “navigable waters” will
 26 encroach upon on Plaintiffs’ land, causing damage (*e.g.*, *id.* ¶¶ 8–9). Every link in this chain is
 27 inextricably intertwined with federal issues, including, as relevant here, the movement and
 28

1 impact of “navigable waters” and second-guessing of federal projects and infrastructure. *See*
2 *supra*. This further illustrates that Plaintiffs’ claims, nominally asserted under state law,
3 should stay in federal court under *Grable*’s “common sense accommodation” for claims that
4 turn on substantial questions of federal law. 545 U.S. at 312–13.

5 **C. The court cannot determine whether any remedy is available without**
6 **interpreting the statutes and regulations for protection and preservation of**
7 **the navigable waters of the United States**

8 22. In light of the direct federal involvement in protecting and preserving the
9 navigable waters of the United States, substantial and disputed federal issues also arise with
10 respect to Plaintiffs’ requested remedies. Plaintiffs ask this Court to order compensatory
11 damages and abatement of the nuisances they allege Defendants created and contributed to,
12 including (but not limited to) “increasing local sea level, and associated flooding, inundation,
13 erosion, and other impacts within the City.” Compl. ¶ 248. Plaintiffs claim, *inter alia*, that the
14 City of Richmond has “spent significant funds to study, mitigate, and adapt to the effects of
15 global warming,” *id.* ¶ 8, “is planning, at significant expense, adaptation strategies to address
16 sea level rise and related impacts, including, but not limited to, development of a strategic
17 planning document and adaptive management plan to address sea level rise along the City’s
18 developing shoreline,” *id.* ¶ 204, and “has incurred significant expenses related to planning for
19 and predicting future sea level rise-related and hydrologic cycle change-related injuries to its
20 real property, improvements thereon, municipal infrastructure, and citizens, and other
21 community assets in order to preemptively mitigate and/or prevent injuries to itself and its
22 citizens,” *id.* ¶ 205, all of which Plaintiffs want Defendants to fund. But, as explained above,
23 Corps authorization must be obtained to build any dike, levee, or other structure within the
24 navigable waters or to “alter or modify the course, location, condition, or capacity of” any port,
25 harbor, or inclosure within the limits of the navigable waters. 33 U.S.C. §§ 401, 403. Thus,
26 Plaintiffs will have to show that the remedies they seek are consistent with federal action and
27 will be authorized by the Corps. This will require interpretation of the extensive web of
28 federal regulations for the protection and preservation of navigable waters. For example,

1 before approving a project “[t]he benefits which reasonably may be expected to accrue from
2 the proposal must be balanced against its reasonably foreseeable detriments.” 33 C.F.R. §
3 320.4(a)(1). And “in the evaluation of every application” to undertake a project in navigable
4 waters, the Corps must also assess “the practicability of using reasonable alternative locations
5 and methods to accomplish the objective of the proposed structure or work.” *Id.* § 320.4(a)(2).
6 Even attempts by Plaintiffs to modify or alter existing flood-mitigation structures require
7 approval of the Corps, which the Corps *cannot* grant if it will be “injurious to the public
8 interest.” 33 U.S.C. § 408(a).

9 23. In short, because Plaintiffs’ claims hinge on alleged effects in the navigable
10 waters of the United States and they seek remedies over which the Corps has exclusive
11 jurisdiction, this case presents numerous substantial and disputed federal issues that provide a
12 basis for federal jurisdiction.

13 **D. Plaintiffs’ claims are removable under admiralty jurisdiction because the**
14 **alleged tort involves vessels engaged in maritime commerce on “navigable**
15 **waters”**

16 24. Plaintiffs’ claims are also removable because they fall within the Court’s
17 original admiralty jurisdiction. The Constitution extends the federal judicial power “to all
18 Cases of admiralty and maritime Jurisdiction.” U.S. Const. Art. III, § 2. “Congress has
19 embodied that power in a statute giving federal district courts ‘original jurisdiction [over] . . .
20 [a]ny civil case of admiralty or maritime jurisdiction[.]’ *Jerome B. Grubart, Inc. v. Great*
21 *Lakes Dredge & Dock Co.*, 513 U.S. 527, 531 (1995) (alterations in original) (citing 28 U.S.C.
22 § 1333(1)). “The admiralty and maritime jurisdiction of the United States extends to and
23 includes cases of injury or damage, to person or property, caused by a vessel on navigable
24 waters, *even though the injury or damage is done or consummated on land.*” 46 U.S.C. §
25 30101(a) (emphasis added).

