

EXHIBIT A

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SUPERIORUNITED STATES DISTRICT COURT-OF-THE-STATE
NORTHERN DISTRICT OF CALIFORNIA

COUNTY OF ALAMEDA

SAN FRANCISCO DIVISION

CITY OF OAKLAND, a Municipal Corporation,
and THE PEOPLE OF THE STATE OF
CALIFORNIA, acting by and through the San
FranciscoOakland City Attorney-DENNIS J.
HERRERA,

No.

No.: 3:17-cv-06011-WHA

Plaintiff and Real Party in Interest,
Plaintiffs,

v.

**FIRST AMENDED COMPLAINT FOR
PUBLIC NUISANCE**

BP P.L.C., a public limited company of England
and Wales, CHEVRON CORPORATION, a
Delaware corporation, CONOCOPHILLIPS
COMPANY, a Delaware corporation, EXXON
MOBIL CORPORATION, a New Jersey
corporation, ROYAL DUTCH SHELL PLC, a

1 public limited company of England and Wales,
2 and DOES 1 through 10,

3 Defendants.
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1 Plaintiff

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1 Plaintiffs, the City of Oakland (“Oakland” or “City”) and the People of the State of
 2 California (“the People”) (collectively, “Plaintiffs”), by and through the Oakland City Attorney,
 3 bringsbring this action against Defendants BP p.l.c. (“BP”), Chevron Corporation (“Chevron”),
 4 ConocoPhillips-~~Company~~ (“ConocoPhillips”), Exxon Mobil Corporation (“Exxon”), and Royal
 5 Dutch Shell plc (“Shell”) (collectively, “Defendants”), and allegesallege as follows:

6 I. INTRODUCTION

7 1. Global warming is here and it is harming Oakland now. Global warming causes
 8 accelerated sea level rise through thermal expansion of ocean water and melting of land-based ice.
 9 Sea levels are rising at rates unprecedented in the history of human civilization due to global
 10 warming. Global warming-induced sea level rise already is causing flooding of low-lying areas of
 11 Oakland that border the San Francisco Bay, increased shoreline erosion, and salt water impacts to
 12 water treatment systems. Many of the Oakland residents who are likely to be most affected by
 13 climate change are low-income and/or people of color. As the U.S. government has pointed out,
 14 people of color, low-income groups, and certain immigrant groups are (*e.g.*, because of poverty,
 15 chronic health conditions, and social isolation) potentially more “vulnerable” to climate change
 16 impacts, including heat waves, flooding, and degraded air quality. This is true in Oakland, where
 17 “socially vulnerable” individuals such as African Americans and Hispanics, tend to live at lower
 18 elevations most affected by sea level rise and higher storm surges. The rapidly rising sea level
 19 along the Pacific coast and in San Francisco Bay, moreover, poses an imminent threat of
 20 catastrophic storm surge flooding because any storm would be superimposed on a higher sea level.
 21 This threat to human safety and to public and private property is becoming more dire every day as
 22 global warming reaches ever more dangerous levels and sea level rise accelerates. Oakland must
 23 take abatement action now to protect public and private property from this looming threat by
 24 building sea walls and other sea level rise adaptation infrastructure. Exhibits 1 and 2 to this
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1 Complaint, showing flood events' projected intrusion into Oakland as a result of global warming,
2 demonstrate just how stark the threat is.¹

3 2. This egregious state of affairs is no accident. Rather, it is an unlawful public
4 nuisance of the first order. Defendants are the five largest investor-owned fossil fuel corporations
5 in the world as measured by their historic production of fossil fuels. The use of fossil fuels – oil,
6 natural gas and coal – is the primary source of the greenhouse gas pollution that causes global
7 warming, a point that science established years ago. Defendants have produced massive amounts
8 of fossil fuels for many years. And recent disclosures of internal industry documents demonstrate
9 that they have done so despite knowing – since at least the late 1970s and early 1980s if not earlier
10 – that massive fossil fuel usage would cause dangerous global warming. It was at that time that
11 scientists on their staffs or with whom they consulted through their trade association, the American
12 Petroleum Institute (“API”), investigated the science and warned them in stark terms that fossil fuel
13 usage would cause global warming at a rate unprecedented in the history of human civilization and
14 present risks of “catastrophic” harm in coming decades.

15 3. Undeterred by these stark warnings, Defendants proceeded to double-down on fossil
16 fuels. Most of the carbon dioxide now in the atmosphere as a result of combustion of Defendants'
17 fossil fuels is likely attributable to their recent production – *i.e.*, to fossil fuels produced by
18 Defendants since 1980. Even today, with the global warming danger level at a critical phase,
19 Defendants continue to engage in massive fossil fuel production and execute long-term business
20 plans to continue and even expand their fossil fuel production for decades into the future.

21 4. The global warming-induced sea level rise from past fossil fuel usage is an
22 irreversible condition on any relevant time scale: it will last hundreds or even thousands of years.
23 Defendants' planned production of fossil fuels into the future will exacerbate global warming,
24 accelerate sea level rise even further, and require greater and more costly abatement actions to
25 protect Oakland.

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27 ¹ City of Oakland, 2016-2021 Local Hazard Mitigation Plan (June 7, 2016), at 84-85, *available at*
28 <http://www2.oaklandnet.com/oakca1/groups/ceda/documents/report/oak058455.pdf>.
<http://www2.oaklandnet.com/oakca1/groups/ceda/documents/report/oak058455.pdf>.

1 5. Defendants, notably, did not simply produce fossil fuels. They engaged in large-
2 scale, sophisticated advertising and public relations communications campaigns to promote
3 pervasive fossil fuel usage and to portray fossil fuels as environmentally responsible and essential
4 to human well-being – although they knew that their fossil fuels would contribute, and
5 subsequently were contributing, to dangerous global warming and associated accelerated sea level
6 rise. These promotional efforts continue through today even in the face of overwhelming and
7 incontrovertible scientific evidence that fossil fuels are altering the climate and global warming has
8 become an existential threat to modern life.

9 6. Defendants' promotion of fossil fuels has also entailed denying mainstream climate
10 science or downplaying the risks of global warming. During the 1990s and early 2000s,
11 Defendants stole a page from the Big Tobacco playbook and sponsored public
12 relations communications campaigns, either directly or through the API or other groups, to deny
13 and discredit the mainstream scientific consensus on global warming, downplay the risks of global
14 warming, and even to launch unfounded attacks on the integrity of leading climate scientists.
15 "Uncertainty" of the science became the constantly repeated mantra of this Big Oil public relations
16 ("PR") communications campaign just as "Doubt is our product" was the Big Tobacco
17 PR communications theme. – Emphasizing "uncertainty" in climate science, directly or through the
18 API, has remained a focus of Defendants' efforts to promote their fuels even though they are well
19 aware that the fundamental scientific facts of global warming are not in dispute and are a cause of
20 grave danger through sea level rise.

21 7. The purpose of all this promotion of fossil fuels and efforts to undermine
22 mainstream climate science, like all marketing, was to increase sales and protect market share. It
23 succeeded.

24 8. And now it will cost billions of dollars to build sea walls and other infrastructure to
25 protect human safety and public and private property in Oakland from global warming-induced sea
26 level rise. A recent report by the State of California has rung the alarm bell as loudly as possible:
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1 “Previously underappreciated glaciological processes, examined in the research of the last five
 2 years, have the potential to greatly increase the probability of extreme global sea-level rise (6 feet
 3 or more) within the century” under business as usual fossil fuel production and usage.²
 4 Translation: the planet’s enormous ice caps on Greenland and Antarctica are beginning to melt,
 5 like their much smaller but more numerous cousins, the mountain glaciers, have been doing for
 6 many years, and slide into the ocean; and this new dynamic is fundamentally increasing the risk of
 7 catastrophic sea level rise. The report projects a risk of as much as ten feet of additional sea level
 8 rise along the coastline of San Francisco Bay by 2100, which would be catastrophic.³ Nearer-term
 9 risks include 0.3 to as much as 0.8 feet of additional sea level rise by 2030,⁴ which itself will
 10 require the building of sea walls and other costly infrastructure given the dynamics of storm surge
 11 and regular high tide flooding.

12 9. This new information shows that the costs of dealing with global warming-induced
 13 sea level rise – already immense – will be staggering for the public entities that must protect their
 14 people and their coastlines. The City of Oakland already is taking action to adapt to accelerating
 15 sea level rise. In the fall of 2017, Oakland issued the Oakland Preliminary Sea-Level Rise Road
 16 Map to help develop a citywide sea level rise adaptation plan. The Road Map warned that “[r]ising
 17 sea levels represent new challenges to Oakland’s future.” In 2016, Oakland adopted a five-year
 18 Local Hazard Mitigation Plan that analyzes risks from sea level rise, identifies mitigation measures
 19 and presents an implementation plan for the next five years. The plan warns that projected sea
 20 level rise in Oakland, absent adaptation, could “substantially impact coastal areas” including low-
 21 lying coastal residences, the Port and Oakland International Airport. As set forth in the Plan,
 22 projected sea level rise in Oakland puts at risk property with a total replacement cost of between
 23 \$22 and \$38 billion. The magnitude of the actions needed to abate harms from sea level rise, and
 24

25 ² Griggs et al., *Rising Seas in California: an update on sea-level rise science*, California Ocean
 26 Science Trust, at 16 (Apr. 2017) (“Rising Seas in California”), *available at*
 27 <http://www.opc.ca.gov/webmaster/ftp/pdf/docs/rising-seas-in-california-an-update-on-sea-level-rise-science.pdf>.
 28 <http://www.opc.ca.gov/webmaster/ftp/pdf/docs/rising-seas-in-california-an-update-on-sea-level-rise-science.pdf>.

³ *Id.* at 26.
 010694-11 9864941025153 v1

⁴ *Id.*

1 the amount of property at risk, will increase in light of the rapidly accelerating sea level rise and
 2 the increased scientific understanding of sea level rise processes as set forth in the 2017 Rising
 3 Seas in California report.

4 10. Defendants are substantial contributors to the public nuisance of global warming
 5 that is causing injury to the PeoplePlaintiffs and thus are jointly and severally liable. Defendants'
 6 cumulative production of fossil fuels over many years places each of them among the top sources
 7 of global warming pollution in the world. ~~Upon information and belief, Defendants are,~~
 8 ~~respectively, the first (Chevron), second (Exxon), fourth (BP), sixth (Shell) and ninth~~
 9 ~~(ConocoPhillips) largest cumulative producers of fossil fuels worldwide from the mid Nineteenth~~
 10 ~~Century to present; most of Defendants' global warming pollution from the usage of their fuels has~~
 11 ~~accumulated in the atmosphere since 1980. And each Defendant is committed to massive fossil~~
 12 ~~fuel production well into the future. These contributions to atmospheric greenhouse gas loading~~
 13 ~~from Defendants' products contributes measurably to global warming and to sea level rise.~~
 14 ~~Defendants, moreover, are qualitatively different from other contributors to the harm given their in-~~
 15 ~~house scientific resources, early knowledge of global warming, commercial promotions of fossil~~
 16 ~~fuels as beneficent even in light of their knowledge to the contrary, and efforts to protect their~~
 17 ~~fossil fuel market by downplaying the risks of global warming.~~

18 11. The PeoplePlaintiffs seek an order requiring Defendants to abate the global
 19 warming-induced sea level rise nuisance to which they have contributed by funding an abatement
 20 program to build sea walls and other infrastructure that are urgently needed to protect human safety
 21 and public and private property in Oakland. The PeoplePlaintiffs do not seek to impose liability on
 22 Defendants for their direct emissions of greenhouse gases and do not seek to restrain Defendants
 23 from engaging in their business operations. Nor do Plaintiffs seek to impose any liability for
 24 lobbying activity; to the extent any particular promotional activity might have had dual goals of
 25 both promoting a commercial product in the marketplace and influencing policy, Plaintiffs invoke
 26 such activities for the purpose of the former, not the latter, and/or as evidence relevant to show
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1 Defendants' knowledge of the dangerous nature of their products. This case is, fundamentally,
 2 about shifting the costs of abating sea level rise harm – one of global warming's gravest harms –
 3 back onto the companies. After all, it is Defendants who have profited and will continue to profit
 4 by knowingly contributing to global warming, thereby doing all they can to help create and
 5 maintain a profound public nuisance.

6 II. JURISDICTION AND VENUE

7 12. Jurisdiction is proper in ~~this Court~~ California Superior Court, Alameda County,
 8 where this case was originally filed, because Defendants have contributed to the creation of a
 9 public nuisance in Oakland, and the Oakland City Attorney has the right and authority to seek
 10 abatement of that nuisance on behalf of the People of the State of California. Defendants have
 11 removed to this Court and the Court has ruled that it has jurisdiction under 28 U.S.C. § 1331. The
 12 People have amended this Complaint to conform to the Court's ruling and reserve all rights with
 13 respect to whether jurisdiction is proper in federal court.

