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8
 9 IN THE UNITED STATES DISTRICT COURT
 10 FOR THE EASTERN DISTRICT OF CALIFORNIA

11
 12 THE UNITED STATES OF AMERICA,
 13 Plaintiff,

14 v.

15 THE STATE OF CALIFORNIA; GAVIN C.
 16 NEWSOM, in his official capacity as Governor
 of the State of California; THE CALIFORNIA
 17 AIR RESOURCES BOARD; MARY D.
 18 NICHOLS, in her official capacity as Chair of
 the California Air Resources Board and as
 Vice Chair and a board member of the Western
 19 Climate Initiative, Inc.; WESTERN CLIMATE
 INITIATIVE, INC.; JARED BLUMENFELD,
 20 in his official capacity as Secretary for
 Environmental Protection and as a board
 21 member of the Western Climate Initiative, Inc.;
 KIP LIPPER, in his official capacity as a board
 22 member of the Western Climate Initiative, Inc.,
 and RICHARD BLOOM, in his official
 23 capacity as a board member of the Western
 Climate Initiative, Inc.,
 24 Defendants.

2:19-cv-02142-WBS-EFB

**ANSWER TO AMENDED COMPLAINT
 BY DEFENDANT JARED
 BLUMENFELD, IN HIS OFFICIAL
 CAPACITY AS SECRETARY FOR
 ENVIRONMENTAL PROTECTION**

Courtroom: 5
 Judge: Hon. William B. Shubb
 Action Filed: October 23, 2019
 Trial Date: Not Set

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 27 ¹ The State Defendants are the State of California; Gavin C. Newsom, in his official
 capacity as Governor of the State of California; the California Air Resources Board; Mary D.
 28 Nichols, in her official capacity as Chair of the California Air Resources Board; and Jared
 Blumenfeld, in his official capacity as Secretary for Environmental Protection.

ANSWER

Defendant Jared Blumenfeld, in his official capacity as Secretary for Environmental Protection (the “Answering Defendant”), answers the Amended Complaint filed November 19, 2019 by Plaintiff the United States of America as follows:

ANSWER TO ALLEGATIONS IN AMENDED COMPLAINT

1. The allegations in Paragraph 1 of the Amended Complaint are legal conclusions to which no response is required. To the extent a response is warranted, the Answering Defendant denies each and every allegation contained in Paragraph 1 of the Amended Complaint.

2. The allegations contained in Paragraph 2 purport to quote a court decision and state legal conclusions, and therefore no response is required. To the extent a response is required, the Answering Defendant answers that this court decision speaks for itself and denies any allegation that goes beyond that court decision.

3. The allegations contained in Paragraph 3 purport to describe a document and state legal conclusions, and therefore no response is required. To the extent a response is required, the Answering Defendant answers that the document speaks for itself and denies any allegation that goes beyond the document.

4. The allegations in Paragraph 4 of the Amended Complaint are legal conclusions to which no response is required. To the extent a response is warranted, the Answering Defendant denies each and every allegation contained in Paragraph 4 of the Amended Complaint.

5. The allegations in Paragraph 5 of the Amended Complaint are legal conclusions to which no response is required. To the extent a response is warranted, the Answering Defendant denies each and every allegation contained in Paragraph 5 of the Amended Complaint.

6. The Answering Defendant admits that Plaintiff’s claims arise under the United States Constitution, and Plaintiff is the United States of America. To the extent that Plaintiff alleges anything further in this Paragraph, the remaining allegations in Paragraph 6 of the Amended Complaint are legal conclusions to which no response is required. To the extent a response is warranted, the Answering Defendant denies each and every remaining allegation contained in Paragraph 6 of the Amended Complaint.

1 7. In response to Paragraph 7, the Answering Defendant admits that the Newsom, Nichols,
2 CARB, and Blumenfeld maintain offices in this District. To the extent that Plaintiff alleges
3 anything further in this Paragraph, those allegations appear to be legal conclusions to which no
4 response is required. To the extent that Plaintiff alleges any further factual allegations in this
5 Paragraph, the Answering Defendant is unable to discern what Plaintiff means to allege, and on
6 that basis denies all remaining allegations in Paragraph 7.

7 8. The allegations in Paragraph 8 of the Amended Complaint are legal conclusions to which
8 no response is required. To the extent a response is warranted, the Answering Defendant denies
9 each and every allegation contained in Paragraph 8 of the Amended Complaint.

10 9. The allegations in Paragraph 9 of the Amended Complaint are legal conclusions to which
11 no response is required. To the extent a response is warranted, the Answering Defendant denies
12 each and every allegation contained in Paragraph 9 of the Amended Complaint.

13 10. The Answering Defendant admits the allegation contained in Paragraph 10 of the
14 Amended Complaint.

15 11. The Answering Defendant admits Gavin C. Newsom is the Governor of the State of
16 California. The remaining allegations in Paragraph 11 of the Amended Complaint are legal
17 conclusions to which no response is required. To the extent a response is warranted, the
18 Answering Defendant denies each and every allegation contained in Paragraph 11 of the
19 Amended Complaint.

20 12. The allegations in the second sentence of Paragraph 12 of the Amended Complaint are
21 legal conclusions to which no response is required. To the extent a response is warranted, the
22 Answering Defendant denies each and every allegation contained in the second sentence of
23 Paragraph 12 of the Amended Complaint. The Answering Defendant admits the remaining
24 allegations contained in Paragraph 12.

25 13. The Answering Defendant admits that Mary D. Nichols is chair of CARB and Vice Chair
26 and a voting board member of the Western Climate Initiative, Inc. The allegation in Paragraph 13
27 that Defendant Nichols is “sued in her official capacities” constitutes a legal conclusion to which
28 a response is not required and also reflects theories of liability for which Answering Defendant

1 also lacks sufficient information and belief, and on those grounds, the Answering Defendant
2 denies said allegation.

3 14. The Answering Defendant admits that defendant Western Climate Initiative, Inc. is a non-
4 profit corporation formed pursuant to the General Corporation Law of the State of Delaware and
5 headquartered in Sacramento, California. Beyond these statements, the allegations contained in
6 Paragraph 14 purport to quote documents and state legal conclusions, and therefore no response is
7 required. To the extent a response is required, the Answering Defendant answers that these
8 documents speak for themselves and denies any allegation that goes beyond those documents.

9 15. The first sentence in Paragraph 15 states legal conclusions to which no response is
10 required. To the extent a response is required, the Answering Defendant denies those allegations.
11 The second and third sentences in Paragraph 15 purport to quote a document and state legal
12 conclusions, and therefore no response is required. To the extent a response is required, the
13 Answering Defendant answers that the document speaks for itself and denies any allegation that
14 goes beyond that document.

15 16. In response to Paragraph 16, the Answering Defendant admits that Jared Blumenfeld is
16 the California Secretary for Environmental Protection and a voting board member of the Western
17 Climate Initiative, Inc. The allegation in Paragraph 16 that Defendant Blumenfeld is “sued in his
18 official capacities” constitutes a legal conclusion to which a response is not required and also
19 reflects theories of liability for which Answering Defendant also lacks sufficient information and
20 belief, and on those grounds, the Answering Defendant denies said allegation.

21 17. Prior to the filing of this Answer, the Court dismissed Defendant Lipper. As a result, no
22 answer to the allegations contained in Paragraph 17 is required. To the extent that any answer is
23 required, the allegation in Paragraph 17 that Defendant Lipper is “sued in his official capacity”
24 constitutes a legal conclusion to which a response is not required and also reflects a theory of
25 liability for which Answering Defendant also lacks sufficient information and belief, and on those
26 grounds, the Answering Defendant denies said allegation.