26 25. In *Grubart*, the Supreme Court set forth a two-part test for determining
27 admiralty and maritime jurisdiction. The first question is whether the alleged “injury suffered
28 on land was caused by a vessel on navigable water” or the alleged “tort occurred on navigable

1 water” (the “location” test). 513 U.S. at 534. The second question is whether the alleged tort
2 is connected to maritime activity (the “connection” test). *Id.* Both are satisfied here.

3 26. Plaintiffs’ claims meet the “location” test because the tort, as alleged, occurred
4 on navigable waters. As an initial matter, the alleged injuries have occurred “on the navigable
5 waters of the San Francisco Bay[.]” *Red Shield Ins. Co. v. Barnhill Marina & Boatyard, Inc.*,
6 No. C 08–02900, 2009 WL 1458022, at *1 (N.D. Cal. May 21, 2009) (concluding that tort
7 occurring in a marina “falls under our admiralty jurisdiction”). Beyond that, Plaintiffs allege
8 that the tort arises from production of fossil fuels, including worldwide extraction, a significant
9 portion of which takes place on “mobile offshore drilling unit[s]” that operate in navigable
10 waters. *See In re Oil Spill by the Oil Rig Deepwater Horizon in the Gulf of Mexico, on April*
11 *20, 2010*, 808 F. Supp. 2d 943, 949 (E.D. La. 2011). For example, Chevron’s “Jack and St.
12 Malo fields were co-developed with subsea completions flowing back to a single host floating
13 production unit (semisubmersible) located between the fields.” [https://www.chevron.com/pro-](https://www.chevron.com/projects/jack-stmalo)
14 [jects/jack-stmalo](https://www.chevron.com/projects/jack-stmalo). The other Defendants’ subsidiaries similarly operate floating drilling
15 platforms at various locations around the world. *See, e.g., Atlantis Field: Fact Sheet 1*,
16 [https://www.bp.com/con-](https://www.bp.com/content/dam/bp-country/en_us/PDF/Atlantis_Fact_Sheet_6_14_2013.pdf)
17 [tent/dam/bp-country/en_us/PDF/Atlantis_Fact_Sheet_6_14_2013.pdf](https://www.bp.com/content/dam/bp-country/en_us/PDF/Atlantis_Fact_Sheet_6_14_2013.pdf)
18 (BP’s Atlantis Field is a “Floating Offshore Installation”); Offshore Technology, *Magnolia*
19 *Deepwater Oil and Gas Field, Gulf of Mexico*, <http://www.offshore->
20 [technology.com/projects/magnolia/](http://www.offshore-) (ConocoPhillips’ “Magnolia field was developed by a
21 tension leg platform (TLP), installed in 4,700 ft of water, a record depth for this type of
22 floating structure”); *Safety and Security*, [http://corporate.exxonmobil.com/en/commu-](http://corporate.exxonmobil.com/en/community/corporate-citizenship-report/safety-and-health-and-the-workplace/safety-and-security)
23 [nity/corporate-citizenship-report/safety-and-health-and-the-workplace/safety-and-security](http://corporate.exxonmobil.com/en/community/corporate-citizenship-report/safety-and-health-and-the-workplace/safety-and-security)
24 (ExxonMobil’s Hoover-Diana field “was the first floating drilling and production platform to
25 develop two fields simultaneously at a depth of 4,800 feet of water”); *Auger: From Deep-*
26 *Water Pioneer to New Energy Giant*, <https://www.shell.com/about-us/major->
27 [projects/cardamom/auger-from-deep-water-pio-ner-to-new-energy-giant.html](https://www.shell.com/about-us/major-) (Shell’s Auger
28 “was the first to float in water, moored to the sea floor 830 meters (2,720 feet) below”).