14 ~~13. — Venue is proper in this county in accordance with section 392(a)(1) of the California~~
 15 ~~Code of Civil Procedure because the People allege injuries to real property located in this county.~~

16 13. Assuming jurisdiction is proper, venue is proper in this judicial district because the
 17 action was removed to this district court located where the state action was pending. 28 U.S.C. §§
 18 1390(c), 1441(a). Alternatively, venue is proper in this judicial district pursuant to: 1) 28 U.S.C. §
 19 1391(b)(1) because all defendants reside in this judicial district as that term is defined in 28 U.S.C.
 20 § 1391(c) and other law, and 2) 28 U.S.C. § 1391(b)(2) because a substantial part of the events and
 21 omissions giving rise to the claims occurred in this district, and because a substantial part of the
 22 property that is the subject of the action is situated in this district.

III. PARTIES

A. Plaintiff

A. Plaintiffs

14. Plaintiff City of Oakland is a municipal corporation organized and existing under and by virtue of the laws of the State of California. Oakland owns and manages property and structures that are threatened by global warming and sea level rise. Oakland brings this suit pursuant to federal common law and its authority to file civil actions in order to protect public rights and interests, including to abate the public nuisance caused by Defendants.

14.15. Plaintiff, the People of the State of California, by and through the Oakland City Attorney, brings this suit pursuant to federal common law, California Code of Civil Procedure section 731, and California Civil Code sections 3479, 3480, 3491, and 3494, to abate the public nuisance caused by Defendants.

B. Defendants

15.16. Defendant BP is a public limited company registered in England and Wales with its headquarters in London, England, doing business in California. BP was created in 1998 as a result of a merger between the Amoco Corporation (“Amoco”), a former U.S. corporation, and the British Petroleum Company p.l.c. BP is a publicly traded, multinational, vertically integrated oil and gas company that explores for, produces, refines, markets and sells oil, natural gas and fossil fuel products.

16.17. BP controls company-wide climate change policies and fossil fuel production. BP, through its employees and/or agents, manages, directs, conducts and/or controls operations relating to its subsidiaries’ participation in the process by which fossil fuels, including raw crude oil, are produced, transported, refined, stored, distributed, marketed, and/or sold to consumers. BP also exercises control over company-wide decisions on production and use of fossil fuel reserves considering climate change impacts. BP’s management, direction, conduct and/or control is exercised through a variety of means, including through its employees’ and/or agents’

1 implementation of policies, procedures, and programs relating to climate change generally and to
 2 production of fossil fuels specifically. BP states in its annual report for 2017 that the BP “group
 3 explores for oil and natural gas under a wide range of licensing, joint arrangement and other
 4 contractual agreements,” and that “[a]ll subsidiary undertakings are controlled by the group.”⁵

5 17.18. As a result of its management, direction, conduct and/or control of operations
 6 relating to company-wide climate change policies and fossil fuel production, Defendant BP is
 7 responsible for its subsidiaries’ past and current production and promotion of fossil fuel products.

8 18.19. Defendant Chevron is a Delaware Corporation with its principal place of business
 9 located in San Ramon, California. Chevron and its predecessors had their headquarters in San
 10 Francisco from 1879 to 2001. Chevron is a publicly traded, multinational, vertically integrated oil
 11 and gas company that explores for, produces, refines, markets and sells oil, natural gas and fossil
 12 fuel products.

13 19.20. Chevron controls company-wide climate change policies and fossil fuel production.
 14 Chevron, through its employees and/or agents, manages, directs, conducts and/or controls
 15 operations relating to its subsidiaries’ participation in the process by which fossil fuels, including
 16 raw crude oil, are produced, transported, refined, stored, distributed, marketed, and/or sold to
 17 consumers. Chevron also exercises control over company-wide decisions on production and use of
 18 fossil fuel reserves considering climate change impacts. Chevron’s management, direction,
 19 conduct and/or control is exercised through a variety of means, including through its employees’
 20 and/or agents’ implementation of policies, procedures, and programs relating to climate change
 21 generally and to production of fossil fuels specifically.

22 20.21. As a result of its management, direction, conduct and/or control of operations
 23 relating to company-wide climate change policies and fossil fuel production, Defendant Chevron is
 24 responsible for its subsidiaries’ past and current production and promotion of fossil fuel products.

27 ⁵ BP Annual Report and Form 20-F 2017 at 29, 231, available at
 28 <https://www.bp.com/content/dam/bp/en/corporate/pdf/investors/bp-annual-report-and-form-20f-2017.pdf>.

1 ~~21.22.~~ Defendant ConocoPhillips is a Delaware Corporation with its principal place of
2 business located in Houston, Texas, doing business in California. ConocoPhillips is a publicly
3 traded, multinational oil and gas company that produces, markets and sells oil and natural gas and
4 for many years was a multinational, vertically integrated oil and gas company that also refined and
5 sold finished oil products.

6 ~~22.23.~~ ConocoPhillips controls company-wide climate change policies and fossil fuel
7 production. ConocoPhillips, through its employees and/or agents, manages, directs, conducts
8 and/or controls operations relating to its subsidiaries' participation in the process by which fossil
9 fuels, including raw crude oil, are produced, transported, refined, stored, distributed, marketed,
10 and/or sold to consumers. ConocoPhillips also exercises control over company-wide decisions on
11 production and use of fossil fuel reserves considering climate change impacts. ConocoPhillips'
12 management, direction, conduct and/or control is exercised through a variety of means, including
13 through its employees' and/or agents' implementation of policies, procedures, and programs
14 relating to climate change generally and to production of fossil fuels specifically.

15 ~~23.24.~~ As a result of its management, direction, conduct and/or control of operations
16 relating to company-wide climate change policies and fossil fuel production, Defendant
17 ConocoPhillips is responsible for its subsidiaries' past and current production and promotion of
18 fossil fuel products.

19 ~~24.25.~~ Defendant Exxon is a New Jersey corporation with its principal place of business
20 located in Irving, Texas, doing business in the State of California. Exxon is a publicly traded,
21 multinational, vertically integrated oil and gas company that explores for, produces, refines,
22 markets and sells oil, natural gas and fossil fuel products and, as recently as 2009 produced,
23 marketed and sold coal.

24 ~~25.26.~~ Exxon controls company-wide climate change policies and fossil fuel production.
25 Exxon, through its employees and/or agents, manages, directs, conducts and/or controls operations
26 relating to its subsidiaries' participation in the process by which fossil fuels, including raw crude
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1 oil, are produced, transported, refined, stored, distributed, marketed, and/or sold to consumers.
2 Exxon also exercises control over company-wide decisions on production and use of fossil fuel
3 reserves considering climate change impacts. Exxon's management, direction, conduct and/or
4 control is exercised through a variety of means, including through its employees and/or agents'
5 implementation of policies, procedures, and programs relating to climate change generally and to
6 production of fossil fuels specifically.

7 26-27. As a result of its management, direction, conduct and/or control of operations
8 relating to company-wide climate change policies and fossil fuel production, Defendant Exxon is
9 responsible for its subsidiaries' past and current production and promotion of fossil fuel products.

10 27-28. Defendant Shell is a public limited company registered in England and Wales with
11 its headquarters in The Hague, Netherlands, doing business in California. Shell is a publicly
12 traded, multinational, vertically integrated oil and gas company that explores for, produces, refines,
13 markets and sells oil, natural gas and fossil fuel products.

14 28-29. Shell controls company-wide climate change policies and fossil fuel production.
15 Shell, through its employees and/or agents, manages, directs, conducts and/or controls operations
16 relating to its subsidiaries' participation in the process by which fossil fuels, including raw crude
17 oil, are produced, transported, refined, stored, distributed, marketed, and/or sold to consumers.
18 Shell also exercises control over company-wide decisions on production and use of fossil fuel
19 reserves considering climate change impacts. Shell's management, direction, conduct and/or
20 control is exercised through a variety of means, including through its employees' and/or agents'
21 implementation of policies, procedures, and programs relating to climate change generally and to
22 production of fossil fuels specifically.

23 29-30. As a result of its management, direction, conduct and/or control of operations
24 relating to company-wide climate change policies and fossil fuel production, Defendant Shell is
25 responsible for its subsidiaries' past and current production and promotion of fossil fuel products.

30.31. Defendants DOES ONE through TEN are sued herein under fictitious names.

~~Plaintiff does~~Plaintiffs do not at this time know the true names or capacities of said defendants, but ~~prays~~pray that the same may be alleged when ascertained.

C. Defendants' connections to California.

31.32. Defendants have contributed to the creation of a public nuisance – global warming-induced sea level rise – causing severe harms and threatening catastrophic harms in Oakland.

32.— Each Defendant, directly and through its subsidiaries and agents, substantially participates in the process by which raw crude oil is extracted from the ground, refined into fossil fuel products, including finished gasoline products, and delivered, marketed, and sold to California residents for use.

33. BP, For example, and as described in more detail below, Defendants intentionally created a fungible and commingled gasoline product in order to be able to utilize a common distribution system that moves gasoline from refineries through its subsidiaries: owns and/pipelines to terminals (large storage tanks). Pipelines and trucks then transport gasoline from terminals to underground storage tanks at retail stations where it is sold to consumers. A petroleum products terminal facility consists of one or operates port facilities in California for receipt of crude oil. BP, more very large aboveground storage tanks for fossil fuel products, including gasoline, and is part of the distribution chain to supply fossil fuel products, including gasoline, from a refinery to end consumers, including consumers in California. Defendants created this distribution system because it was more efficient and cost effective for them to distribute gasoline from refineries to retail gasoline stations. As described below, Defendants substantially participated in this gasoline distribution process by producing raw crude oil, supplying raw crude oil to refineries, refining raw crude oil into finished gasoline at refineries, supplying gasoline into pipelines, removing gasoline from pipelines at certain storage facilities or placing gasoline into trucks for transport to retail sites, and/or storing gasoline in underground storage tanks at retail gasoline stations.

1 34. All of the Defendants' long-standing and extensive contacts with California,
2 described below, have furthered and supported their production, marketing, and sale of massive
3 quantities of fossil fuels and fossil fuel products, which has injured, and continues to injure,
4 Oakland.

5 35. BP does business in California, including through its subsidiaries and agents. BP's
6 agent and subsidiary BP America Inc. does business in California, has designated an agent for
7 service of process in California, and has been registered to do business in California since 2000.
8 BP's agent and subsidiary BP America Production Company does business in California, has
9 designated an agent for service of process in California, and has been registered to do business in
10 California since 1975. BP's agent and subsidiary BP Amoco Chemical Company does business in
11 California, has designated an agent for service of process in California, and has been registered to
12 do business in California since 1955. BP's agent and subsidiary BP Corporation North America
13 does business in California, has designated an agent for service of process in California, and has
14 been registered to do business in California since 1987. BP's agent and subsidiary BP Exploration
15 (Alaska) Inc. does business in California, has designated an agent for service of process in
16 California, and has been registered to do business in California since 1974. BP's agent and
17 subsidiary BP Pipelines (North America) Inc. does business in California, has designated an agent
18 for service of process in California, and has been registered to do business in California since 2002.
19 BP's agent and subsidiary BP Products North America Inc. does business in California, has
20 designated an agent for service of process in California, and has been registered to do business in
21 California since 1960. BP's agent and subsidiary Atlantic Richfield Company does business in
22 California, has designated an agent for service of process in California, and has been registered to
23 do business in California since 1985. Atlantic Richfield Company was headquartered in Los
24 Angeles, California from 1972 through 1999.

25 36. BP, including through its subsidiaries, also produces oil in Alaska, and upon
26 information and belief, BP, acting as its agents, BP Exploration U.S.A. Inc. and BP Exploration
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1 Inc., was the named operator for approximately 34 oil and gas, and dry gas wells in California.
 2 Dry gas primarily contains only methane, and no hydrocarbons. Between 1975 and 1999, BP
 3 subsidiary and agent Atlantic Richfield Company extracted oil and natural gas in California, and
 4 transported, marketed and sold fuel and other refined products in California, including to and
 5 through ARCO-branded gasoline stations.