27 18. Prior to the filing of this Answer, the Court dismissed Defendant Bloom. As a result, no
28 answer to the allegations contained in Paragraph 18 is required. To the extent that any answer is

1 required, the allegation in Paragraph 18 that Defendant Bloom is “sued in his official capacity”
2 constitutes a legal conclusion to which a response is not required and also reflects a theory of
3 liability for which Answering Defendant also lacks sufficient information and belief, and on those
4 grounds, the Answering Defendant denies said allegation.

5 19. Paragraph 19 explains the short form naming convention applied by Plaintiff in its
6 Amended Complaint and no response is required. To the extent a response is required, the
7 Answering Defendant denies any allegation that goes beyond Plaintiff’s attempt to apply a short
8 name collectively for all defendants.

9 20. The allegations contained in Paragraph 20 purport to quote the text of the United States
10 Constitution and state legal conclusions, and therefore no response is required. To the extent a
11 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
12 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
13 Constitution.

14 21. The allegations contained in Paragraph 21 purport to quote the text of the United States
15 Constitution and state legal conclusions, and therefore no response is required. To the extent a
16 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
17 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
18 Constitution.

19 22. The allegations contained in Paragraph 22 purport to quote a court decision and state legal
20 conclusions, and therefore no response is required. To the extent a response is required, the
21 Answering Defendant answers that this court decision speaks for itself and denies any allegation
22 that goes beyond that court decision.

23 23. The allegations contained in Paragraph 23 purport to quote the text of the United States
24 Constitution and state legal conclusions, and therefore no response is required. To the extent a
25 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
26 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
27 Constitution.

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1 24. The allegations contained in Paragraph 24 purport to quote the text of the United States
2 Constitution and state legal conclusions, and therefore no response is required. To the extent a
3 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
4 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
5 Constitution.

6 25. The allegations contained in Paragraph 25 purport to describe a court decision and state
7 legal conclusions, and therefore no response is required. To the extent a response is required, the
8 Answering Defendant answers that this court decision speaks for itself and denies any allegation
9 that goes beyond that court decision.

10 26. The allegations in Paragraph 26 of the Amended Complaint are legal conclusions to which
11 no response is required. To the extent a response is warranted, the Answering Defendant denies
12 each and every allegation contained in Paragraph 26 of the Amended Complaint.

13 27. The allegations contained in Paragraph 27 purport to quote the text of the United States
14 Constitution and state legal conclusions, and therefore no response is required. To the extent a
15 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
16 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
17 Constitution.

18 28. The allegations contained in Paragraph 28 purport to quote the text of the United States
19 Constitution and state legal conclusions, and therefore no response is required. To the extent a
20 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
21 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
22 Constitution.

23 29. The allegations contained in Paragraph 29 purport to quote the text of the United States
24 Constitution and state legal conclusions, and therefore no response is required. To the extent a
25 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
26 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
27 Constitution.

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1 30. The allegations contained in Paragraph 30 purport to quote the text of the United States
2 Constitution and state legal conclusions, and therefore no response is required. To the extent a
3 response is required, the Answering Defendant answers that as to its text, the Constitution speaks
4 for itself, and the Answering Defendant denies any allegation that goes beyond the text of the
5 Constitution.

6 31. The allegations contained in Paragraph 31 purport to quote a court decision and state legal
7 conclusions, and therefore no response is required. To the extent a response is required, the
8 Answering Defendant answers that this court decision speaks for itself and denies any allegation
9 that goes beyond that court decision.

10 32. The allegations contained in Paragraph 32 purport to describe a court decision and state
11 legal conclusions, and therefore no response is required. To the extent a response is required, the
12 Answering Defendant answers that this court decision speaks for itself and denies any allegation
13 that goes beyond that court decision.

14 33. The allegations contained in Paragraph 33 purport to describe or quote court decisions and
15 state legal conclusions, and therefore no response is required. To the extent a response is
16 required, the Answering Defendant answers that the court decisions speak for themselves and
17 denies any allegation that goes beyond those court decisions.

18 34. The Answering Defendant admits that the President signed the UNFCCC, and the Senate
19 unanimously ratified the UNFCCC. The remaining allegations contained in Paragraph 34 purport
20 to describe a document and state legal conclusions, and therefore no response is required. To the
21 extent a response is required, the Answering Defendant answers that the document speaks for
22 itself and denies any allegation that goes beyond that document.

23 35. The allegations in Paragraph 35 of the Amended Complaint are legal conclusions to which
24 no response is required. To the extent a response is warranted, the Answering Defendant denies
25 each and every allegation contained in Paragraph 35 of the Amended Complaint.

26 36. The allegations contained in Paragraph 36 purport to describe a document and state legal
27 conclusions, and therefore no response is required. To the extent a response is required, the
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1 Answering Defendant answers that the document speaks for itself and denies any allegation that
2 goes beyond that document.

3 37. The allegations contained in Paragraph 37 purport to describe a document and state legal
4 conclusions, and therefore no response is required. To the extent a response is required, the
5 Answering Defendant answers that the document speaks for itself and denies any allegation that
6 goes beyond that document.

7 38. The allegations contained in Paragraph 38 purport to describe a document and state legal
8 conclusions, and therefore no response is required. To the extent a response is required, the
9 Answering Defendant answers that the document speaks for itself and denies any allegation that
10 goes beyond that document.

11 39. The allegations contained in Paragraph 39 purport to describe a document and state legal
12 conclusions, and therefore no response is required. To the extent a response is required, the
13 Answering Defendant answers that the document speaks for itself and denies any allegation that
14 goes beyond that document.

15 40. The Answering Defendant admits that the President never submitted the Kyoto Protocol
16 for ratification, and the Senate unanimously passed S. Res. 98, 105th Cong. (1997). The
17 remaining allegations contained in Paragraph 40 purport to describe documents and state legal
18 conclusions, and therefore no response is required. To the extent a response is required, the
19 Answering Defendant answers that the documents speak for themselves and denies any allegation
20 that goes beyond those documents.

21 41. The Answering Defendant admits that the parties to the UNFCCC agreed to the Paris
22 Climate Agreement by consensus on December 12, 2015. As to footnote 1, the footnote explains
23 the short form naming convention applied by Plaintiff in its Amended Complaint, and no
24 response is required.

25 42. The allegations contained in Paragraph 42 purport to describe a document and state legal
26 conclusions, and therefore no response is required. To the extent a response is required, the
27 Answering Defendant answers that the document speaks for itself and denies any allegation that
28 goes beyond that document.

1 43. The allegations contained in Paragraph 43 purport to describe a document and state legal
2 conclusions, and therefore no response is required. To the extent a response is required, the
3 Answering Defendant answers that the document speaks for itself and denies any allegation that
4 goes beyond that document.

5 44. The Answering Defendant admits that the President signed the Paris Climate Agreement
6 in September 2016. To the extent that Plaintiff alleges anything further in this Paragraph, the
7 Answering Defendant is unable to discern what Plaintiff means to allege, and on that basis denies
8 all remaining allegations in this Paragraph.

9 45. The Answering Defendant admits that the President signed Executive Order 13,783 on
10 March 28, 2017. The remaining allegations contained in Paragraph 45 purport to describe a
11 document and state legal conclusions, and therefore no response is required. To the extent a
12 response is required, the Answering Defendant answers that the document speaks for itself and
13 denies any allegation that goes beyond that document.