1 27. “Under clearly established law,” a floating drilling platform is “a vessel, not a
2 fixed platform.” *In re Oil Spill*, 808 F. Supp. 2d at 949; *see also Barker v. Hercules Offshore,*
3 *Inc.* 713 F.3d 208, 215 (5th Cir. 2013) (“[J]ack-up drilling platforms . . . are considered vessels
4 under maritime law.”); *Demette v. Falcon Drilling Co., Inc.*, 280 F.3d 492, 498 n.18 (5th Cir.
5 2002) (noting that “[t]his circuit has repeatedly held that special-purpose movable drilling rigs,
6 including jack-up rigs, are vessels within the meaning of admiralty law.”), *overruled in part,*
7 *on other grounds by Grand Isle Shipyard, Inc. v. Seacor Marine, LLC*, 589 F.3d 778 (5th Cir.
8 2009) (en banc); *Herb’s Welding v. Gray*, 470 U.S. 414, 417 n.2 (1985) (“Offshore oil rigs are
9 of two general sorts: fixed and floating. Floating structures have been treated as vessels by the
10 lower courts.”). Indeed, even fixed drilling platforms are considered “vessels” while they “are
11 underway to a drilling operation.” *Shell Offshore, Inc. v. Greenpeace, Inc.*, No. 3:12-cv-
12 00042, 2012 WL 1931537, at *3 (D. Alaska May 29, 2012). Accordingly, the allegedly
13 tortious conduct at issue satisfies the “location” test for maritime jurisdiction.

14 28. Plaintiffs’ claims also have the requisite “connection” to maritime activity. “A
15 court, first, must assess the general features of the type of incident involved to determine
16 whether the incident has a potentially disruptive impact on maritime commerce. Second, a
17 court must determine whether the general character of the activity giving rise to the incident
18 shows a substantial relationship to maritime activity.” *In re Mission Bay Jet Sports, LLC*, 570
19 F.3d 1124, 1126 (9th Cir. 2009) (quoting *Grubart*, 513 U.S. at 534). Under the *Grubart* test,
20 ““virtually every activity involving a vessel on navigable waters would be a traditional
21 maritime activity sufficient to invoke maritime jurisdiction.”” *Taghadomi v. United States*,
22 401 F.3d 1080, 1087 (9th Cir. 2005) (quoting *Grubart*, 513 U.S. at 542). The test is satisfied
23 where, as here, “one of the arguably proximate causes of the incident originated in maritime
24 activity” and “one of the putative tortfeasors was engaged in traditional maritime activity.” *Id.*
25 (quoting *Grubart*, 513 U.S. at 541).

26 29. Accepting the Complaints as true, Defendants’ fossil fuel extraction has the
27 “potential to disrupt maritime commerce” because one of the “potential effects” of that conduct
28

1 is damage to ports. *Grubart*, 513 U.S. at 538; *see id.* (noting that courts “focus[] not on the
2 specific facts at hand but on whether the general features of the incident were likely to disrupt
3 commercial activity” (quotations omitted)). Indeed, Plaintiffs allege that all of the earth’s seas
4 are or will be dramatically impacted by the alleged tort (Compl. ¶ 1), and the City of
5 Richmond specifically alleges that the Port of Richmond will be damaged by rising sea levels
6 (*id.* ¶ 203(b)). Plaintiffs’ claims thus fall “within a class of incidents that pose more than a
7 fanciful risk to commercial shipping.” *Grubart*, 513 U.S. at 539.

8 30. Second, “there is no question that the activity” “giving rise to the incident” is
9 “substantially related to traditional maritime activity,” *id.* at 540, because “[o]il and gas
10 drilling on navigable waters aboard a vessel is recognized to be maritime commerce,” *Theriot*
11 *v. Bay Drilling Corp.*, 783 F.2d 527, 538-39 (5th Cir. 1986). Plaintiffs’ claims therefore
12 satisfy the “connection test” for admiralty jurisdiction. *See In re Oil Spill*, 808 F. Supp. 2d at
13 951 (concluding that “the operations of the DEEP-WATER HORIZON bore a substantial
14 relationship to traditional maritime activity”).

15 31. Because Plaintiffs’ claims satisfy *Grubart*’s two-part test, they “fall[] within the
16 Court’s admiralty jurisdiction.” *In re Oil Spill*, 808 F. Supp. 2d at 951. The claims are thus
17 removable under 28 U.S.C. § 1441, as recently amended by the Federal Courts Jurisdiction and
18 Venue Clarification Act of 2011 (“VCA”), Pub. L. No. 112-63, 125 Stat 758 (Dec. 7, 2011).
19 Section 1441(a) provides: “Except as otherwise expressly provided by Act of Congress, any
20 civil action brought in a State court of which the district courts of the United States have
21 *original jurisdiction*, may be removed by the . . . defendants.” (emphasis added). In turn,
22 Section 1333 provides: “The district courts shall have *original jurisdiction*, exclusive of the
23 courts of the States, of . . . [a]ny civil case of admiralty or maritime jurisdiction, saving to
24 suitors in all cases all other remedies to which they are otherwise entitled[.]” (emphasis added).