6 37. BP, including through its subsidiaries, transports some of this crude oil to
 7 California, and agents, including BP Exploration (Alaska) Inc., produces oil in Alaska. Since
 8 1977, BP, including through its subsidiaries and agents, has produced and shipped Alaskan crude
 9 oil to various port locations, including to locations in California and the Pacific Northwest Coast.
 10 BP, including through its subsidiary and agent BP Shipping (USA), shipped approximately 2.56
 11 billion barrels of crude oil into California, from 1975 to 2010. In addition, in or around the 1960s,
 12 when BP p.l.c. found oil in Alaska, it had no infrastructure in the United States to process it into
 13 finished fossil fuel products for sale to consumers. BP p.l.c. thus acquired a 25% stake in Standard
 14 Oil Company of Ohio ("Sohio"), which had retail gasoline stations and refining capacity in the
 15 United States at that time. In 1978, BP became the majority Sohio shareholder, and in 1987 bought
 16 Sohio outright. Between 1975 and 1986, BP, through its subsidiary and agent Sohio, extracted oil
 17 in Alaska for shipment to locations including California.

18 38. BP, including through its subsidiaries acting as its agents, including Atlantic
 19 Richfield Company and BP West Coast Products, owned and operated the Carson refinery near Los
 20 Angeles from approximately 1966 through 2013 with a refining capacity of approximately 266,000
 21 barrels of crude oil per day. BP described the Carson refinery as "one of the largest on the US
 22 West Coast."⁶ The refinery began operations in 1938 and is located on 650 acres in Los Angeles
 23 County, near the Long Beach and Los Angeles Harbors. BP owned "integrated terminals and
 24 pipelines" related to the Carson refinery, including the LA basin pipelines system that moved crude
 25 oil, fossil fuel products and intermediates to and from the Carson refinery, and also had marketing
 26

27 ⁶ [https://www.bp.com/en/global/corporate/media/press-releases/bp-completes-sale-of-carson-](https://www.bp.com/en/global/corporate/media/press-releases/bp-completes-sale-of-carson-refinery-and-southwest-u-s--retail-a.html)
 28 [refinery-and-southwest-u-s--retail-a.html](https://www.bp.com/en/global/corporate/media/press-releases/bp-completes-sale-of-carson-refinery-and-southwest-u-s--retail-a.html), - 13 -

1 agreements with retail gasoline station sites in Southern California.⁷ Through approximately 2013,
 2 BP, including through its subsidiaries and agents, including BP Pipelines North America, Inc.,
 3 owned and/or operated port facilities in California for receipt of crude oil, including Long Beach
 4 Port berths 121 and 78 that supplied crude oil to the Carson refinery. In a June 3, 2013 press
 5 release posted on BP Global's website announcing the completion of the sale of the Carson
 6 refinery, Jeff Pitzer, BP's Northwest Fuels Value Chain President stated: "California remains an
 7 important state for us and we remain committed to supplying our customers in Northern California
 8 and the rest of the Pacific Northwest with the quality fuels they depend on."⁸

9 39. BP operates at least 275 ARCO-licensed and-branded gasoline stations in
 10 California, including stations located in Oakland. A webpage accessed from BP Global's website
 11 states that "ARCO-branded gas stations and ampm convenience stores are part of BP's extensive
 12 fuels and retail network in California."⁹ BP operated additional ARCO-branded gasoline stations
 13 in California prior to 2013 when it sold its ARCO retail brand rights to Tesoro Corporation; at the
 14 same time, it exclusively licensed those rights back from Tesoro for Northern California. BP
 15 exercises control over gasoline product quality and specifications at these ARCO-branded retail
 16 stations. BP previously owned and/or operated numerous BP-branded gasoline stations in
 17 California. BP-branded retail stations can only sell gasoline that contains BP's proprietary
 18 additives—the additives that distinguish otherwise fungible gasoline as gasoline that can be sold at
 19 BP-branded retail stations. Upon information and belief, BP has entered into contracts with
 20 operators of BP-branded retail stations in California, and/or distributors, which, among other
 21 things, have required these operators to sell only gasoline with BP proprietary additives, and for
 22 supply of certain volumes of such gasoline to BP-branded stations. BP offers credit cards to
 23 consumers on its interactive website to promote sales of gasoline and other products at its branded
 24 gasoline stations. BP's web site maintain a page of "BP Amoco Stations Near Me" for California

26 ⁷ Id.

27 ⁸ Id.

28 ⁹ [https://www.bp.com/content/dam/bp-country/en_us/PDF/2017EIR/\(FINAL\)%20BP%20in%20California.pdf](https://www.bp.com/content/dam/bp-country/en_us/PDF/2017EIR/(FINAL)%20BP%20in%20California.pdf)

listing virtually every municipality in California and hundreds of such gas stations-, including BP-branded retail stations in the United States, and upon information and belief, formerly did so for BP-branded retail stations in California. BP promotes gasoline sales by offering, consumers, through its interactive web site, twenty-five cents off every website, “cent-per-gallon of BP-branded gasoline for every \$100 rewards” for using BP credit cards that effectively discount gasoline sold at BP stations, including BP-branded retail stations in the United States, and upon information and belief, formerly did so for BP-branded retail stations in California.

40. BP Global’s website currently states: “BP has a significant presence in hundreds of communities across California through gas stations and convenience stores” and that its “footprint includes more than 280 ARCO-licensed and -branded stations.”¹⁰ BP Global’s website further states that “BP’s marketing and trading business has provided energy products and services to California since 1984” and that “[t]oday, the business markets enough natural gas in California to meet the needs of every home in the state’s four largest metropolitan areas: Los Angeles, San Francisco, Riverside and San Diego.”¹¹ BP’s website further states: “BP markets enough natural gas in California to meet the energy needs of 6.9 million households.”¹²

41. A webpage accessed from BP Global’s website states that there are over 140 BP employees in California and that it paid over \$9.5 million in “[p]roperty, environmental and state income/franchise taxes” for the year ended December 1, 2016.¹³

33-42. BP does business in the United States, including through its subsidiaries and agents. BP’s website states: “BP’s oil and gas exploration and production division is one of its core businesses, globally and in the United States.”¹⁴ BP’s website further states: “Nearly three decades after BP began exploring the deepwater Gulf of Mexico, the company remains one of the region’s

¹⁰ https://www.bp.com/en_us/bp-us/where-we-operate/bp-california.html.

¹¹ *Id.*

¹² *Id.*

¹³ [https://www.bp.com/content/dam/bp-country/en_us/PDF/2017EIR/\(FINAL\)%20BP%20in%20California.pdf](https://www.bp.com/content/dam/bp-country/en_us/PDF/2017EIR/(FINAL)%20BP%20in%20California.pdf).

¹⁴ https://www.bp.com/en_us/bp-us/what-we-do/exploration-and-production.html.

1 leading oil and gas producers, with lease blocks covering an area more than twice the size of
 2 Delaware. In fact, BP has been the largest energy investor in the deepwater Gulf over the past
 3 decade.”¹⁵ BP’s average daily oil production in the Gulf of Mexico region is now more than
 4 300,000 barrels of oil equivalent per day. BP’s website also describes its extensive production
 5 activities in Alaska: “BP has spent on a BP Visa® Credit Card or BP Credit Card for the first ninety
 6 days a consumer’s more than half a century exploring and developing Alaska’s oil and gas
 7 resources, and its operations in and around the giant Prudhoe Bay field, located on the North Slope,
 8 account is open, for around 55 percent of the state’s oil and gas production.”¹⁶ BP further reports
 9 that “[s]ince Prudhoe Bay began production in 1977, it has generated more than 12.5 billion barrels
 10 of oil” and that “[f]our decades after starting up, Prudhoe Bay remains one of North America’s
 11 largest oil fields.”¹⁷ BP’s website states “Prudhoe Bay is the most prolific oilfield in U.S.
 12 history.”¹⁸ BP further describes its oil and gas production in Alaska as follows: “BP has a
 13 significant business interest in Alaska’s North Slope. The company operates the entire Greater
 14 Prudhoe Bay area, which consists of the Prudhoe Bay field and a number of smaller fields. This
 15 area produces around 55 percent of Alaska’s oil and gas, and in 2016 it averaged nearly 281,000
 16 barrels of oil equivalent each day. BP also owns interests in seven other North Slope oil fields,
 17 including Alaska’s newest oil and gas field, Point Thomson.”¹⁹ BP has 1,700 employees in Alaska,
 18 and an operating budget of \$1.1 billion there.

19 43. Chevron, through its subsidiaries, BP holds a 32% working interest in the Point
 20 Thomson natural gas production system which is estimated to hold 25% of known North Slope
 21 natural gas in Alaska. BP states that the “development of Point Thomson included a multi-billion
 22
 23
 24

25 ¹⁵ Id.

26 ¹⁶ Id.

27 ¹⁷ Id.

28 ¹⁸ https://www.bp.com/en_us/bp-us/where-we-operate/bp-in-alaska.html.

¹⁹ Id. 010694-1/09864941025153 V1

dollar investment to drill wells, and construct processing facilities, gravel pads, pipelines, and supporting infrastructure including an airstrip, base camp, and sea barge docks and piers.”²⁰

44. BP, through its subsidiaries and agents, also explores for and produces fossil fuels in Colorado, New Mexico, Oklahoma, and Wyoming. Notably, BP touts its “decades of experience in the San Juan Basin — located mainly in New Mexico and Colorado” and a new drilling technology there using multilateral wells that allows producers to “access more of the oil and gas in a given reservoir.”²¹

45. In a June 3, 2013 press release posted on BP Global’s website, BP stated: “Over the past five years, BP has invested more than \$55 billion in the US – more than any other energy company.” BP’s press release further stated that “BP is the nation’s second-largest producer of oil and gas” and “[d]irectly employ[s] more than 20,000 people in all 50 states.”²² BP Lower 48 CEO Dave Lawler has described BP’s United States production operations in the lower 48 states as the “premier U.S. onshore oil and gas business.”²³

46. BP, through its subsidiary and agent BP Pipelines (Alaska) Inc. is a 48.44% owner in the 800-mile long Trans Alaska Pipeline System (TAPS), one of the largest pipeline systems in the world. The TAPS average daily throughput in 2015 was 508,446 barrels of crude oil per day, and its total throughput for 2015 was over 185 million barrels of crude oil. Since start-up, TAPS has transported more than 17.2 billion barrels of crude oil.

47. BP, including through its subsidiaries acting as its agents, owns and operates three gasoline refineries in the United States – Cherry Point in Blaine, Washington; Whiting near Chicago, Illinois; and the Toledo refinery in Oregon, Ohio, in which it has a 50% interest. BP has owned the Cherry Point refinery since 1971 and as of 2017 it processed 236,000 barrels of crude oil per day to produce predominantly transportation fuels, including gasoline. BP has owned the

²⁰ https://www.bp.com/content/dam/bp-country/en_us/PDF/2016EIR/BP_in_AK_2016.pdf.

²¹ https://www.bp.com/en_us/bp-us/what-we-do/exploration-and-production/lower-48.html.

²² <https://www.bp.com/en/global/corporate/media/press-releases/bp-completes-sale-of-carson-refinery-and-southwest-u-s--retail-a.html>.

²³ https://www.bp.com/en_us/bp-us/what-we-do/exploration-and-production/lower-48.html.

1 Whiting refinery since 1889 and as of 2017 it processed 430,000 barrels per day of crude oil to
 2 produce gasoline and other fossil fuels products. BP describes the Whiting Refinery as a
 3 “sprawling, 1,400- acre complex” near downtown Chicago that “can produce enough gasoline each
 4 day to fuel 6 million cars.”²⁴ BP further describes the Whiting refinery as the “largest refinery in
 5 the Midwest — as well as BP’s largest refinery in the world.”²⁵ The Toledo refinery began
 6 operations in 1919 and as of 2017 it processed 160,000 barrels of crude oil per day into finished
 7 fossil fuel products including gasoline. BP touts that the refinery “produces enough gasoline each
 8 day for an average car to drive back and forth from Toledo to Miami more than 30,000 times.”²⁶

9 48. BP, through its subsidiaries and agents, owns numerous fossil fuel product pipelines
 10 in the United States. The Olympic Pipeline is a 400-mile interstate pipeline system that transports
 11 gasoline, diesel, and jet fuel. BP, through its subsidiary and agent BP Pipelines (North America),
 12 owns and operates the 203-mile long Chicap Pipeline System in Illinois which transports crude oil.
 13 BP also has interests in the following joint-venture pipelines in the United States that transport
 14 crude oil: the Caesar Pipeline, Capline Pipeline, Endymion Oil Pipeline, Mars Oil Pipeline, Proteus
 15 Oil Pipeline, and Ursa Pipeline.