14 46. The allegations contained in Paragraph 46 purport to quote a document and state legal
15 conclusions, and therefore no response is required. To the extent a response is required, the
16 Answering Defendant answers that the document speaks for itself and denies any allegation that
17 goes beyond that document.

18 47. The Answering Defendant admits the President gave a statement concerning withdrawal
19 from the Paris Climate Agreement on June 1, 2017. The allegations contained in Paragraph 47
20 purport to describe that statement and state legal conclusions, and therefore no response is
21 required. To the extent a response is required, the Answering Defendant answers that the text of
22 the statement speaks for itself and denies any allegation that goes beyond that text.

23 48. The allegations contained in Paragraph 48 purport to describe a statement by the President
24 and state legal conclusions, and therefore no response is required. To the extent a response is
25 required, the Answering Defendant answers that the text of the statement speaks for itself and
26 denies any allegation that goes beyond that text.

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1 49. The Answering Defendant admits the first sentence of Paragraph 49. The Answering
2 Defendant lacks sufficient information and belief concerning events that have not yet occurred
3 and are not certain, and on that basis denies the second sentence of Paragraph 49.

4 50. The allegations contained in Paragraph 50 purport to describe a written statement by the
5 Secretary of State and state legal conclusions, and therefore no response is required. To the
6 extent a response is required, the Answering Defendant answers that the text of the statement
7 speaks for itself and denies any allegation that goes beyond that text.

8 51. The allegations contained in Paragraph 51, except the last sentence, purport to quote from
9 and describe documents, and therefore no response is required. To the extent a response is
10 required, the Answering Defendant answers that these documents speak for themselves and
11 denies any allegation that goes beyond those documents. The last sentence in Paragraph 51 of the
12 Amended Complaint states a legal conclusion to which no response is required. To the extent a
13 response is warranted, the Answering Defendant denies each and every allegation contained in
14 the last sentence of Paragraph 51 of the Amended Complaint.

15 52. The allegations contained in Paragraph 52 purport to describe a public statement and state
16 legal conclusions, and therefore no response is required. To the extent a response is required, the
17 Answering Defendant answers that the text of the statement speaks for itself and denies any
18 allegation that goes beyond that text.

19 53. The Answering Defendant admits that California, by and through one or more of the
20 Defendants, has reached several non-binding understandings with national and subnational
21 governments in China regarding or touching upon environmental issues after the President's
22 announcement of intent to withdraw from the Paris Climate Agreement. The remaining
23 allegations in Paragraph 53 of the Amended Complaint are legal conclusions to which no
24 response is required. To the extent a response is warranted, the Answering Defendant denies each
25 and every allegation contained in Paragraph 53 of the Amended Complaint.

26 54. The Answering Defendant admits that on June 6, 2017, the Governor of California met
27 with the President of the People's Republic of China, and engaged in discussions that included
28 environmental issues. To the extent that Plaintiff alleges anything further in this Paragraph, the

1 Answering Defendant is unable to discern what Plaintiff means to allege, and on that basis denies
2 all remaining allegations in Paragraph 54.

3 55. The allegations contained in Paragraph 55 purport to describe a document and state legal
4 conclusions, and therefore no response is required. To the extent a response is required, the
5 Answering Defendant answers that the document speaks for itself and denies any allegation that
6 goes beyond that document. As to footnote 2, the footnote identifies a website and alleges that an
7 attached document “amalgamates text from” the website. The Answering Defendant admits that
8 the website exists, but lack sufficient information and belief concerning what Plaintiff means by
9 “amalgamates” and on that basis denies all remaining allegations in footnote 2.

10 56. The allegations contained in Paragraph 56 purport to describe a document and website and
11 state legal conclusions, and therefore no response is required. To the extent a response is
12 required, the Answering Defendant answers that the document and website speak for themselves
13 and denies any allegation that goes beyond that document and that website.

14 57. The allegations contained in Paragraph 57 purport to describe documents and state legal
15 conclusions, and therefore no response is required. To the extent a response is required, the
16 Answering Defendant answers that the documents speaks for themselves and denies any
17 allegation that goes beyond those documents.

18 58. The allegations contained in Paragraph 58 purport to quote a statute and state legal
19 conclusions, and therefore no response is required. To the extent a response is required, the
20 Answering Defendant answers that this statute speaks for itself and denies any allegation that
21 goes beyond that statute.

22 59. The allegations in Paragraph 59 of the Amended Complaint are legal conclusions to which
23 no response is required. To the extent a response is warranted, the Answering Defendant denies
24 each and every allegation contained in Paragraph 59 of the Amended Complaint.

25 60. This Paragraph explains a naming convention applied by Plaintiff. No response is
26 required. To the extent that a response is required, the Answering Defendant denies that this is an
27 accurate or thorough description of California’s Cap-and-Trade program. To the extent that
28 Plaintiff alleges anything further in this Paragraph, the Answering Defendant is unable to discern

1 what Plaintiff means to allege, and on that basis denies all remaining allegations in this
2 Paragraph.

3 61. The allegations contained in Paragraph 61 purport to describe regulations and state legal
4 conclusions, and therefore no response is required. To the extent a response is required, the
5 Answering Defendant answers that the regulations speak for themselves and denies any allegation
6 that goes beyond the regulations.

7 62. The allegations contained in Paragraph 62 purport to describe regulations and state legal
8 conclusions, and therefore no response is required. To the extent a response is required, the
9 Answering Defendant answers that the regulations speak for themselves and denies any allegation
10 that goes beyond the regulations.

11 63. The allegations contained in Paragraph 63 purport to describe regulations and state legal
12 conclusions, and therefore no response is required. As to the first sentence, to the extent a
13 response is required, the Answering Defendant answers that the regulations speak for themselves
14 and denies any allegation that goes beyond the regulations. As to the second sentence, the
15 statement is vague, ambiguous, and may be a legal conclusion to which no response is required.
16 To the extent that a response to the second sentence is required, the Answering Defendant denies
17 all allegations in the second sentence.

18 64. The allegations contained in Paragraph 64 purport to describe regulations and state legal
19 conclusions, and therefore no response is required. To the extent a response is required, the
20 Answering Defendant answers that the regulations speak for themselves and denies any allegation
21 that goes beyond the regulations.

22 65. The allegations contained in Paragraph 65 purport to describe regulations and state legal
23 conclusions, and therefore no response is required. To the extent a response is required, the
24 Answering Defendant answers that the regulations speak for themselves and denies any allegation
25 that goes beyond the regulations.

26 66. The allegations contained in Paragraph 66 purport to describe regulations and state legal
27 conclusions, and therefore no response is required. To the extent a response is required, the
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1 Answering Defendant answers that the regulations speak for themselves and denies any allegation
2 that goes beyond the regulations.

3 67. The allegations contained in Paragraph 67 purport to describe regulations and state legal
4 conclusions, and therefore no response is required. To the extent a response is required, the
5 Answering Defendant answers that the regulations speak for themselves and denies any allegation
6 that goes beyond the regulations.

7 68. The allegations in Paragraph 68 of the Amended Complaint are legal conclusions to which
8 no response is required. The allegations in this Paragraph are also vague because they use terms
9 which appear to be terms of art, but are not defined. To the extent a response is warranted, the
10 Answering Defendant denies each and every allegation contained in Paragraph 68 of the
11 Amended Complaint.

12 69. The allegations in Paragraph 69 of the Amended Complaint are legal conclusions to which
13 no response is required. The allegations in this Paragraph are also vague because they use terms
14 which appear to be terms of art, but are not defined. To the extent a response is warranted, the
15 Answering Defendant denies each and every allegation contained in Paragraph 69 of the
16 Amended Complaint.