25 32. The effect of these two provisions is straightforward. Civil actions are
26 removable when U.S. district courts have original jurisdiction, and § 1333 provides original
27 jurisdiction for maritime claims. Although it is true that § 1441 once required complete
28

1 diversity to remove maritime claims, the VCA eliminated that requirement. As the plain
2 language of the statute demonstrates, Section 1441(a) allows removal of all claims that fall
3 within the federal court’s original jurisdiction, notwithstanding the citizenship of the parties.
4 The Seventh Circuit recognized as much in *Lu Junhong v. Boeing Co.*, 792 F.3d 805, 817 (7th
5 Cir. 2015), when it held that the VCA “limits the ban on removal by a home-state defendant to
6 suits under the diversity jurisdiction.”

7 33. Section 1333’s saving-to-suitors clause does not alter this conclusion. That
8 provision cannot logically be read to guarantee maritime plaintiffs a state-court forum. Section
9 1333 states that “[t]he district courts shall have original jurisdiction, exclusive of the courts of
10 the States, of: (1) any civil case of admiralty or maritime jurisdiction, saving to suitors in all
11 cases all other *remedies* to which they are otherwise entitled.” 28 U.S.C. § 1333(1) (emphasis
12 added). The jurisdictional charge of this provision is clear: federal courts have original
13 jurisdiction over maritime claims. Indeed, it would be nonsensical to confer “original” and
14 “exclusive” jurisdiction over maritime cases to federal courts, but then, without expressly
15 saying so, also guarantee plaintiffs a state-court forum. Both the Seventh and the Fifth Circuits
16 have endorsed this interpretation of § 1333. *See Lu Junhong*, 792 F.3d at 818 (“[A saving-to-
17 suitors argument is not] the sort of contention about subject-matter jurisdiction that a federal
18 court must resolve even if the parties disregard it.”); *Tenn. Gas Pipeline v. Houston Cas. Ins.*
19 *Co.*, 87 F.3d 150, 153 (5th Cir. 1996) (holding that “saving to suitors’ clause does no more
20 than preserve the right of maritime suitors to pursue nonmaritime *remedies*”).

21 34. Because this Court has admiralty jurisdiction over Plaintiffs’ public nuisance
22 claims, it may properly exercise jurisdiction over the case under §§ 1441 and 1333.

23 CONCLUSION

24 35. For these reasons and those enumerated in the Chevron Notice, this Court has
25 original jurisdiction over this action under 28 U.S.C. § 1331. Accordingly, removal of this
26 action is proper under 28 U.S.C. §§ 1333, 1334, 1441, 1442, 1452, and 1446, as well as 43
27 U.S.C. § 1349(b).

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Dated: March 2, 2018

Respectfully submitted,

/s/ Shannon S. Broome
Shannon S. Broome (SBN 150119)
sbroome@hunton.com
Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111
Telephone: (415) 975-3700
Facsimile: (213) 532-2020

*Attorney for Defendant
Marathon Petroleum Corporation*

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

CERTIFICATE OF SERVICE

I, Richard Pavlak, declare as follows:

I am employed in the City of Washington, D.C., I am over the age of eighteen years and am not a party to this action; my business address is 2200 Pennsylvania Avenue, NW, Washington, DC 20037.

I hereby certify that on March 2, 2018, the foregoing Additional Notice of Removal was filed with the Clerk of the Court via CM/ECF. Notice of this filing will be sent by email to all registered parties by operation of the Court’s electronic filing systems.

I further certify that on March 2, 2018, the foregoing Additional Notice of Removal was served on the following parties by the means described below:

BY FIRST CLASS U.S. MAIL: On the above-mentioned date, I enclosed the documents by placing a true copy thereof in an enclosed sealed envelope, with first class postage prepaid, and depositing said envelope in a United States Post Office mailbox in Washington D.C. I am employed in the office of Hunton & Williams LLP, a member of the bar of this court, and the foregoing document was printed on recycled paper.