16 49. There are 7,200 BP-branded retail gasoline stations in the United States. Upon
 17 information and belief, BP has entered into contracts with operators of BP-branded retail stations in
 18 the United States, and/or distributors, that, among other things, have required these operators to sell
 19 only BP-branded gasoline, and for supply of certain volumes of BP-branded gasoline to BP-
 20 branded stations. In 2017, BP announced that it was reintroducing its Amoco retail fuel brand, and
 21 publicly touted its “commitment to helping our branded marketers grow their businesses,” and Rick
 22 Altizer, senior vice president of sales and marketing for BP Fuels North America, stated that “BP
 23 has a very strong brand presence in the U.S.”²⁷ BP announced that the Amoco-branded stations

24 https://www.bp.com/en_us/bp-us/what-we-do/refining/whiting.html.

25 *Id.*

26 https://www.bp.com/en_us/bp-us/what-we-do/refining/toledo.html.

27 [https://www.bp.com/en_us/bp-us/media-room/press-releases/bp-brings-back-amoco-brand-](https://www.bp.com/en_us/bp-us/media-room/press-releases/bp-brings-back-amoco-brand-for-445-fuel-network.html)
 28 [for-445-fuel-network.html](https://www.bp.com/en_us/bp-us/media-room/press-releases/bp-brings-back-amoco-brand-for-445-fuel-network.html).

1 “will offer all of the same consumer loyalty programs as BP-branded retail sites, including BP
 2 Driver Rewards” and “also will sell all grades of gasoline with BP’s proprietary additive.”²⁸ This
 3 was all in line with BP’s “global fuels marketing strategy.”²⁹

4 50. BP p.l.c. is the registered owner of the BP trademark which has been registered with
 5 the United States Patent and Trademark Office since 2008. According to the registration, the BP
 6 trademark is used in connection with motor vehicle fuels, including gasoline and diesel fuel, and
 7 for retail gasoline stations.

8 34.51. Chevron does business in California, including through its subsidiaries and agents.
 9 Chevron, through its subsidiaries and agents, produces oil in California, owns and/or operates port
 10 facilities in California for receipt of crude oil, owns and operates two refineries where crude oil is
 11 refined into finished fossil fuel products including gasoline, and owns and operates approximately
 12 nine gasoline terminals in California. A gasoline terminal consists of enormous aboveground
 13 storage tanks that hold gasoline for distribution to retail gasoline stations and consumers. Chevron
 14 owns and operates the Richmond gasoline refinery and related terminals in the San Francisco Bay
 15 Area. Chevron, through its subsidiaries and agents, also produces oil in Alaska, and upon
 16 information and belief, some of this crude oil is supplied to California. There also are numerous
 17 Chevron-branded gasoline stations in California, including in Oakland. Chevron exercises control
 18 over gasoline product quality and specifications at Chevron-branded retail stations. Chevron-
 19 branded retail stations display the trademark of Chevron and can only sell gasoline that contains
 20 Chevron’s proprietary additives—the additives that distinguish otherwise fungible gasoline as
 21 gasoline that can be sold at Chevron-branded retail stations. Chevron offers credit cards to
 22 consumers through its interactive website, to promote sales of gasoline and other products at its
 23 branded gasoline stations-, including Chevron-branded retail stations in California. Chevron
 24 promotes gasoline sales by offering consumers three cents per gallon in fuel credits “every fill-up,
 25 every time at Chevron and Texaco stations.” including Chevron-branded retail stations in
 26 California.

27
 28 ²⁸ Id.
 010694-11-9864941025153 V1

²⁹ Id.

52. ConocoPhillips, does business in California, including through its subsidiaries: owns and/or operates port facilities in California for receipt of crude oil, and agents. ConocoPhillips's agent and subsidiary ConocoPhillips Alaska, Inc. does business in California, has designated an agent for service of process in California, and has been registered to do business in California since 1980. ConocoPhillips's agent and subsidiary ConocoPhillips Company does business in California, has designated an agent for service of process in California, and has been registered to do business in California since 1947. ConocoPhillips's agent and subsidiary ConocoPhillips Transportation Alaska, Inc. does business in California, has designated an agent for service of process in California, and has been registered to do business in California since 1978. ConocoPhillips's agent and subsidiary Polar Tankers, Inc. does business in California, has designated an agent for service of process in California, and has been registered to do business in California since 1979.

53. ConocoPhillips, including through its subsidiaries acting as its agents, previously owned and operated a refinery based refineries in both Rodeo and Arroyo Grande, California, from 2001 to 2012, where crude oil was refined into finished fossil fuel products including gasoline. ConocoPhillips, through its subsidiaries ConocoPhillips, including through its predecessors, subsidiaries and agents Tosco Corp., and Phillips, previously owned and operated the Rodeo refinery from approximately 1997 through 2012, which could process approximately 78,400 barrels of crude oil per day into finished fossil fuel products, including gasoline. ConocoPhillips, including through its predecessors, subsidiaries and agents Tosco Corp., and Phillips, previously owned and operated the Santa Maria refinery from approximately 1997 through 2012, which could process approximately 41,800 barrels of crude oil per day into finished fossil fuel products including gasoline. ConocoPhillips, including through its predecessors, subsidiaries and agents Tosco Corp., and Phillips, previously owned and operated the Wilmington refinery from approximately 1997 through 2012, which could process approximately 139,000 barrels of crude oil per day into finished fossil fuel products, including gasoline. ConocoPhillips, including through its

predecessors, subsidiaries and agents Phillips Petroleum, and Tosco Corp., previously owned and operated the Golden Eagle refinery in Martinez/Avon from approximately 1966 through 2000, which could process approximately 166,000 barrels of crude oil per day into finished fossil fuel products, including gasoline.

35-54. ConocoPhillips, through its subsidiaries and agents, also produces oil in Alaska, and transports some of this crude oil to California. ConocoPhillips stated in 2016 that it is “Alaska’s largest oil producer” and “has been a leader in oil and gas exploration and development in Alaska for more than 50 years.”³⁰ ConocoPhillips also stated in 2016 that it transports Alaskan Crude Oil to markets in California: “ConocoPhillips owns and operates Polar Tankers, one of the largest oil tanker fleets under U.S. flag. The fleet transports Alaska North Slope crude oil primarily to refineries in Puget Sound, San Francisco, Long Beach and Hawaii each year. The Polar Tanker fleet consists of five Endeavour Class tankers – the Polar Endeavour, Polar Resolution, Polar Discovery, Polar Adventure and Polar Enterprise – designed specifically for the twice-monthly 2,500 to 5,000-mile round-trip from Valdez, Alaska, to Washington, California and Hawaii.”³¹ ConocoPhillips, through its subsidiaries and agents, owned and/or operated port facilities in California for receipt of crude oil, including in connection with the Wilmington refinery.

55. ConocoPhillips, through its subsidiaries and agents including ConocoPhillips Company, previously owned and/or operated numerous Conoco, Phillips 66 and/or 76-branded (collectively, “Conoco”) gasoline stations in California. Conoco-branded retail stations could only sell gasoline that contained Conoco’s proprietary additives—the additives that distinguish otherwise fungible gasoline as gasoline that could be sold at Conoco-branded retail stations. Upon information and belief, ConocoPhillips entered into contracts with operators of Conoco-branded retail stations in California, and/or distributors, which, among other things, required these operators

³⁰ ConocoPhillips, Alaska Operations 2016 Snapshot, *available at* https://static.conocophillips.com/files/resources/alaska-operations-snapshot-2016_final.pdf; *see also* ConocoPhillips 2017 10-K at 4.

³¹ ConocoPhillips, Alaska Operations 2015 Snapshot, at 15, *available at* https://static.conocophillips.com/files/resources/alaska-operations-snapshot-2016_final.pdf.

1 to sell only gasoline with Conoco proprietary additives, and for supply of certain volumes of such
 2 gasoline to Conoco-branded stations.

3 56. Exxon, through its subsidiaries, does business in California, including through its
 4 subsidiaries and agents. Exxon Mobil Corporation does business in California, has designated an
 5 agent for service of process in California, and has been registered to do business in California since
 6 1972. Exxon's agent and subsidiary ExxonMobil Oil Corporation does business in California, has
 7 designated an agent for service of process in California, and has been registered to do business in
 8 California since 1959. Exxon's agent and subsidiary ExxonMobil Pipeline Company does business
 9 in California, has designated an agent for service of process in California, and has been registered
 10 to do business in California since 1957.

11 57. Exxon, through its subsidiaries and agents, produces oil in California, and owns
 12 and/or operates port facilities in California for receipt of crude oil, and, Exxon previously owned
 13 and operated a, through its subsidiaries, agents and predecessors, including Socony Mobil Oil Co.
 14 and Mobil Oil Corp., the Torrance refinery in California from approximately 1955 until July 1,
 15 2016, with a processing capacity of approximately 151,000 barrels of crude oil per day, where
 16 crude oil was refined into finished fossil fuel products, including gasoline. Exxon owned the
 17 Benicia gasoline refinery for over 30 years from approximately 1968 until 2000—, with a
 18 processing capacity of approximately 145,000 barrels of crude oil per day, where crude oil was
 19 refined into finished fossil fuel products, including gasoline.

20 36-58. Exxon, through its subsidiaries and agents, also produces oil in Alaska, and upon
 21 information and belief, Exxon, through its subsidiaries and agents, transports some of this crude oil
 22 to California. There also are numerous Exxon-branded gasoline stations in California, including in
 23 Oakland and the greater Bay Area. Exxon exercises control over gasoline product quality and
 24 specifications at Exxon-branded retail stations. Exxon-branded retail stations display the
 25 trademark of Exxon and can only sell gasoline that contains Exxon's proprietary additives—the
 26 additives that distinguish otherwise fungible gasoline as gasoline that can be sold at Exxon-branded
 27
 28

1 retail stations. Exxon offers credit cards to consumers, through its interactive website, to promote
 2 sales of gasoline and other products at its branded gasoline stations-, including Exxon-branded
 3 retail stations in California. Exxon promotes gasolinegasolines sales by offering consumers
 4 twenty-five cents off every gallon of Synergy™ gasoline at Exxon™ or Mobil™ stations for the
 5 first two months and then six cents off every gallon of Synergy gasoline at Exxon- and Mobil-
 6 branded stations, including Exxon-branded retail stations in California.

7 59. Shell, through its subsidiaries: Defendant Exxon is responsible for the pre-merger
 8 conduct of Mobil Corporation with respect to all relevant issues herein, and the contacts of Mobil
 9 are attributable to Exxon.

10 60. Shell does business in California, including through its subsidiaries and agents.
 11 Shell's agent and subsidiary Shell Exploration & Production Company does business in California,
 12 has designated an agent for service of process in California, and has been registered to do business
 13 in California since 1995. Shell's agent and subsidiary Shell Marine Products (US) Company does
 14 business in California, has designated an agent for service of process in California, and has been
 15 registered to do business in California since 1999. Shell's agent and subsidiary Shell Oil Company
 16 does business in California, has designated an agent for service of process in California, and has
 17 been registered to do business in California since 1949. Shell's agent and subsidiary Equilon
 18 Enterprises LLC does business in California, has designated an agent for service of process in
 19 California, and has been registered to do business in California since 1998.

20 61. Shell, including through its subsidiaries and agents, produces oil and gas in
 21 California, owns and/or operates port facilities in California for receipt of crude oil, owns and
 22 operates a refinery in California where crude oil is refined into finished fossil fuel products
 23 including gasoline, transports crude oil through a pipeline within California, and owns and operates
 24 approximately six gasoline terminals in California. ~~Since 1915, Shell has owned a gasoline~~
 25 ~~refinery in Martinez, California, twenty-five miles northeast of Oakland. There are numerous~~
 26 ~~Shell-branded gasoline stations in California, including in Oakland.~~ Shell is involved in all facets of
 27
 28

1 the petroleum production and distribution process by design, as “part of an integrated value chain,
 2 including trading activities, that turns crude oil and other feedstocks into a range of products which
 3 are moved and marketed around the world for domestic, industrial and transport use.”³² Shell’s
 4 website recognizes the importance of its common, worldwide brand: “For more than 100 years the
 5 word Shell, our pecten emblem and distinctive red and yellow colours have visualised the Shell
 6 brand and promoted our values and the quality of our products and services all over the world.”³³

7 62. Shell, including through its subsidiaries and agents, including Shell California Prod.
 8 Inc., Shell California Production Inc. and Shell Oil Company, was the named operator of over 200
 9 oil and gas wells in California. Shell, including through its subsidiaries and agents, produces heavy
 10 oil in California. Shell, including through its subsidiaries and agents, has a 51.8% interest in Aera
 11 Energy LLC which operates approximately 15,000 wells in the San Joaquin Valley in California,
 12 mostly producing heavy oil and associated gas.