17 70. The allegations contained in Paragraph 70 purport to describe a document and state legal
18 conclusions, and therefore no response is required. To the extent a response is required, the
19 Answering Defendant answers that the document speaks for itself and denies any allegation that
20 goes beyond the document.

21 71. The allegations contained in Paragraph 71 purport to describe a document and state legal
22 conclusions, and therefore no response is required. To the extent a response is required, the
23 Answering Defendant answers that the document speaks for itself and denies any allegation that
24 goes beyond the document.

25 72. The allegations contained in Paragraph 72 purport to describe a document and state legal
26 conclusions, and therefore no response is required. To the extent a response is required, the
27 Answering Defendant answers that the document speaks for itself and denies any allegation that
28 goes beyond the document.

1 73. The allegations contained in Paragraph 73 purport to describe regulations and state legal
2 conclusions, and therefore no response is required. To the extent a response is required, the
3 Answering Defendant answers that the regulations speak for themselves and denies any allegation
4 that goes beyond the regulations.

5 74. The allegations contained in Paragraph 74 purport to describe regulations and state legal
6 conclusions, and therefore no response is required. To the extent a response is required, the
7 Answering Defendant answers that the regulations speak for themselves and denies any allegation
8 that goes beyond the regulations.

9 75. The allegations contained in Paragraph 75 purport to describe regulations and state legal
10 conclusions, and therefore no response is required. To the extent a response is required, the
11 Answering Defendant answers that the regulations speak for themselves and denies any allegation
12 that goes beyond the regulations.

13 76. The allegations contained in Paragraph 76 purport to describe regulations and state legal
14 conclusions, and therefore no response is required. To the extent a response is required, the
15 Answering Defendant answers that the regulations speak for themselves and denies any allegation
16 that goes beyond the regulations.

17 77. The allegations contained in Paragraph 77 purport to describe regulations and state legal
18 conclusions, and therefore no response is required. To the extent a response is required, the
19 Answering Defendant answers that the regulations speak for themselves and denies any allegation
20 that goes beyond the regulations.

21 78. The allegations contained in Paragraph 78 purport to describe regulations and state legal
22 conclusions, and therefore no response is required. To the extent a response is required, the
23 Answering Defendant answers that the regulations speak for themselves and denies any allegation
24 that goes beyond the regulations.

25 79. The allegations contained in Paragraph 79 purport to describe a document and state legal
26 conclusions, and therefore no response is required. To the extent a response is required, the
27 Answering Defendant answers that the document speaks for itself and denies any allegation that
28 goes beyond the document.

1 80. The Answering Defendant cannot discern Plaintiff's allegation with respect to the phrase
2 "reciprocal undertaking" in Paragraph 80, and on those grounds denies the allegations in said
3 sentence. In addition, the allegations contained in Paragraph 80 are legal conclusions to which no
4 response is required. To the extent a response is warranted, the Answering Defendant denies each
5 and every allegation contained in Paragraph 80 of the Amended Complaint.

6 81. The allegations contained in Paragraph 81 purport to describe a document and state legal
7 conclusions, and therefore no response is required. To the extent a response is required, the
8 Answering Defendant answers that the document speaks for itself and denies any allegation that
9 goes beyond the document.

10 82. The allegations contained in Paragraph 82 purport to describe a document and state legal
11 conclusions, and therefore no response is required. To the extent a response is required, the
12 Answering Defendant answers that the document speaks for itself and denies any allegation that
13 goes beyond the document.

14 83. The allegations in Paragraph 83 of the Amended Complaint are legal conclusions to which
15 no response is required. To the extent a response is warranted, the Answering Defendant denies
16 each and every allegation contained in Paragraph 83 of the Amended Complaint.

17 84. The allegations in Paragraph 84 of the Amended Complaint are legal conclusions applied
18 to hypothetical situations, to which no response is required. To the extent a response is
19 warranted, the Answering Defendant denies each and every allegation contained in Paragraph 84
20 of the Amended Complaint.

21 85. The allegations contained in Paragraph 85 purport to describe regulations and state legal
22 conclusions, and therefore no response is required. To the extent a response is required, the
23 Answering Defendant answers that the regulations speak for themselves and denies any allegation
24 that goes beyond the regulations.

25 86. The allegations contained in Paragraph 86 purport to describe a document and state legal
26 conclusions, and therefore no response is required. To the extent a response is required, the
27 Answering Defendant answers that the document speaks for itself and denies any allegation that
28 goes beyond the document.

1 87. The allegations in Paragraph 87 of the Amended Complaint are legal conclusions to which
2 no response is required. To the extent a response is warranted, the Answering Defendant denies
3 each and every allegation contained in Paragraph 87 of the Amended Complaint.

4 88. The allegations contained in Paragraph 88 purport to describe a document and state legal
5 conclusions, and therefore no response is required. To the extent a response is required, the
6 Answering Defendant answers that the document speaks for itself and denies any allegation that
7 goes beyond the document.

8 89. The allegations in Paragraph 89 of the Amended Complaint are legal conclusions to which
9 no response is required. The allegations in this Paragraph are also vague because they use terms
10 which appear to be terms of art, but are not defined. To the extent a response is warranted, the
11 Answering Defendant denies each and every allegation contained in Paragraph 89 of the
12 Amended Complaint.

13 90. The Answering Defendant denies that CARB's and Quebec's respective cap-and-trade
14 programs are governed by the referenced agreement. To the extent that Plaintiff alleges anything
15 further in Paragraph 90, the Answering Defendant is unable to discern what Plaintiff means to
16 allege, and on that basis no response is required. To the extent a response is warranted, the
17 Answering Defendant denies each and every allegation contained in Paragraph 90 of the
18 Amended Complaint.

19 91. The allegations contained in Paragraph 91 purport to describe a document, a statute, and a
20 regulation, and state legal conclusions, and therefore no response is required. To the extent a
21 response is required, the Answering Defendant answers that the document, statute, and regulation
22 speak for themselves and denies any allegation that goes beyond the document, statute, or
23 regulation.

24 92. The Answering Defendant admits that Quebec is currently the only jurisdiction apart from
25 California that can issue allowances and offsets that CARB will accept. The remaining
26 allegations in Paragraph 92 of the Amended Complaint are legal conclusions to which no
27 response is required. To the extent a response is warranted, the Answering Defendant denies each
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1 and every allegation contained in the remaining sentences of Paragraph 92 of the Amended
2 Complaint.

3 93. The allegations in Paragraph 93 of the Amended Complaint purport to describe a
4 document and state legal conclusions, and therefore no response is required. To the extent a
5 response is required, the Answering Defendant answers that the document speaks for itself and
6 denies any allegation that goes beyond that document.

7 94. The allegations in Paragraph 94 of the Amended Complaint are legal conclusions to which
8 no response is required. To the extent a response is warranted, the Answering Defendant denies
9 each and every allegation contained in Paragraph 94 of the Amended Complaint.

10 95. The allegations in Paragraph 95 of the Amended Complaint are legal conclusions to which
11 no response is required. To the extent a response is warranted, the Answering Defendant denies
12 each and every allegation contained in Paragraph 95 of the Amended Complaint.

13 96. The allegations contained in Paragraph 96 purport to describe a document and state legal
14 conclusions, and therefore no response is required. To the extent a response is required, the
15 Answering Defendant answers that the document speaks for itself and denies any allegation that
16 goes beyond the document.