Bruce Reed Goodmiller
bruce_goodmiller@ci.richmond.ca.us
Rachel H. Sommovilla
rachel_sommovilla@ci.richmond.ca.us
City Attorney’s Office, City of Richmond
450 Civic Center Plaza
Richmond, CA 94804
Tel: (510) 620-6509
Fax: (510) 620-6518

Attorney for Plaintiff City of Richmond

Victor M. Sher
vic@sheredling.com
Matthew K. Edling
matt@sheredling.com
Meredith S. Wilensky
meredith@sheredling.com
Timothy R. Sloane
tim@sheredling.com
Martin D. Quiñones
marty@sheredling.com
Katie H. Jones
katie@sheredling.com
SHER EDLING LLP
100 Montgomery Street, Suite 1410
San Francisco, CA 94104
Tel: (628) 231-2500
Fax: (628) 231-2929

Attorneys for Plaintiff City of Richmond

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 **BY ELECTRONIC SERVICE:** On the above-mentioned date, the documents were
2 sent to the persons at the electronic notification addresses as shown below.

3 James J. Dragna
4 Bryan Killian
5 Yardena Zwang-Weissman
6 Morgan, Lewis & Bockius LLP
7 300 South Grand Ave., 22nd Floor
8 Los Angeles, CA 90071-3132
9 Telephone: (213) 680-6436
10 E-Mail: jim.dragna@morganlewis.com
11 bryan.killian@morganlewis.com
12 yardena.zwang-weissman@morganlewis.com

13 *Attorneys for Defendant Anadarko Petroleum Corp.*

14 Carol M. Wood
15 King & Spalding
16 1100 Louisiana, Suite 4000
17 Houston, TX 77002
18 Telephone: (713) 751-3209
19 E-Mail: cwood@kslaw.com

20 *Attorneys for Defendants ConocoPhillips, ConocoPhillips Co.; Phillips66*

21 Philip H. Curtis
22 Nancy Milburn
23 Matthew T. Heartney
24 John D. Lombardo
25 Jonathan W. Hughes
26 Arnold & Porter Kaye Scholer
27 250 West 55th Street
28 New York, NY 10019-9710
Telephone: (212) 836-7199
E-Mail: Philip.Curtis@apks.com
Nancy.Milburn@apks.com
Matthew.Heartney@apks.com
John.Lombardo@apks.com
Jonathan.Hughes@apks.com

Attorneys for Defendant BP P.L.C. and BP America, Inc.

Joy C. Fuhr
Greg Evans
Steven Williams
McGuireWoods LLP
Gateway Plaza
800 East Canal Street
Richmond, VA 23219-3916
Telephone: (804) 775-4341
E-Mail: jfuhr@mcguirewoods.com
gevans@mcguirewoods.com
srwilliams@mcguirewoods.com

Attorneys for Defendants Devon Energy Corp.; Devon Energy Production Co., L.P.

David E. Cranston
Greenberg Glusker Fields Claman & Machtinger LLP
1900 Avenue of the Stars, 21st Floor
Los Angeles, CA 90067
Telephone: (310) 785-6897
E-Mail: Dcranston@greenbergglusker.com

Attorneys for Defendants S.p.A. and Eni Oil & Gas Inc.

Peter Duchesneau
Craig A. Moyer
Jeffrey Davidson
Douglas Boggs
Manatt, Phelps & Phillips, LLP
11355 W. Olympic Blvd.
Los Angeles, CA 90064
Telephone: (310) 312-4209
E-Mail: pduchesneau@manatt.com
cmoyer@manatt.com
JDavidson@manatt.com
DBoggs@manatt.com

Attorneys for Defendant CITGO Petroleum Corporation

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 Patrick W. Mizell
2 Vinson & Elkins LLP
3 1001 Fannin St., Suite 2500
4 Houston, TX 77002
5 Telephone: (713) 758-2932
6 E-Mail: pmizell@velaw.com

7 *Attorney for Defendant Apache Corporation*

Jaren Janghorbani
Paul, Weiss, Rifkind, Wharton
& Garrison LLP
1285 Avenue of the Americas
New York, NY 10019-6064
Telephone: (212) 373-3211
E-Mail: jjanghorbani@paulweiss.com

Dawn Sestito
O'Melveny & Myers LLP
400 South Hope Street, 18th Floor
Los Angeles, CA 90071
Telephone: (213) 430-6352
E-Mail: dsestito@omm.com

Attorneys for Defendant Exxon Mobil Corp

9 J. Scott Janoe
10 Chris Carr
11 Jonathan Shapiro
12 Baker Botts LLP
13 One Shell Plaza 910 Louisiana Street
14 Houston, TX 77002-4995
15 Telephone: (713) 229-1553
16 E-Mail: scott.janoe@bakerbotts.com
17 chris.carr@bakerbotts.com
18 jonathan.shapiro@bakerbotts.com