13 63. Since 1915, Shell, including through its subsidiaries, predecessors and agents has
 14 owned a gasoline refinery in Martinez, California, twenty-five miles northeast of Oakland. In
 15 1913, the Royal Dutch/Shell Group built a shipping terminal that would become the Shell Oil
 16 Terminal Martinez for the purpose of importing and distributing gasoline along the United States
 17 Pacific Coast. Shell, including through its subsidiaries, agents and predecessors, including Shell
 18 Oil Products US, Shell Company of California, Shell Oil Company, Inc. and Shell Oil Co.,
 19 previously owned and operated the Carson Refinery from approximately 1923 through 1992, where
 20 crude oil was refined into finished fossil fuel products including gasoline. In 1992, Shell
 21 decommissioned the refinery and began operating the over 400-acre facility as a distribution
 22 facility for receipt and distribution of fossil fuels throughout the Southern California region via
 23 pipeline and truck delivery. Shell states that the “Shell Carson facility is connected to an extensive
 24 industry infrastructure network of major local refiners, pipelines, terminals, a rail facility and the

26 _____
 27 ³² Shell annual report for 2017 at 46, available at https://reports.shell.com/annual-report/2017/servicepages/downloads/files/shell_annual_report_2017.pdf

28 ³³ <https://www.shell.com/about-us/brand.html> 24 -

1 Shell Mormon Island Marine Terminal.”³⁴ Shell’s “Southern California Products System is part of
 2 a network that provides unequalled access to key refining centers and markets in North America.”³⁵
 3 Shell, including through its subsidiaries, agents and predecessors, including Equilon Enterprises
 4 and Shell Oil Company, previously owned and operated the Wilmington refinery from
 5 approximately 1998 through 2007, with a processing capacity of approximately 98,000 barrels of
 6 crude oil per day, and where crude oil was refined into finished fossil fuel products including
 7 gasoline. Shell, including through its subsidiaries, agents and predecessors, including Equilon and
 8 Shell Oil Company, previously owned and operated the Bakersfield refinery from approximately
 9 2000 through 2005, where crude oil was refined into finished fossil fuel products including
 10 gasoline. As of 2005, the Bakersfield refinery had a capacity of 70,000 barrels per day, and after
 11 its sale, Shell continued to own and operate certain pipelines serving the refinery, the nearby
 12 Bakersfield Products Terminal and entered into an offtake agreement to receive finished fossil fuel
 13 products from the new refinery owner.

14 64. Shell, including through its subsidiary and agent Shell Oil Products Company, owns
 15 and/or operates port facilities at the Wilmington port facility in Los Angeles County, and at the
 16 Long Beach port for receipt of crude oil.

17 65. Shell, including through its subsidiary and agent Shell Oil Products US, owns and
 18 operates at least eight gasoline terminals in California that store fossil fuel products, including
 19 gasoline, and are located in Carson, Colton, Signal Hill, Martinez, West Sacramento, Stockton, San
 20 Jose, and Van Nuys.

21 37-66. There are numerous Shell-branded gasoline stations in California, including in
 22 Oakland. Shell exercises control over gasoline product quality and specifications at Shell-branded
 23 retail stations. Shell-branded retail stations display the trademark of Shell and can only sell
 24 gasoline that contains Shell’s proprietary additives—the additives that distinguish otherwise
 25 fungible gasoline as gasoline that can be sold at Shell-branded retail stations. Shell offers credit
 26

27 ³⁴ [https://www.shell.us/about-us/projects-and-locations/shell-in-carson-southern-](https://www.shell.us/about-us/projects-and-locations/shell-in-carson-southern-california/carson-refinery-products-and-services.html)
 28 [california/carson-refinery-products-and-services.html](https://www.shell.us/about-us/projects-and-locations/shell-in-carson-southern-california/carson-refinery-products-and-services.html).

³⁵ *Id.*

cards to consumers on its interactive website to promote sales of gasoline and other products at its branded gasoline stations, including Shell-branded retail stations in California, and the United States. Shell promotes gasolinegasolines sales by offering consumers, through its interactive web sitewebsite, twenty-five cents off every gallon of Shell Fuel for the first two months after they open an account, including Shell-branded retail stations in California, and the United States.

67. Shell, including through its subsidiaries and agents, San Pablo Bay Pipeline Company and Shell Oil Products US, owns a 400-mile pipeline which transports crude oil within California, including to San Francisco Bay area refineries. The pipeline system includes at least five storage tank systems – Coalinga, Beer Nose, Olig Station, Rio Bravo, and the Bakersfield Tank Farm – that collectively can store millions of barrels of crude oil and other fossil fuel products.

68. There is a close relationship between Shell and its subsidiaries and agents, including Shell Oil Company. For example, Linda Szymanski, currently General Corporate Counsel and Company Secretary for Shell, joined the Shell family in 1995 and has served, among other things, as “General Counsel of the Upstream Americas business and Head of Legal U.S. based in the U.S.A. from 2014 to 2016.”³⁶ Ms. Szymanski has held “a variety of legal positions within Shell Oil Company in the U.S.A., including Chemicals Legal Managing Counsel and other senior roles in employment, litigation, and commercial practice.”³⁷ Ms. Szymanski is a former longtime senior employee of Shell Oil Company and just recently joined Shell’s board.³⁸ Shell’s 2017 Annual Report refers those interested in “investor relations” both to Royal Dutch Shell plc and Shell Oil Company.³⁹

69. Shell does business in the United States, including through its subsidiaries and agents. Shell operates in all 50 states and employs more than 20,000 people in the United States.

³⁶ Royal Dutch Shell plc, 2017 Annual Report, 71, *available at* http://reports.shell.com/annual-report/2017/servicepages/downloads/files/download2.php?file=shell_annual_report_2017.pdf (emphasis added).

³⁷ *Id.*

³⁸ See Royal Dutch Shell, Board of Directors, *available at* <https://www.shell.com/about-us/leadership/board-of-directors.html>.

³⁹ Royal Dutch Shell plc, 2017 Annual Report at 259.

1 70. Shell had 854 million barrels of oil equivalent proved reserves for crude oil and
2 natural gas in the United States as of December 31, 2017, and an additional 488 million barrels of
3 oil equivalent of proved undeveloped reserves in the United States. Shell, including through its
4 subsidiaries and agents, has approximately 30,000 mineral leases with nearly 1.5 million net
5 mineral acres for shales, and has interests in more than 2,300 productive wells and operates four
6 central processing facilities. Nearly 70% of Shell's proven shale reserves worldwide are in the
7 United States, and 88% of its shales liquids proved reserves are in the United States. Shell's share
8 of shales production averaged 137,000 barrels of oil equivalent per day in 2017.

9 71. Shell, including through its subsidiary and agent Shell Oil Products US, has owned
10 the Puget Sound Refinery since 2001 in Anacortes, Washington, which processes up to 145,000
11 barrels of crude oil per day into finished fossil fuel products, including gasoline. Shell, including
12 through its subsidiaries and agents, produces natural gas in the Marcellus and Utica formations in
13 Pennsylvania and Ohio, and owns approximately 850,000 acres in Pennsylvania, Ohio and New
14 York.

15 72. Shell, through its subsidiaries and agents, including Shell Pipeline Company LP, has
16 owned and/or operated fossil fuel pipelines in the United States for 95 years. Shell currently owns
17 and operates seven tank farms across the U.S., and transports more than 1.5 billion barrels of crude
18 oil and refined products annually through 3,800 pipeline miles across the Gulf of Mexico and five
19 states. In addition, Shell has non-operated ownership interests in an additional 8,000 pipeline
20 miles. The pipelines carry more than 40 different kinds of crude oil and more than 20 different
21 grades of gasoline, as well as diesel fuel and jet fuel.

22 73. There are more than 10,000 Shell-branded retail gasoline stations in the United
23 States. Shell exercises control over gasoline product quality and specifications at Shell-branded
24 retail stations. Shell-branded retail stations display the trademark of Shell and can only sell
25 gasoline that contains Shell's proprietary additives – the additives that distinguish otherwise
26 fungible gasoline as gasoline that can be sold at Shell-branded retail stations.

IV. FOSSIL FUELS ARE THE PRIMARY CAUSE OF GLOBAL WARMING.

38-74. Production of fossil fuels for combustion causes global warming. When used as intended, fossil fuels release greenhouse gases, including carbon dioxide (CO₂) and methane, which trap atmospheric heat and increase global temperatures. Carbon dioxide is by far the most important greenhouse gas because of the combustion of massive amounts of fossil fuels.

75. Scientists have known for many years that the use of fossil fuels emits carbon dioxide and that carbon dioxide is a greenhouse gas.

39-76. In 1896, Svante Arrhenius, a Nobel-prize winning scientist, published calculations projecting temperature increases that would be caused by increased carbon dioxide concentrations in the atmosphere due to the burning of fossil fuels.

40-77. By 1957, scientists at the Scripps Institute published a warning in the peer-reviewed literature that global warming “may become significant during future decades if industrial fuel combustion continues to rise exponentially” and that “[h]uman beings are now carrying out a large scale geophysical experiment” on the entire planet.⁴⁰

41-78. In 1960, scientist Charles D. Keeling published results establishing that atmospheric carbon dioxide concentrations were in fact rising.⁴¹

42-79. By 1979, the National Academy of Sciences, which is charged with providing independent, objective scientific advice to the United States government, concluded that there was “incontrovertible evidence” that carbon dioxide levels were increasing in the atmosphere as a result

⁴⁰ Revelle, Roger, and Hans E. Suess (1957). “Carbon Dioxide Exchange between Atmosphere and Ocean and the Question of an Increase of Atmospheric CO₂ During the Past Decades.” *Tellus* 9: 18-27, available at <http://onlinelibrary.wiley.com/doi/10.1111/j.2153-3490.1957.tb01849.x/epdf>.<http://onlinelibrary.wiley.com/doi/10.1111/j.2153-3490.1957.tb01849.x/epdf>.

⁴¹ Keeling, Charles D. (1960). “The Concentration and Isotopic Abundances of Carbon Dioxide in the Atmosphere.” *Tellus* 12: 200-203, available at <http://onlinelibrary.wiley.com/doi/10.1111/j.2153-3490.1960.tb01300.x/epdf>.<http://onlinelibrary.wiley.com/doi/10.1111/j.2153-3490.1960.tb01300.x/epdf>.

1 of fossil fuel use, and predicted that a doubling of atmospheric carbon dioxide would cause an
 2 increase in global surface temperatures of between 1.5 °C and 4.5 °C [2.7 °F and 8.1 °F], with a
 3 probable increase of 3 °C [5.4 °F].

4 80. In 1983, the United States Environmental Protection Agency (“EPA”) issued a
 5 landmark report, which confirmed both that “increases in atmospheric CO₂ primarily result from
 6 the use of fossil fuels” and that such “increases in atmospheric carbon dioxide (CO₂) and other
 7 “greenhouse” gases will substantially raise global temperatures.”⁴²

9 43.81. In 1988, NASA scientist Dr. James E. Hansen testified to the U.S. Senate’s Energy
 10 and Natural Resources Committee that “[t]he greenhouse effect has been detected, and it is
 11 changing our climate now.”

12 44.82. More recent research has confirmed and expanded on these earlier findings. In
 13 1988, the United Nations established the Intergovernmental Panel on Climate Change (“IPCC”) to
 14 assess the scientific and technical information relevant to global warming, and to provide advice to
 15 all parties to the U.N. Framework Convention on Climate Change, including the United States.
 16 The IPCC issues periodic assessment reports, which have become the standard scientific references
 17 on global warming. ~~As~~ Defendant Exxon has put it, recognized that the IPCC is “the leading
 18 ~~international~~ scientific authority on climate change.”₁

19 45.83. In 1990, the IPCC issued its First Assessment Report (“FAR”). It stated that “we
 20 are certain” that “emissions resulting from human activities are substantially increasing the
 21 atmospheric concentrations of the greenhouse gases,” including carbon dioxide and methane, and
 22 that “these increases will enhance the greenhouse effect, resulting on average in an additional
 23 warming of the Earth’s surface.”⁴³ The IPCC’s FAR also predicted that a “business as usual”
 24 scenario (*i.e.* a future in which fossil fuel production and associated emissions continue to increase)
 25

26 ⁴² United States EPA (1983). “Can We Delay a Greenhouse Warming?”, available at
 27 <https://bit.ly/2gRItn1>.

28 ⁴³

~~https://www.ipcc.ch/ipccreports/far/wg_I/ipcc_far_wg_I_spm.pdf, https://www.ipcc.ch/ipccreports/far/wg_I/ipcc_far_wg_I_spm.pdf, at Executive Summary xi.~~

1 would cause global mean temperature during the next century to increase at a rate “greater than that
 2 seen over the past 10,000 years,” and “will result in a likely increase in global mean temperature of
 3 about 1 C [1.8 °F] above the present value by 2025 and 3 °C [5.4 °F] before the end of the next
 4 century” – higher than temperatures have been in the last 150,000 years.⁴⁴ The FAR also predicted
 5 that business as usual would result in substantial sea level rise by 2100.⁴⁵

6 46.84. The FAR further stated “with confidence” that continued emissions of carbon
 7 dioxide “at present rates would commit us to increased concentrations for centuries ahead,” and
 8 that immediate reductions were required to stabilize carbon dioxide concentrations.