17 97. The Answering Defendant admits that CARB and Quebec have jointly auctioned
18 allowances and that as of August 20, 2019, twenty joint auctions had taken place. The Answering
19 Defendant denies the remaining allegations contained in the first sentence of Paragraph 97 of the
20 Amended Complaint. The allegations contained in the citation and second sentence of Paragraph
21 97 purport to describe a website, and therefore no response is required. To the extent a response
22 is required, the Answering Defendant answers that the website speaks for itself, and that it has
23 been updated since the date noted as the date it was last visited by Plaintiff, and denies any
24 allegation that goes beyond the content of the website.

25 98. The allegations contained in Paragraph 98 purport to describe a document and state legal
26 conclusions, and therefore no response is required. To the extent a response is required, the
27 Answering Defendant answers that the document speaks for itself and denies any allegation that
28 goes beyond the document.

1 99. The allegations in Paragraph 99 of the Amended Complaint are legal conclusions to which
2 no response is required. To the extent a response is warranted, the Answering Defendant denies
3 each and every allegation contained in Paragraph 99 of the Amended Complaint.

4 100. The allegations in Paragraph 100 of the Amended Complaint are legal conclusions
5 to which no response is required. To the extent a response is warranted, the Answering
6 Defendant denies each and every allegation contained in Paragraph 100 of the Amended
7 Complaint.

8 101. The allegations in Paragraph 101 of the Amended Complaint are legal conclusions
9 to which no response is required. To the extent a response is warranted, the Answering
10 Defendant denies each and every allegation contained in Paragraph 101 of the Amended
11 Complaint.

12 102. The allegations in Paragraph 102 of the Amended Complaint are legal conclusions
13 to which no response is required. To the extent a response is warranted, the Answering
14 Defendant denies each and every allegation contained in Paragraph 102 of the Amended
15 Complaint.

16 103. The allegations contained in Paragraph 103 purport to describe a document and
17 state legal conclusions, and therefore no response is required. To the extent a response is
18 required, the Answering Defendant answers that the document speaks for itself and denies any
19 allegation that goes beyond the document.

20 104. The Answering Defendant is unable to confirm what constitutes the beliefs of an
21 official sued in an official capacity, and on that basis denies the allegations in Paragraph 104. *Cf.*
22 *Kentucky v. Graham*, 473 U.S. 159, 166 (1985) (“[A]n official-capacity suit is, in all respects
23 other than name, to be treated as a suit against the entity. It is *not* a suit against the official
24 personally, for the real party in interest is the entity.” (citation omitted)), *Morongo Band of*
25 *Mission Indians v. California State Bd. of Equalization*, 858 F.2d 1376, 1382 n.5 (9th Cir. 1988).
26 The Answering Defendant also denies the allegations in paragraph 104 on the grounds that they
27 involve Plaintiff’s speculation about hypothetical counter-factual scenarios, and the Answering
28

1 Defendant lacks sufficient information and belief about Plaintiff’s scenarios to develop beliefs
2 about how regulated parties would behave in those scenarios.

3 105. The Answering Defendant is unable to confirm what constitutes the beliefs of an
4 official sued in an official capacity or what it means for an official acting in an official capacity to
5 act consistently with a belief, and on that basis denies the allegations in Paragraph 105. *Cf.*
6 *Graham*, 473 U.S. at 166 (“[A]n official-capacity suit is, in all respects other than name, to be
7 treated as a suit against the entity. It is *not* a suit against the official personally, for the real party
8 in interest is the entity.” (citation omitted)), *Morongo Band of Mission Indians*, 858 F.2d at 1382
9 n.5. The Answering Defendant further denies the allegations in Paragraph 105 on the additional
10 grounds that they rely on Plaintiff’s incorrect legal conclusions regarding the Agreement—legal
11 conclusions that the Answering Defendant does not share.

12 106. The Answering Defendant is unable to confirm what constitutes the beliefs of an
13 official sued in an official capacity, and on that basis denies the allegations in Paragraph 106. *Cf.*
14 *Graham*, 473 U.S. at 166 (“[A]n official-capacity suit is, in all respects other than name, to be
15 treated as a suit against the entity. It is *not* a suit against the official personally, for the real party
16 in interest is the entity.” (citation omitted)), *Morongo Band of Mission Indians*, 858 F.2d at 1382
17 n.5. The Answering Defendant also denies the allegations in paragraph 106 on the grounds that
18 they involve Plaintiff’s speculation about hypothetical counter-factual scenarios, and the
19 Answering Defendant lacks sufficient information and belief about Plaintiff’s scenarios to
20 develop beliefs about how regulated parties would behave in those scenarios.

21 107. The Answering Defendant is unable to confirm what constitutes the beliefs of an
22 official sued in an official capacity or what it means for an official acting in an official capacity to
23 act consistently with a belief, and on that basis denies the allegations in Paragraph 107. *Cf.*
24 *Graham*, 473 U.S. at 166 (“[A]n official-capacity suit is, in all respects other than name, to be
25 treated as a suit against the entity. It is *not* a suit against the official personally, for the real party
26 in interest is the entity.” (citation omitted)), *Morongo Band of Mission Indians*, 858 F.2d at 1382
27 n.5. The Answering Defendant further denies the allegations in Paragraph 107 on the additional
28

1 grounds that they rely on Plaintiff's incorrect legal conclusions regarding the Agreement—legal
2 conclusions that the Answering Defendant does not share.

3 108. The allegations contained in Paragraph 108 purport to describe a document and
4 state legal conclusions, and therefore no response is required. To the extent a response is
5 required, the Answering Defendant answers that the document speaks for itself and denies any
6 allegation that goes beyond the document.

7 109. The allegations in Paragraph 109 of the Amended Complaint are legal conclusions
8 to which no response is required. To the extent a response is warranted, the Answering
9 Defendant denies each and every allegation contained in Paragraph 109 of the Amended
10 Complaint.

11 110. The allegations contained in Paragraph 110 purport to describe a document and
12 state legal conclusions, and therefore no response is required. To the extent a response is
13 required, the Answering Defendant answers that the document speaks for itself and denies any
14 allegation that goes beyond the document.

15 111. The allegations contained in Paragraph 111 purport to describe a document and
16 state legal conclusions, and therefore no response is required. To the extent a response is
17 required, the Answering Defendant answers that the document speaks for itself and denies any
18 allegation that goes beyond the document.

19 112. The allegations contained in Paragraph 112 purport to describe a document and
20 state legal conclusions, and therefore no response is required. To the extent a response is
21 required, the Answering Defendant answers that the document speaks for itself and denies any
22 allegation that goes beyond the document.

23 113. The allegations contained in Paragraph 113 purport to describe a document and
24 state legal conclusions, and therefore no response is required. To the extent a response is
25 required, the Answering Defendant answers that the document speaks for itself and denies any
26 allegation that goes beyond the document.

27 114. The allegations in Paragraph 114 of the Amended Complaint are legal conclusions
28 to which no response is required. To the extent a response is warranted, the Answering

1 Defendant denies each and every allegation contained in Paragraph 114 of the Amended
2 Complaint.

3 115. The allegations in Paragraph 115 of the Amended Complaint are legal conclusions
4 to which no response is required. To the extent a response is warranted, the Answering
5 Defendant denies each and every allegation contained in Paragraph 115 of the Amended
6 Complaint.

7 116. The allegations contained in Paragraph 116 purport to describe a document and
8 state legal conclusions, and therefore no response is required. To the extent a response is
9 required, the Answering Defendant answers that the document speaks for itself and denies any
10 allegation that goes beyond the document.