19 *Attorneys for Defendant Hess Corporation*

J. Scott Janoe
Chris Carr
Jonathan Shapiro
Baker Botts LLP
One Shell Plaza 910 Louisiana Street
Houston, TX 77002-4995
Telephone: (713) 229-1553
E-Mail: scott.janoe@bakerbotts.com
chris.carr@bakerbotts.com
jonathan.shapiro@bakerbotts.com

*Attorneys for Defendants Marathon Oil Co.,
Marathon Oil Corp.*

20 Theodore J. Boutrous, Jr.
21 Ethan D. Dettmer
22 William E. Thomson
23 Andrea E. Neuman
24 Joshua S. Lipshutz
25 Gibson, Dunn & Crutcher LLP
26 333 South Grand Ave
27 Los Angeles, CA 90071
28 Telephone: 213-229-7000
Email: tboutrous@gibsondunn.com
edettmer@gibsondunn.com
wthomson@gibsondunn.com
aneuman@gibsondunn.com
jlipshutz@gibsondunn.com

*Attorneys for Defendants Chevron Corp.,
Chevron U.S.A., Inc.*

Herbert J. Stern
Joel M. Silverstein
STERN & KILCULLEN, LLC
325 Columbia Turnpike, Suite 110
P.O. Box 992
Florham Park, NJ 07932-0992
Telephone: 973.535.2600
Email: hstern@sgklaw.com
jsilverstein@sgklaw.com

*Attorneys for Defendants Chevron Corp.,
Chevron U.S.A., Inc.*

Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111

1 Matthew R. Stammel
2 Vinson & Elkins LLP
3 Trammell Crow Center
4 2001 Ross Avenue, Suite 3700
5 Dallas, TX 75201-2975
6 Telephone: (214) 220-7776
7 E-Mail: mstammel@velaw.com

8 *Attorneys for Defendant Occidental
9 Petroleum Corp., Occidental Chemical Corp.*

Paul D. Clement
Andy Clubock
Susan Engel
Andy McGaan
Anna Rotman
Kirkland & Ellis LLP
655 Fifteenth Street, N.W.
Washington, D.C. 20005-5793
Telephone: (202) 879-5000
E-Mail: Paul.clement@kirkland.com
Andrew.clubok@kirkland.com
Susan.engel@kirkland.com
Andrew.mcgaan@kirkland.com
Anna.rotman@kirkland.com

*Attorneys for Defendants TOTAL E&P USA
Inc., Total Specialties USA Inc.*

10 J. Scott Janoe
11 Chris Carr
12 Jonathan Shapiro
13 Baker Botts LLP
14 One Shell Plaza 910 Louisiana Street
15 Houston, TX 77002-4995
16 Telephone: (713) 229-1553
17 E-Mail: scott.janoe@bakerbotts.com
18 chris.carr@bakerbotts.com
19 jonathan.shapiro@bakerbotts.com

20 *Attorneys for Defendants Repsol S.A., Repsol
21 Energy North America Corp., and Repsol
22 Trading USA Corp.*

Daniel P. Collins
Jerry Roth
Munger Tolles & Olson LLP
350 South Grand Ave., 50th Floor
Los Angeles, CA 90071
Telephone: (213) 683-9125
E-Mail: daniel.collins@mto.com
jerome.roth@mto.com

David Frederick
Brendan Crimmins
Kellogg Hansen Todd Figel & Frederick
PLLC
Sumner Square
1615 M Street, N.W., Suite 400
Washington, D.C. 20036
Telephone: (202) 326-7951
E-Mail: dfrederick@kellogghansen.com
bcrimmins@kellogghansen.com

*Attorneys for Defendants Royal Dutch Shell
p.l.c. and Shell Oil Products Co., LLC*

22 Michael F. Healy
23 Michael L. Fox
24 Sedgwick L.L.P.
25 333 Bush Street
26 30th Floor
27 San Francisco, CA 94104-2834
28 Telephone: (415) 781-7900
E-mail: michael.healy@sedgwicklaw.com
michael.fox@sedgwicklaw.com

Attorneys for Defendant Encana Corp.

1 (Federal) I declare under penalty of perjury that the foregoing is true and correct.

2 I declare under penalty of perjury under the law of the State of California that the above
3 is true and correct.

4 Executed on March 2, 2018, Washington, D.C.

5 /s/ Richard M. Pavlak

6 Richard M. Pavlak

7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
Hunton & Williams LLP
50 California Street, Suite 1700
San Francisco, CA 94111