9 85. In 1995, in its Second Assessment Report (“SAR”), the IPCC concluded that the
 10 “balance of evidence suggests a discernible human influence on global climate.” This causal
 11 finding was profoundly important as confirmation that human-caused global warming had now
 12 been detected. By 2001, the IPCC strengthened its causal conclusion, stating that it was “likely”
 13 (an IPCC term of art meaning a 66% to 90% chance of being true) that temperature increases
 14 already observed were attributable to human activity.⁴⁶ The U.S. National Academy of Sciences
 15 reviewed this finding and concluded that it was accurate.

16 86. The IPCC issued its most recent report, the Fifth Assessment, in 2013-14. It states
 17 that it is “extremely likely” (95% to 100% likely) that “human influence has been the dominant
 18 cause of the observed warming since the mid-20th century.”⁴⁷ And the federal government’s
 19 Fourth National Climate Assessment Report, issued in the fall of 2017 states: “This assessment
 20 concludes, based on extensive evidence, that it is extremely likely that human activities, especially
 21 emissions of greenhouse gases, are the dominant cause of the observed warming since the mid-20th
 22

23 ⁴⁴ *Id.* at xi and xxviii.

24 ⁴⁵ *Id.* at Executive Summary xi.

25 ⁴⁶ IPCC, Third Assessment Report, Working Group I, Summary for Policymakers at 10,
 26 available at [http://www.grida.no/climate/ipcc_tar/wg1/pdf/WG1_TAR-](http://www.grida.no/climate/ipcc_tar/wg1/pdf/WG1_TAR-FRONT.pdf)
[FRONT.pdf](http://www.grida.no/climate/ipcc_tar/wg1/pdf/WG1_TAR-FRONT.pdf); http://www.grida.no/climate/ipcc_tar/wg1/pdf/WG1_TAR-FRONT.pdf.

27 ⁴⁷ IPCC, Climate Change 2013, The Physical Science Basis, Summary for Policymakers at 17,
 28 available at [https://www.ipcc.ch/pdf/assessment-](https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf)
[report/ar5/wg1/WG1AR5_SPM_FINAL.pdf](https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf); [https://www.ipcc.ch/pdf/assessment-](https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf)
[report/ar5/wg1/WG1AR5_SPM_FINAL.pdf](https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf). - 30 -

1 century. For the warming over the last century, there is no convincing alternative explanation
 2 supported by the extent of the observational evidence.”⁴⁸

3 47.87. Upon information and belief, Defendants have maintained scientific staffs for
 4 decades who have kept track of the climate science as these warnings and conclusions have been
 5 issued.

6 48.88. The increase in atmospheric carbon dioxide caused by the combustion of fossil fuels
 7 has been clearly documented – and measured. Carbon dioxide from fossil fuels has a chemical
 8 fingerprint and is the culprit; natural sources of carbon dioxide were in balance prior to the use of
 9 fossil fuels and are not a cause of the global warming problem. Today, due primarily to the
 10 combustion of fossil fuels produced by Defendants and others, the atmospheric level of carbon
 11 dioxide is 410 ppm, higher than at any time during human civilization and likely higher than any
 12 level in millions of years. The result has been dramatic planetary warming: sixteen of earth’s
 13 seventeen warmest years in the 136-year period of global temperature measurements have occurred
 14 since 2001, and 2016 was the warmest year on record. As of ~~July 2017~~February 2018, there were
 15 ~~394~~398 months in a row that were warmer than the twentieth century average. The years 2014,
 16 2015 and 2016 were the three hottest years ever recorded in California since modern temperature
 17 records were first taken in 1895. California has warmed over 2 °F since 1895.

18 49.89. Scientists typically use “double CO₂,” or twice the pre-industrial level of
 19 atmospheric carbon dioxide concentration, as a standard reference for considering the warming
 20 impact of increased greenhouse gases. Double CO₂ is 550 ppm. According to the IPCC, double
 21 CO₂ will cause the global average surface air temperature to increase by 1.5 to 4.5 °C [2.7 to 8.1
 22 °F] over the pre-industrial level, a rate of warming that is unprecedented in the history of human
 23 civilization. By comparison, at the depths of the last ice age, 20,000 years ago, the global average
 24 temperature of the Earth was only seven to eleven degrees Fahrenheit cooler than today. Globally,
 25
 26

27 ⁴⁸ Donald J. Wuebbles et al., 2017: *Executive Summary, in Climate Science Special Report:*
 28 *Fourth National Climate Assessment, Volume I (2017), available at*
<https://science2017.globalchange.gov/chapter/executive-summary/>.

1 approximately 1 °C [1.8 °F] of the temperature rise already has occurred, due primarily to carbon
2 dioxide and methane emissions from the combustion and use of fossil fuels.

3 50-90. Ongoing and future warming caused by past and ongoing use of massive quantities
4 of fossil fuels will cause increasingly severe harm to Oakland through accelerating sea level rise.
5 In 2013, the IPCC projected that between 2081 and 2100, the global average surface temperature
6 will have increased by 4.7 °F to 8.6 °F under business-as-usual, *i.e.*, with continued massive levels
7 of fossil fuel production. Global warming causes sea level rise by melting glaciers and sea ice, and
8 by causing seawater to expand. This acceleration of sea level rise is unprecedented in the history
9 of human civilization. Since 1990, the rate of sea level rise has more than doubled and it continues
10 to accelerate. The rate of ice loss from the Greenland and Antarctic Ice Sheets is increasing, and
11 these ice sheets soon will become the primary contributor to global sea level rise. With production
12 of fossil fuels continuing on its business-as-usual trajectory, the resulting warming presents a risk
13 of “rapidly accelerating and effectively irreversible ice loss.” The melting of even a portion of the
14 West Antarctic Ice Sheet, the “most vulnerable major ice sheet in a warming global climate,” will
15 cause especially severe impacts in California. Rapid ice sheet loss on Antarctica due to global
16 warming risks a sea level rise in California of ten feet by 2100. This would be catastrophic for
17 Oakland.

18 51-91. The Earth’s climate can undergo an abrupt and dramatic change when a radiative
19 forcing agent, such as carbon dioxide, causes the climate system to reach a tipping point.
20 Defendants’ massive production of fossil fuels increases the risk of reaching that tipping point,
21 triggering a sudden and potentially catastrophic change in climate. The rapidity of an abrupt
22 climate shift would magnify all the adverse effects of global warming. Crossing a tipping point
23 threshold also could lead to rapid disintegration of ice sheets on Greenland and/or Antarctica,
24 resulting in large and rapid increases in sea level rise.

V. DEFENDANTS HAVE PRODUCED MASSIVE QUANTITIES OF FOSSIL FUELS AND HAVE CONTINUED TO DO SO EVEN AS GLOBAL WARMING HAS BECOME GRAVELY DANGEROUS.

52.92. For many years, Defendants have produced massive quantities of fossil fuels that, when combusted, emit carbon dioxide, the most important greenhouse gas. Each of the Defendants, including through their predecessor companies, subsidiaries and agents, upon information and belief, have been producing fossil fuels continuously for over a hundred years. Additionally, one of Defendants' primary fossil fuel products, natural gas, is composed of methane, which is the second most important greenhouse gas and which, as Defendants know, routinely escapes into the atmosphere from facilities operated by Defendants' customers and also consumers. The greenhouse gases from the usage of ~~defendants'~~Defendants' fossil fuels remain in the atmosphere for long periods of time: a substantial portion of carbon dioxide emissions remains in the atmosphere for over 1,000 years after they are emitted.⁴⁹ As noted above, Defendants have produced such vast quantities of fossil fuels that they are five of the ten largest producers in all of history, with most of the CO₂ that has built up in the atmosphere from the use of their products dating from 1980 or later. The cumulative greenhouse gases in the atmosphere attributable to each Defendant has increased the global temperature and contributed to sea level rise, including in Oakland.

53.93. Once Defendants produce fossil fuels by, for example, extracting oil from the ground, those fossil fuels are used exactly as intended and emit carbon dioxide.

94. Defendants are quantitatively and qualitatively different from other contributors to global warming:

a) Recent research demonstrates that just 100 fossil fuel producers are responsible for 62% of all greenhouse gas emissions from industrial sources since the dawn of the Industrial Revolution and for 71% of emissions since 1988, that over 90% of these emissions are

⁴⁹ IPCC, Climate Change 2013, The Physical Science Basis, Summary for Policymakers at 28, available at https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf https://www.ipcc.ch/pdf/assessment-report/ar5/wg1/WG1AR5_SPM_FINAL.pdf.

1 attributable to the fossil fuels that they produce and sell (rather than emit from their own
 2 operations), and that most of these emissions have occurred since 1988.

3 b) Among these 100 producers, Defendants are the five largest, investor-owned
 4 producers of fossil fuels in the world, as measured by the cumulative carbon and methane pollution
 5 generated from the use of their fossil fuels, according to published, peer-reviewed research.⁵⁰
 6 Upon information and belief, Defendants are, respectively, the first (Chevron), second (Exxon),
 7 fourth (BP), sixth (Shell) and ninth (ConocoPhillips) largest cumulative producers of fossil fuels
 8 worldwide from the mid Nineteenth Century to present

9 c) Defendants are collectively responsible, through their production, marketing,
 10 and sale of fossil fuels, for over 11% of all the carbon and methane pollution from industrial
 11 sources that has accumulated in the atmosphere since the dawn of the Industrial Revolution.⁵¹

12 d) Despite their internal warnings, an overwhelming scientific consensus on the
 13 unfolding imminent catastrophe, and actual gravely dangerous impacts from global warming,
 14 Defendants to this day maintain high levels of fossil fuel production. For example, in 2017, each
 15 of the five Defendants produced between 1.4 million and 4.0 million barrels of oil equivalents *per*
 16 *day*. This production will intensify future warming and exacerbate Oakland's injuries from sea
 17 level rise.

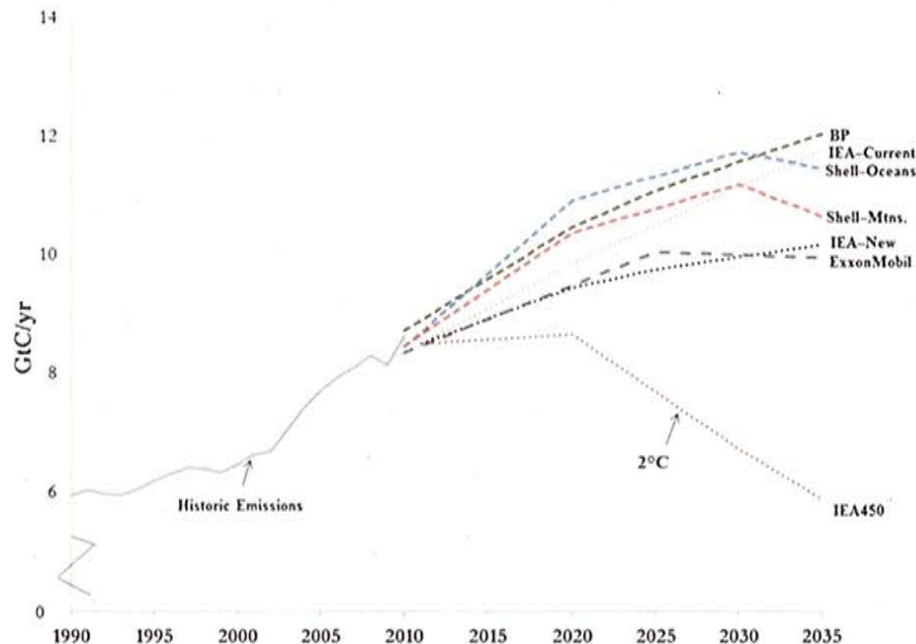
18 e) Defendants, moreover, are qualitatively different from other contributors to
 19 the harm given their in-house scientific resources, early knowledge of global warming, commercial
 20 promotions of fossil fuels as beneficent even in light of their knowledge to the contrary, and efforts
 21 to protect their fossil fuel market by downplaying the risks of global warming.

22 ~~54.a) Despite their internal warnings, an overwhelming scientific consensus on the~~
 23 ~~unfolding imminent catastrophe, and actual gravely dangerous impacts from global warming,~~
 24 ~~Defendants to this day maintain high levels of fossil fuel production. This production will intensify~~
 25 ~~future warming and exacerbate Oakland's injuries from sea level rise.~~

27 ⁵⁰ Richard Heede, *Tracing Anthropogenic Carbon Dioxide and Methane Emissions to Fossil*
 28 *Fuel and Cement Producers, 1854–2010*, *Climatis Change*, Jan. 2014.