11 117. The allegations contained in Paragraph 117 purport to describe a regulation and
12 state legal conclusions, and therefore no response is required. To the extent a response is
13 required, the Answering Defendant answers that the regulation speaks for itself and denies any
14 allegation that goes beyond the regulation.

15 118. The Answering Defendant cannot discern Plaintiff's allegation with respect to the
16 phrase "made a reciprocal undertaking" in the first sentence of Paragraph 118, and on those
17 grounds denies the allegations in said sentence. To the extent that Plaintiff seeks to state a legal
18 conclusion with the phrase "make a reciprocal undertaking," no response is required. The
19 remaining allegations contained in Paragraph 118 purport to describe a regulation and state legal
20 conclusions, and therefore no response is required. To the extent a response is required, the
21 Answering Defendant answers that the regulation speaks for itself and denies any allegation that
22 goes beyond the regulation.

23 119. The allegations in Paragraph 119 of the Amended Complaint are legal conclusions
24 to which no response is required. To the extent a response is warranted, the Answering
25 Defendant denies each and every allegation contained in Paragraph 119 of the Amended
26 Complaint.

27 120. The allegations contained in Paragraph 120 purport to describe a document and
28 state legal conclusions, and therefore no response is required. To the extent a response is

1 required, the Answering Defendant answers that the document speaks for itself and denies any
2 allegation that goes beyond the document.

3 121. The Answering Defendant cannot discern Plaintiff's allegation with respect to the
4 phrase "made a reciprocal undertaking" in the first sentence of Paragraph 121, and on those
5 grounds denies the allegations in said sentence. To the extent that Plaintiff seeks to state a legal
6 conclusion with the phrase "reciprocal undertaking," no response is required. The remaining
7 allegations contained in Paragraph 121 purport to describe a document and state legal
8 conclusions, and therefore no response is required. To the extent a response is required, the
9 Answering Defendant answers that the document speaks for itself and denies any allegation that
10 goes beyond the document.

11 122. The allegations contained in Paragraph 122 purport to characterize a public
12 statement and state legal conclusions, and therefore no response is required. To the extent a
13 response is required, the Answering Defendant answers that Newsom and Nichols' public
14 statements speaks for themselves and denies any allegation that goes beyond the public statement.
15 To the extent that Plaintiff alleges intent in Paragraph 122, the Answering Defendant is unable to
16 confirm what constitutes the intent of officials sued in their official capacities, and on that basis
17 denies the allegations in Paragraph 122. *Cf. Graham*, 473 U.S. at 166 ("[A]n official-capacity
18 suit is, in all respects other than name, to be treated as a suit against the entity. It is *not* a suit
19 against the official personally, for the real party in interest is the entity." (citation omitted)),
20 *Morongo Band of Mission Indians*, 858 F.2d at 1382 n.5.

21 123. The allegations contained in Paragraph 123 purport to characterize public
22 statements and state legal conclusions, and therefore no response is required. To the extent a
23 response is required, the Answering Defendant answers that the public statements speaks for
24 themselves and denies any allegation that goes beyond the public statements.

25 124. The Answering Defendant is unable to confirm what constitutes the beliefs of an
26 official sued in an official capacity, and on that basis denies the allegations in Paragraph 124. *Cf.*
27 *Graham*, 473 U.S. at 166 ("[A]n official-capacity suit is, in all respects other than name, to be
28 treated as a suit against the entity. It is *not* a suit against the official personally, for the real party

1 in interest is the entity.” (citation omitted)), *Morongo Band of Mission Indians*, 858 F.2d at 1382
2 n.5. The Answering Defendant further denies the allegations in Paragraph 124 on the additional
3 grounds that they rely on Plaintiff’s incorrect legal conclusions regarding the Agreement—legal
4 conclusions that the Answering Defendant does not share.

5 125. The allegations contained in Paragraph 125 purport to characterize a public
6 statement and therefore no response is required. To the extent a response is required, the
7 Answering Defendant answers that the public statement speaks for itself and denies any allegation
8 that goes beyond the public statement.

9 126. The public statement referenced in Paragraph 126 speaks for itself, and therefore
10 no response is required. To the extent a response is warranted, the Answering Defendant is
11 unable to confirm what constitutes the beliefs of an official sued in an official capacity, and on
12 that basis denies the allegations in Paragraph 126. *Cf. Graham*, 473 U.S. at 166 (“[A]n official-
13 capacity suit is, in all respects other than name, to be treated as a suit against the entity. It is *not* a
14 suit against the official personally, for the real party in interest is the entity.” (citation omitted)),
15 *Morongo Band of Mission Indians*, 858 F.2d at 1382 n.5.

16 127. The Answering Defendant is unable to confirm what constitutes the beliefs or
17 intentions of an official sued in an official capacity, and on that basis denies the allegations in
18 Paragraph 127. *Cf. Graham*, 473 U.S. at 166 (“[A]n official-capacity suit is, in all respects other
19 than name, to be treated as a suit against the entity. It is *not* a suit against the official personally,
20 for the real party in interest is the entity.” (citation omitted)), *Morongo Band of Mission Indians*,
21 858 F.2d at 1382 n.5. The Answering Defendant further denies the allegations in Paragraph 127
22 on the additional grounds that they rely on Plaintiff’s incorrect legal conclusions regarding the
23 Agreement—legal conclusions that the Answering Defendant does not share.

24 128. The Answering Defendant admits that CARB is continuing to implement its cap-
25 and-trade program, in accord with the regulations that permit regulated entities within California
26 the use of Quebec-issued instruments for compliance. The Answering Defendant denies that
27 CARB and Quebec’s respective cap-and-trade programs are governed by the referenced
28 agreement. To the extent that Plaintiff alleges anything further in Paragraph 128, the Answering

1 Defendant is unable to discern what Plaintiff means to allege, and on that basis no response is
2 required. To the extent a response is warranted, the Answering Defendant denies each and every
3 remaining allegation contained in Paragraph 128 of the Amended Complaint.

4 129. The allegations contained in Paragraph 129 purport to describe a document and
5 state legal conclusions, and therefore no response is required. To the extent a response is
6 required, the Answering Defendant answers that the document speaks for itself and denies any
7 allegation that goes beyond the document.

8 130. The allegations contained in Paragraph 130 purport to describe a document and
9 state legal conclusions, and therefore no response is required. To the extent a response is
10 required, the Answering Defendant answers that the document speaks for itself and denies any
11 allegation that goes beyond the document.

12 131. The allegations in Paragraph 131 of the Amended Complaint are legal conclusions
13 to which no response is required. To the extent a response is warranted, the Answering
14 Defendant denies each and every allegation contained in Paragraph 131 of the Amended
15 Complaint.

16 132. The allegations in Paragraph 132 of the Amended Complaint are legal conclusions
17 to which no response is required. To the extent a response is warranted, the Answering
18 Defendant denies each and every allegation contained in Paragraph 132 of the Amended
19 Complaint.

20 133. The allegations contained in Paragraph 133 purport to describe a document and
21 state legal conclusions, and therefore no response is required. To the extent a response is
22 warranted, the Answering Defendant answers that the document speaks for itself and denies any
23 allegation that goes beyond the document.

24 134. The Answering Defendant lacks sufficient information and belief to respond to the
25 allegations contained in Paragraph 134 of the Amended Complaint, and therefore denies said
26 allegations.

27 135. The allegations in Paragraph 135 of the Amended Complaint are legal conclusions
28 to which no response is required. To the extent a response is warranted, the Answering

1 Defendant denies each and every allegation contained in Paragraph 135 of the Amended
2 Complaint.

3 136. The allegations contained in Paragraph 136 purport to describe a document and
4 state legal conclusions, and therefore no response is required. To the extent a response is
5 required, the Answering Defendant answers that the document speaks for itself and denies any
6 allegation that goes beyond the document.