⁵¹ *Ibid.*

55.f) Defendants' conduct will continue to cause ongoing and increasingly severe sea level rise harms to Oakland because Defendants are committed to a business model of massive fossil fuel production that they know causes a gravely dangerous rate of global warming. The following graph from a 2015 study published in the peer-reviewed scientific literature demonstrates the grave indifference Defendants BP, Shell and Exxon have for human safety and welfare.



The graph compares the greenhouse gas emissions trajectory necessary to prevent global warming from exceeding a 2 °C increase over the pre-industrial temperature (IEA 450 from International Energy Agency) to BP, Exxon and Shell's projections of total worldwide future emissions that they use to make long-term business plans.⁵² The 2 °C level of global warming is widely considered to be a red line of highly dangerous global warming. Upon information and belief, all Defendants base their long-term business plans upon similar projections.

⁵² Frumhoff, et al., The climate responsibilities of industrial carbon producers, *Climatic Change*, at 167 (2015), available at <https://link.springer.com/article/10.1007/s10584-015-1472-5>.

VI. DEFENDANTS HAVE PRODUCED MASSIVE AMOUNTS OF FOSSIL FUELS DESPITE HAVING FULL KNOWLEDGE FROM THEIR IN-HOUSE SCIENTIFIC STAFF, OR FROM API, THAT FOSSIL FUELS WOULD CAUSE GLOBAL WARMING.

56-95. For decades, Defendants have known that their fossil fuel products pose risks of “severe” and even “catastrophic” impacts on the global climate through the work and warnings of their own scientists ~~or through their trade association and/or through their trade association, the American Petroleum Institute (“API”).~~ Defendants, large and sophisticated companies devoted to researching significant issues relevant to fossil fuels, also were aware of significant scientific reports on climate change science and impacts at the time they were issued. Yet each Defendant decided to continue its conduct and commit itself to massive fossil fuel production. This was a deliberate decision to place company profits ahead of human safety and well-being and property, and to foist onto the public the costs of abating and adapting to the public nuisance of global warming.

57-96. The ~~American Petroleum Institute (“API”)~~ is a national trade association that represents the interests of America’s oil and natural gas industry. At all relevant times, Defendants, their corporate predecessors and/or their operating subsidiaries over which they exercise substantial control, have been members of the API. On information and belief, the API has acted as Defendants’ agent with respect to global warming, received funding from Defendants for the API’s global warming initiatives, and shared with Defendants the information on global warming described herein.

58-97. Beginning in the 1950s, the API repeatedly warned its members that fossil fuels posed a grave threat to the global climate. These warnings have included, for example, an admission in 1968 in an API report predicting that carbon dioxide emissions were “almost certain” to produce “significant” temperature increases by 2000, and that these emissions were almost certainly attributable to fossil fuels. The report warned of “major changes in the earth’s environment” and a “rise in sea levels,” and concluded: “there seems to be no doubt that the potential damage to our environment could be severe.”⁵³ Similar warnings followed in the ensuing

⁵³ E. Robinson & R.C. Robbins, Final Report, Sources, Abundance, and Fate of Gaseous Atmospheric Pollutants, SRI Project PR-6755, prepared for American Petroleum Institute, at 109-110.

decades, including reports commissioned by the API in the 1980s that there was “scientific consensus” that catastrophic climate change would ensue unless API members changed their business models, and predictions that sea levels would rise considerably, with grave consequences, if atmospheric concentrations of CO₂ continued to increase.

59.98. The API’s warnings to Defendants included:

a) In 1951, the API launched a project to research air pollution from petroleum products, and attributed atmospheric carbon to fossil fuel sources. By 1968, the API’s scientific consultant reported to the API that carbon dioxide emissions were “almost certain” to produce “significant” temperature increases by 2000, and that these emissions were almost certainly attributable to fossil fuels. The report warned of “major changes in the earth’s environment” and a “rise in sea levels,” and concluded: “there seems to be no doubt that the potential damage to our environment could be severe.”⁵⁴

b) ~~In 1980, an API task force on climate change~~ Between 1979 and 1983, the API and Defendants, their predecessors, and/or agents formed a task force to monitor and share climate research, initially called the “CO₂ and Climate Task Force” and later renamed the “Climate and Energy Task Force” (“Task Force”). The API kept and distributed meeting minutes to Task Force members. Task Force members included, in addition to API representatives, scientists from Amoco (a predecessor to BP); Standard Oil of California, Texaco, and Gulf Oil Corp. (predecessors to Chevron); Exxon Research and Engineering and Mobil (predecessors to or subsidiaries of current Exxon); Shell; and others. In 1980, the Task Force invited Dr. J.A. Laurman, a “recognized expert in the field of CO₂ and climate,” to make a presentation ~~to the API CO₂ and Climate Task Force.~~ Attendees to the presentation included scientists and executives from Texaco (a predecessor to Chevron), Exxon, and SOHIO (a predecessor to BP). Dr. ~~Laurman~~ Laurman’s written presentation informed the ~~API task force~~ Task Force that there was a

110, available at

<https://www.smokeandfumes.org/#/documents/document16>. <https://www.smokeandfumes.org/#/documents/document16>.

⁵⁴ E. Robinson & R.C. Robbins, Final Report, Sources, Abundance, and Fate of Gaseous Atmospheric Pollutants, SRI Project PR-6755, prepared for American Petroleum Institute, at 109-110, available at <https://www.smokeandfumes.org/#/documents/document16>. *Id.*

1 “Scientific Consensus on the Potential for Large Future Climatic Response to Increased CO₂
 2 Levels.” He further informed the ~~API-task force~~Task Force in his presentation that, though the
 3 exact temperature increases were difficult to predict, the “physical facts agree on the probability of
 4 large effects 50 years away.” ~~His own temperature forecast was~~He warned the Task Force of a 2.5
 5 °C [4.5 °F] global temperature rise by ~~2035~~2038, which would likely have “MAJOR ECONOMIC
 6 CONSEQUENCES,” and a 5 °C [9 °F] rise by 2067, which would likely produce “GLOBALLY
 7 CATASTROPHIC EFFECTS.” He also suggested that, despite uncertainty, “THERE IS NO
 8 LEEWAY” in the time for acting. API minutes show that the ~~task force~~Task Force discussed
 9 topics including “the technical implications of energy source changeover,” “ground rules for
 10 energy release of fuels and the cleanup of fuels as they relate to CO₂ creation,” and researching
 11 “the Market Penetration Requirements of Introducing a New Energy Source into World Wide
 12 Use.”⁵⁵ The Task Force even asked the question “what is the 50 year future of fossil fuels?”

13 (c) In March 1982, an API-commissioned report showed the average increase in global
 14 temperature from a doubling of atmospheric concentrations of CO₂ and projected, based upon
 15 computer modeling, global warming of between 2 and 3.5 °C [3.6 to 6.3 °F]. The report projected
 16 potentially “serious consequences for man’s comfort and survival,” and noted that “the height of
 17 the sea level can increase considerably.”⁵⁶

18 99. On information and belief, Defendants were aware of the industry Task Force and
 19 API findings described above, which were distributed by the API to its members. Each Defendant
 20 (or its predecessor) was a member of the API at relevant times, or had a subsidiary that was a
 21 member of the API at relevant times. Each subsidiary passed on information it learned from the
 22 API on climate change to its parent Defendant (or Defendant’s predecessor) and acted as the agent

24
 25 ⁵⁵ CO₂ and Climate Task Force, Minutes of Meeting, at 1-2 & Attachment B, available at
 26 [http://insideclimatenews.org/sites/default/files/documents/AQ-](http://insideclimatenews.org/sites/default/files/documents/AQ-9%20Task%20Force%20Meeting%20%281980%29.pdf)
[9%20Task%20Force%20Meeting%20%281980%29.pdf](http://insideclimatenews.org/sites/default/files/documents/AQ-9%20Task%20Force%20Meeting%20%281980%29.pdf).

27 ⁵⁶ [http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20and%20](http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20and%20CO2%20warming.pdf)
 28 [CO₂%20warming.pdf](http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20and%20CO2%20warming.pdf) at 3, 5.
[http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20](http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20and%20CO2%20warming.pdf)
[and%20CO₂%20warming.pdf](http://insideclimatenews.org/sites/default/files/documents/API%201982%20Climate%20models%20and%20CO2%20warming.pdf) at 3, 5.

1 for its parent company, which remained in charge of setting overall production levels in light of
 2 climate change and other factors.

3 100. On information and belief, each Defendant was also actually aware (at the time they
 4 were made) of public statements on climate change described above, including the 1979 National
 5 Academy of Science findings and Dr. Hansen's 1988 testimony. Because these statements were
 6 centrally relevant to Defendants' ongoing investment of billions of dollars in fossil fuel production
 7 and billions of dollars in profits, and because Defendants employed experts charged with
 8 evaluating climate change and other energy and regulatory trends, Defendants were in a superior
 9 position to appreciate the threat described in these statements. Defendants' representatives
 10 attended congressional hearings on climate change beginning as early as the late 1970s.

11 60,101. In addition to the API information, some of the Defendants produced their
 12 own internal analyses of global warming. For example, newly disclosed documents demonstrate
 13 that Exxon internally acknowledged in the late 1970s and early 1980s that its products posed a
 14 "catastrophic" threat to the global climate, and that fossil fuel use would have to be strictly limited
 15 to avoid severe harm-;

16 a) Exxon management was informed by its scientists in 1977 that there was an
 17 "overwhelming[]" consensus that fossil fuels were responsible for atmospheric carbon dioxide
 18 increases. The presentation summarized a warning from a recent international scientific conference
 19 that "IT IS PREMATURE TO LIMIT USE OF FOSSIL FUELS BUT THEY SHOULD NOT BE
 20 ENCOURAGED." The scientist warned management in a summary of his talk: "Present thinking
 21 holds that man has a time window of five to ten years before the need for hard decisions regarding
 22 changes in energy strategies might become critical."⁵⁷

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 26 57

27 [https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Present](https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Presentation.pdf?download=1)
 28 [ation.pdf?download=1](https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Presentation.pdf?download=1) at 2.

[https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Present](https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Presentation.pdf?download=1)
[ation.pdf?download=1](https://insideclimatenews.org/system/files_force/documents/James%20Black%201977%20Presentation.pdf?download=1) at 2.

b) In a 1979 Exxon internal memo, an Exxon scientist calculated that 80% of fossil fuel reserves would need to remain in the ground and unburned to avoid greater than a doubling of atmospheric carbon dioxide.⁵⁸

c) In a 1981 internal Exxon memo, a scientist and director at the Exxon Research and Engineering Company warned that “it is distinctly possible” that CO₂ emissions “will later produce effects which will indeed be catastrophic (at least for a substantial fraction of the earth’s population).”⁵⁹

d) A year later, the same scientist wrote another memo to Exxon headquarters, which reported on a “clear scientific consensus” that “a doubling of atmospheric CO₂ from its pre-industrial revolution value would result in an average global temperature rise of $(3.0 \pm 1.5)^\circ\text{C}$ [2.7°F to 8.1°F].”⁶⁰ The clear scientific consensus was based upon computer modeling, which Exxon would later attack as unreliable and uncertain in an effort to undermine public confidence in climate science.⁶¹ The memo continued: “There is unanimous agreement in the scientific community that a temperature increase of this magnitude would bring about significant changes in the earth’s climate, including rainfall distribution and alterations in the biosphere.”

e) In November 1982, an Exxon internal report to management warned that “substantial climatic changes” could occur if the average global temperature rose “at least 1°C [1.8°F] above [1982] levels,” and that “[m]itigation of the ‘greenhouse effect’ would require major reductions in fossil fuel combustion.” The report then warns Exxon management that “there are

⁵⁸

<http://insideclimatenews.org/sites/default/files/documents/CO2%20and%20Fuel%20Use%20Projections.pdf> at 3.

<http://insideclimatenews.org/sites/default/files/documents/CO2%20and%20Fuel%20Use%20Projections.pdf> at 3.

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<http://insideclimatenews.org/sites/default/files/documents/%2522Catastrophic%2522%20Effects%20Letter%20%281981%29.pdf>

<http://insideclimatenews.org/sites/default/files/documents/%2522Catastrophic%2522%20Effects%20Letter%20%281981%29.pdf>.

⁶⁰ Cohen memo to Natkin at 1 (Sept. 2, 1982), available at <http://insideclimatenews.org/documents/consensus-co2-impacts-1982>.
<http://insideclimatenews.org/documents/consensus-co2-impacts-1982>.