7 137. The allegations contained in Paragraph 137 purport to describe documents and
8 state legal conclusions, and therefore no response is required. Also, the Answering Defendant
9 lacks sufficient information and belief to ascertain the purposes of governors and premiers in
10 2007, and on that basis denies the allegations in the first sentence of Paragraph 137 concerning
11 “purpose.” To the extent a further response is required, the Answering Defendant answers that
12 the documents speak for themselves and denies any allegation that goes beyond the documents.

13 138. The allegations contained in Paragraph 138 purport to describe a document and
14 state legal conclusions, and therefore no response is required. To the extent a response is
15 required, Answering Defendant lacks sufficient information and belief with respect to the
16 meaning of the phrase “California and its partners intended”, lack sufficient information and
17 belief to ascertain the intentions of governors and premiers in 2007, and respond that the
18 document referenced in the paragraph speaks for itself. On these grounds, the Answering
19 Defendant denies any allegation in Paragraph 138 that goes beyond the document.

20 139. The allegations contained in Paragraph 139 purport to describe a document and
21 state legal conclusions, and therefore no response is required. To the extent a response is
22 required, the Answering Defendant answers that the document speaks for itself and denies any
23 allegation that goes beyond the document.

24 140. The allegations contained in Paragraph 140 purport to describe a document and
25 state legal conclusions, and therefore no response is required. To the extent a response is
26 required, the Answering Defendant answers that the document speaks for itself and denies any
27 allegation that goes beyond the document.

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1 141. The allegations contained in Paragraph 141 purport to describe documents and
2 state legal conclusions, and therefore no response is required. To the extent a response is
3 required, the Answering Defendant answers that the documents speak for themselves and denies
4 any allegation that goes beyond the documents.

5 142. The allegations contained in Paragraph 142 purport to describe a document and
6 state legal conclusions, and therefore no response is required. To the extent a response is
7 required, the Answering Defendant answers that the document speaks for itself and denies any
8 allegation that goes beyond the document.

9 143. The allegations in Paragraph 143 of the Amended Complaint are legal conclusions
10 to which no response is required. To the extent a response is warranted, the Answering
11 Defendant denies each and every allegation contained in Paragraph 143 of the Amended
12 Complaint.

13 144. The allegations in Paragraph 144 of the Amended Complaint are legal conclusions
14 to which no response is required. To the extent a response is warranted, the Answering
15 Defendant denies each and every allegation contained in Paragraph 144 of the Amended
16 Complaint.

17 145. The allegations contained in Paragraph 145 purport to describe a document and
18 state legal conclusions, and therefore no response is required. To the extent a response is
19 required, the Answering Defendant answers that the document speaks for itself and denies any
20 allegation that goes beyond the document.

21 146. The allegations contained in Paragraph 146 purport to describe a document and
22 state legal conclusions, and therefore no response is required. To the extent a response is
23 required, the Answering Defendant answers that the document speaks for itself and denies any
24 allegation that goes beyond the document.

25 147. The allegations contained in Paragraph 147 purport to describe documents and
26 state legal conclusions, and therefore no response is required. To the extent a response is
27 required, the Answering Defendant answers that the documents speak for themselves and denies
28 any allegation that goes beyond the documents.

1 148. The allegations in Paragraph 148 of the Amended Complaint are legal conclusions
2 to which no response is required. To the extent a response is warranted, the Answering
3 Defendant denies each and every allegation contained in Paragraph 148 of the Amended
4 Complaint.

5 149. The allegations in Paragraph 149 of the Amended Complaint are legal conclusions
6 to which no response is required. To the extent a response is warranted, the Answering
7 Defendant denies each and every allegation contained in Paragraph 149 of the Amended
8 Complaint.

9 150. The allegations in Paragraph 150 of the Amended Complaint are legal conclusions
10 to which no response is required. To the extent a response is warranted, the Answering
11 Defendant denies each and every allegation contained in Paragraph 150 of the Amended
12 Complaint.

13 151. The allegations contained in Paragraph 151 purport to describe a document and
14 state legal conclusions, and therefore no response is required. To the extent a response is
15 required, the Answering Defendant answers that the document speaks for itself and denies any
16 allegation that goes beyond the document.

17 152. Paragraph 152 of the Amended Complaint describes Plaintiff's attempt to
18 incorporate by reference previously stated allegations and no response is required. To the extent
19 a response is warranted, the Answering Defendant incorporates by reference all responses in the
20 preceding Paragraphs.

21 153. The allegations in Paragraph 153 of the Amended Complaint are legal conclusions
22 to which no response is required. To the extent a response is warranted, the Answering
23 Defendant denies each and every allegation contained in Paragraph 153 of the Amended
24 Complaint

25 154. The allegations in Paragraph 154 of the Amended Complaint are legal conclusions
26 to which no response is required. To the extent a response is warranted, the Answering
27 Defendant denies each and every allegation contained in Paragraph 154 of the Amended
28 Complaint.

1 155. The allegations in Paragraph 155 of the Amended Complaint are legal conclusions
2 to which no response is required. To the extent a response is warranted, the Answering
3 Defendant denies each and every allegation contained in Paragraph 155 of the Amended
4 Complaint.

5 156. Paragraph 156 of the Amended Complaint describes Plaintiff's attempt to
6 incorporate by reference previously stated allegations and no response is required. To the extent
7 a response is warranted, the Answering Defendant incorporates by reference all responses in the
8 preceding Paragraphs.

9 157. The allegations contained in Paragraph 157 purport to quote the text of the United
10 States Constitution and state legal conclusions, and therefore no response is required. To the
11 extent a response is required, the Answering Defendant answers that as to its text, the
12 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
13 beyond the text of the Constitution.

14 158. The allegations contained in Paragraph 158 purport to quote a court decision and
15 state legal conclusions, and therefore no response is required. To the extent a response is
16 required, the Answering Defendant answers that this court decision speaks for itself and denies
17 any allegation that goes beyond that court decision.

18 159. The allegations in Paragraph 159 of the Amended Complaint are legal conclusions
19 to which no response is required. To the extent a response is warranted, the Answering
20 Defendant denies each and every allegation contained in Paragraph 159 of the Amended
21 Complaint.

22 160. The allegations in Paragraph 160 of the Amended Complaint are legal conclusions
23 to which no response is required. To the extent a response is warranted, the Answering
24 Defendant denies each and every allegation contained in Paragraph 160 of the Amended
25 Complaint.

26 161. Paragraph 161 of the Amended Complaint describes Plaintiff's attempt to
27 incorporate by reference previously stated allegations and no response is required. To the extent
28

1 a response is warranted, the Answering Defendant incorporates by reference all responses in the
2 preceding Paragraphs.

3 162. The allegations contained in Paragraph 162 purport to quote the text of the United
4 States Constitution and state legal conclusions, and therefore no response is required. To the
5 extent a response is required, the Answering Defendant answers that as to its text, the
6 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
7 beyond the text of the Constitution.

8 163. The allegations in Paragraph 163 of the Amended Complaint are legal conclusions
9 to which no response is required. To the extent a response is warranted, the Answering
10 Defendant denies each and every allegation contained in Paragraph 163 of the Amended
11 Complaint.

12 164. The allegations in Paragraph 164 of the Amended Complaint are legal conclusions
13 to which no response is required. To the extent a response is warranted, the Answering
14 Defendant denies each and every allegation contained in Paragraph 164 of the Amended
15 Complaint.

16 165. Paragraph 165 of the Amended Complaint describes Plaintiff's attempt to
17 incorporate by reference previously stated allegations and no response is required. To the extent
18 a response is warranted, the Answering Defendant incorporates by reference all responses in the
19 preceding Paragraphs.

20 166. The allegations contained in Paragraph 166 purport to quote the text of the United
21 States Constitution and state legal conclusions, and therefore no response is required. To the
22 extent a response is required, the Answering Defendant answers that as to its text, the
23 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
24 beyond the text of the Constitution.

25 167. The allegations contained in Paragraph 167 purport to quote the text of the United
26 States Constitution and state legal conclusions, and therefore no response is required. To the
27 extent a response is required, the Answering Defendant answers that as to its text, the
28

1 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
2 beyond the text of the Constitution.

3 168. The allegations contained in Paragraph 168 purport to quote the text of the United
4 States Constitution and state legal conclusions, and therefore no response is required. To the
5 extent a response is required, the Answering Defendant answers that as to its text, the
6 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
7 beyond the text of the Constitution.

8 169. The allegations contained in Paragraph 169 purport to quote the text of the United
9 States Constitution and state legal conclusions, and therefore no response is required. To the
10 extent a response is required, the Answering Defendant answers that as to its text, the
11 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
12 beyond the text of the Constitution.

13 170. The allegations contained in Paragraph 170 purport to quote the text of the United
14 States Constitution and state legal conclusions, and therefore no response is required. To the
15 extent a response is required, the Answering Defendant answers that as to its text, the
16 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
17 beyond the text of the Constitution.

18 171. The allegations contained in Paragraph 171 purport to quote the text of the United
19 States Constitution and state legal conclusions, and therefore no response is required. To the
20 extent a response is required, the Answering Defendant answers that as to its text, the
21 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
22 beyond the text of the Constitution.

23 172. The allegations contained in Paragraph 172 purport to quote a court decision and
24 state legal conclusions, and therefore no response is required. To the extent a response is
25 required, the Answering Defendant answers that this court decision speaks for itself and denies
26 any allegation that goes beyond that court decision.

27 173. The allegations contained in Paragraph 173 purport to describe a court decision
28 and state legal conclusions, and therefore no response is required. To the extent a response is

1 required, the Answering Defendant answers that this court decision speaks for itself and denies
2 any allegation that goes beyond that court decision.

3 174. The allegations in Paragraph 174 of the Amended Complaint are legal conclusions
4 to which no response is required. To the extent a response is warranted, the Answering
5 Defendant denies each and every allegation contained in Paragraph 174 of the Amended
6 Complaint.

7 175. The allegations contained in Paragraph 175 purport to quote a document and state
8 legal conclusions, and therefore no response is required. To the extent a response is required, the
9 Answering Defendant answers that this document speaks for itself and denies any allegation that
10 goes beyond that document.

11 176. The allegations in Paragraph 176 of the Amended Complaint are legal conclusions
12 to which no response is required. To the extent a response is warranted, the Answering
13 Defendant denies each and every allegation contained in Paragraph 176 of the Amended
14 Complaint.

15 177. The allegations in Paragraph 177 of the Amended Complaint are legal conclusions
16 to which no response is required. To the extent a response is warranted, the Answering
17 Defendant denies each and every allegation contained in Paragraph 177 of the Amended
18 Complaint.

19 178. The allegations in Paragraph 178 of the Amended Complaint are legal conclusions
20 to which no response is required. To the extent a response is warranted, the Answering
21 Defendant denies each and every allegation contained in Paragraph 178 of the Amended
22 Complaint.

23 179. Paragraph 179 of the Amended Complaint describes Plaintiff's attempt to
24 incorporate by reference previously stated allegations and no response is required. To the extent
25 a response is warranted, the Answering Defendant incorporates by reference all responses in the
26 preceding Paragraphs.

27 180. The allegations contained in Paragraph 180 purport to quote the text of the United
28 States Constitution and state legal conclusions, and therefore no response is required. To the

1 extent a response is required, the Answering Defendant answers that as to its text, the
2 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
3 beyond the text of the Constitution.

4 181. The allegations contained in Paragraph 181 purport to quote the text of the United
5 States Constitution and state legal conclusions, and therefore no response is required. To the
6 extent a response is required, the Answering Defendant answers that as to its text, the
7 Constitution speaks for itself, and the Answering Defendant denies any allegation that goes
8 beyond the text of the Constitution.

9 182. The allegations contained in Paragraph 182 purport to describe a court decision
10 and state legal conclusions, and therefore no response is required. To the extent a response is
11 required, the Answering Defendant answers that this court decision speaks for itself and denies
12 any allegation that goes beyond that court decision.

13 183. The allegations in Paragraph 183 of the Amended Complaint are legal conclusions
14 to which no response is required. To the extent a response is warranted, the Answering
15 Defendant denies each and every allegation contained in Paragraph 183 of the Amended
16 Complaint.

17 184. The allegations in Paragraph 184 of the Amended Complaint purport to describe
18 regulations and documents, and state legal conclusions, and therefore no response is required. To
19 the extent a response is required, the Answering Defendant answers that the regulations and
20 documents speak for themselves and denies any allegation that goes beyond the regulations and
21 documents.

22 185. The allegations in Paragraph 185 of the Amended Complaint are legal conclusions
23 to which no response is required. To the extent a response is warranted, the Answering
24 Defendant denies each and every allegation contained in Paragraph 185 of the Amended
25 Complaint.

26 186. The allegations in Paragraph 186 of the Amended Complaint are legal conclusions
27 to which no response is required. To the extent a response is warranted, the Answering
28

1 Defendant denies each and every allegation contained in Paragraph 186 of the Amended
2 Complaint.

3 187. The allegations in Paragraph 187 of the Amended Complaint are legal conclusions
4 to which no response is required. To the extent a response is warranted, the Answering
5 Defendant denies each and every allegation contained in Paragraph 187 of the Amended
6 Complaint.

7 **AFFIRMATIVE DEFENSES**

8 1. Each of Plaintiff's Causes of Action, separately and conjunctively, are barred against the
9 Answering Defendant for lack of Article III standing.

10 2. Each of Plaintiff's Causes of Action, separately and conjunctively, fail to state a claim
11 upon which relief can be granted.

12 3. Each of Plaintiff's Causes of Action, separately and conjunctively, are not justiciable
13 under the political question doctrine and entrusted to the political branches.

14 4. Each of Plaintiff's Causes of Action, separately and conjunctively, is barred against the
15 Answering Defendant by the doctrine of equitable estoppel.

16 5. Each of Plaintiff's Causes of Action, separately and conjunctively, are barred against the
17 Answering Defendant due to Congressional authorization, acquiescence, or implied consent.

18 **PRAYER FOR RELIEF**

19 The Answering Defendant prays that the Court enter judgment against Plaintiff and award
20 the following relief:

- 21 a. That Plaintiff take nothing by way of its Amended Complaint; or, in the alternative, that
22 b. The Court issue declaration that the Agreement (as defined in the Amended Complaint)
23 and related California law as applied do not violate the Constitution of the United States; and that
24 c. The Court award the Answering Defendant costs of suit; and that
25 d. The Court grant such additional relief as the Court deems just and proper.
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Dated: March 11, 2020

Respectfully submitted,

XAVIER BECERRA
Attorney General of California
MICHAEL P. CAYABAN
Supervising Deputy Attorney General

/s/ Michael S. Dorsi
MICHAEL S. DORSI
Deputy Attorney General
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