⁶¹ See, e.g., <http://insideclimatenews.org/documents/consensus-co2-impacts-1982>.

1 some potentially catastrophic events that must be considered,” including the risk that “if the
 2 Antarctic ice sheet which is anchored on land should melt, then this could cause a rise in sea level
 3 on the order of 5 meters.” The report includes a graph demonstrating the expected future global
 4 warming from the “CO2 effect” demonstrating a sharp departure from the “[r]ange of natural
 5 fluctuations.” This graph is attached hereto as Exhibit 3.⁶²

6 f) By 1983, Exxon had created its own climate models, which confirmed the main
 7 conclusions from the earlier memos. Starting by at least the mid-1980s, Exxon used its own
 8 climate models, and governmental ones to gauge the impact that climate change would have on its
 9 own business operations and subsequently took actions to protect its own business assets based
 10 upon these modeling results.

11 61.102. Exxon’s early research and understanding of the global warming impacts of
 12 its business was not unique among Defendants. For example, at least as far back as 1970,
 13 Defendants Shell and BP began funding scientific research in England to examine the possible
 14 future climate changes from greenhouse gas emissions. Shell produced a film on global warming
 15 in 1991, in which it admitted that there had been a “marked increase [in global temperatures] in the
 16 1980s” and that the increase “does accord with computer models based on the known atmospheric
 17 processes and predicted buildup of greenhouse gases.”⁶³ It acknowledged a “serious warning” that
 18 had been “endorsed by a uniquely broad consensus of scientists” in 1990. In the film, Shell further
 19 admits that by 2050 continued emissions of greenhouse gases at high levels would cause a global
 20 average temperature increase of 1.5 to 4 °C (2.7 to 7.2 °F); that one meter of sea level rise was
 21 likely in the next century; that “this could be disastrous,” and that there is a “possibility of change
 22
 23

24 ⁶² M. B. Glaser, Memo to R.W. Cohen et al. on “CO2 Greenhouse Effect,” Nov. 12, 1982, at 2, 12-
 25 13, 28, *available at*

26 <http://insideclimatenews.org/sites/default/files/documents/1982%20Exxon%20Primer%20on%20CO2%20Greenhouse%20Effect.pdf>.

27 <http://insideclimatenews.org/sites/default/files/documents/1982%20Exxon%20Primer%20on%20CO2%20Greenhouse%20Effect.pdf>.

28 ⁶³ <https://www.youtube.com/watch?v=0VOW48oVXmo>.
<https://www.youtube.com/watch?v=0VOWi8oVXmo>.

1 faster than at any time since the end of the ice age, change too fast, perhaps, for life to adapt
2 without severe dislocation.”

3
4 **VIII.VII. DESPITE THEIR EARLY KNOWLEDGE THAT GLOBAL WARMING
5 WAS REAL AND POSED GRAVE THREATS, DEFENDANTS PROMOTED FOSSIL
6 FUELS FOR PERVASIVE USE WHILE DOWNPLAYING THE REALITY AND RISKS
7 OF GLOBAL WARMING.**

8 62-103. Defendants have extensively promoted fossil fuel use in massive quantities
9 through affirmative advertising for fossil fuels and downplaying global warming risks. First,
10 Defendants promoted massive use of fossil fuels by misleading the public about global warming by
11 emphasizing the uncertainties of climate science and through the use of paid denialist groups and
12 individuals – a striking resemblance to Big Tobacco’s propaganda campaign to deceive the public
13 about the adverse health effects of smoking. Defendants’ campaign inevitably encouraged fossil
14 fuel consumption at levels that were (as Defendants knew) certain to severely harm the public.
15 Second, Defendants’ fossil fuel promotions through frequent advertising for their fossil fuel
16 products, including promotions claiming that consumption at current and even expanded levels is
17 “responsible” or even “respectful” of the environment, have encouraged continued fossil fuel
18 consumption at massive levels that Defendants knew would harm the public.⁶⁴

19 **A. Defendants borrowed the Big Tobacco playbook in order to promote their products.**

20 63-104. Notwithstanding Defendants’ early knowledge of climate change,
21 Defendants have engaged in advertising and ~~public relations~~communications campaigns intended
22 to promote their fossil fuel products by downplaying the harms and risks of global warming.
23 Initially, the campaign tried to show that global warming was not occurring. More recently, the
24 campaign has sought to minimize the risks and harms from global warming. The campaign’s
25 purpose and effect has been to help Defendants continue to produce fossil fuels and sell their
26 products on a massive scale. This campaign was executed in large part by front groups funded by

26 ⁶⁴ ConocoPhillips, the changing energy landscape, *available at*
27 <http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx>; <http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx>; Chevron TV ad (2009),
28 <https://www.youtube.com/watch?v=-KyjTGMVTKA>. *available at*
<https://www.youtube.com/watch?v=-KyjTGMVTKA>.

1 Defendants, either directly or through the API, and through statements made by Defendants
2 directly.

3 64.105. One front group was the Global Climate Coalition (“GCC”). The GCC
4 operated between 1989 and 2002. Its members included the API, and predecessors or subsidiaries
5 of Defendants. William O’Keefe, former president of the GCC, was also a former executive of the
6 API.

7 65.106. The GCC spent millions of dollars on campaigns to discredit climate
8 science, including \$13 million on one ad campaign alone. The GCC distributed a video to
9 hundreds of journalists which claimed that carbon dioxide emissions would increase crop
10 production and feed the hungry people of the world.

11 66.107. However, internal GCC documents admitted that their “contrarian” climate
12 theories were unfounded. In December 1995, the GCC’s Science and Technology Advisory
13 Committee (“GCC-STAC”), whose members included employees of Mobil Oil Corporation (an
14 Exxon predecessor) and API, drafted a primer on the science of global warming for GCC members.
15 The primer concluded that the GCC’s contrarian theories “do not offer convincing arguments
16 against the conventional model of greenhouse gas emission-induced climate change.” Due to this
17 inconvenient conclusion, at its next meeting, in January 1996, the GCC-STAC decided simply to
18 drop this seven-page section of the report. Nonetheless, for years afterward, the GCC and its
19 members continued to tout their contrarian theories about global warming, even though the GCC
20 had admitted internally these arguments were invalid.

21 67.— In February 1996, an internal GCC presentation summarized findings from the 1995
22 IPCC Second Assessment report and stated that a doubling of carbon dioxide levels over pre-
23 industrial concentrations would occur the projected temperature change by 2100 and cause would
24 constitute “an average rate of warming [that] would probably be greater than any seen in the past
25 10,000 years.” The presentation noted “potentially irreversible” impacts that could include
26 “significant loss of life.”

68.108. Certain Defendants also funded another front group in the 1990s, the Global Climate Science Communications Team (“GCSCT”). GCSCT members included Exxon, Chevron, and API. A 1998 GCSCT task force memo outlined an explicit strategy to invest millions of dollars to manufacture uncertainty on the issue of global warming, directly emulating a similar disinformation campaign by the tobacco industry. The memo stated: “*Victory Will Be Achieved When,*” among other things, “*Average citizens ‘understand’ (recognize) uncertainties in climate science,*” public “*recognition of uncertainty becomes part of the ‘conventional wisdom,’*” and the “*Media ‘understands’ (recognizes) uncertainties in climate science.*”⁶⁵ The plan stated that progress would be measured by the percentage of new articles that raise questions about climate change and stated that predicted health impacts were “mostly adverse impacts, with significant loss of life.” The document simultaneously reported the IPCC’s scientific conclusions regarding climate change and laid out points for questioning those conclusions, including the IPCC’s 1995 finding that human-induced global warming had now been detected even though the GCC-STAC had concluded just two months before that the contrarian theories of causation were scientifically unconvincing.

69.109. Over at least the last nineteen years, Exxon in particular has paid researchers and front groups to create uncertainties about basic climate change science and used denialist groups to attack well-respected scientists. These were calculated business decisions by Exxon to undermine climate change science and bolster production of fossil fuels.

70.110. Between 1998 and 2014, Exxon paid millions of dollars to organizations to promote disinformation on global warming. During the early- to mid-1990s, Exxon directed some of this funding to Dr. Fred Seitz, Dr. Fred Singer, and/or Seitz and Singer’s Science and Environmental Policy Project (“SEPP”) in order to launch repeated attacks on mainstream climate science and IPCC conclusions, even as Exxon scientists participated in the IPCC. Seitz, Singer and SEPP had previously been paid by the tobacco industry to create doubt in the public mind about the hazards of smoking. Seitz and Singer were not climate scientists.

71.111. Exxon's promotion of fossil fuels also entailed the funding of denialist groups that attacked well-respected scientists Dr. Benjamin Santer and Dr. Michael Mann, maligning their characters and seeking to discredit their scientific conclusions with media attacks and bogus studies in order to undermine the IPCC's 1995 and 2001 conclusion that human-driven global warming is now occurring.

72.112. One of Defendants' most frequently used denialists has been an aerospace engineer named Wei Hock Soon. Between 2001 and 2012, various fossil fuel interests, including Exxon and API, paid Soon over \$1.2 million. Soon was the lead author of a 2003 article which argued that the climate had not changed significantly. The article was widely promoted by other denial groups funded by Exxon, including via "Tech Central Station," a website supported by Exxon. Soon published other bogus "research" in 2009, attributing global warming to solar activity, for which Exxon paid him \$76,106. This 2009 grant was made several years after Exxon had publicly committed not to fund global warming deniers.

73.113. Until ~~recently~~approximately early 2016, API's website referred to global warming as "possible man-made warming" and claimed that the human contribution is "uncertain." The API removed this statement from its ~~web site~~website in 2016 when journalistic investigations called attention to the API's misleading statements on global warming and its ~~1970s/1980s task force on global warming~~participation in the climate change Task Force during the late 1970s and early 1980s.

74.114. In 2000, Exxon took out an advertisement on the Op-Ed page of the *New York Times* entitled "Unsettled Science." The advertisement claimed that "scientists remain unable to confirm" the proposition that "humans are causing global warming."⁶⁶ This was six years after the IPCC had confirmed the causal link between planetary warming and anthropogenic greenhouse gas emissions – a historic moment in climate science – and some eighteen years after Exxon itself had admitted in a 1982 internal memoranda to corporate headquarters that there was "a clear scientific consensus" that greenhouse gas emissions would cause temperatures to rise.

⁶⁶~~<https://assets.documentcloud.org/documents/705605/xom-nyt-2000-3-23-unsettledscience.pdf>~~
<https://assets.documentcloud.org/documents/705605/xom-nyt-2000-3-23-unsettledscience.pdf>.

75.115. On May 27, 2015, at Exxon's annual shareholder meeting, then-CEO Rex Tillerson misleadingly downplayed global warming's risks by stating that climate models used to predict future impacts were unreliable: "What if everything we do it turns out our models were really lousy and we achieved all of our objectives and it turned out the planet behaved differently because the models just weren't good enough to predict it?" But as noted above, in 1982 Exxon's scientific staff stated, based upon the climate models, that there was a "clear scientific consensus" with respect to the level of projected future global warming and starting shortly thereafter Exxon relied upon the projections of climate models, including its own climate models, in order to protect its own business assets. Tillerson's statement reached consumers because it was reported in the press, including in California,⁶⁷ as is common when fossil fuel company CEOs make statements regarding climate change and as Exxon had reason to know would occur.

76.116. Until ~~recently~~approximately early 2017, Exxon's website continued to emphasize the "uncertainty" of global warming science and impacts: "current scientific understanding provides limited guidance on the likelihood, magnitude, or time frame" of events like temperature extremes and sea level rise.⁶⁸ Exxon's insistence on crystal ball certainty was clear misdirection, since Exxon knew that the fundamentals of climate science were well settled and showed global warming to present a clear and present danger.

B. Defendants' ~~direct promotion~~Direct Promotion of fossil fuelsFossil Fuels.

77.117. Defendants continue to promote massive fossil fuel use by the public notwithstanding that global warming is happening, that global warming is primarily caused by their fossil fuels, and that global warming is causing severe injuries. Defendants promote the massive use of fossil fuels through advertisements lauding fossil fuels as "responsible" and "respectful" to the environment, identifying fossil fuels as the only way to sustain modern standards of living, and

⁶⁷ See, e.g., David Koenig, Exxon shareholders to vote on climate change, fracking, San Diego Union-Tribune, May 27, 2015, <http://www.sandiegouniontribune.com/news/2015/may/27/exxon-shareholders-to-vote-on-climate-change/>.

⁶⁸ ~~Formerly found at <http://corporate.exxonmobil.com/en/current-issues/climate-policy/meeting-global-needs/managing-climate-change-business-risks>. Formerly found at <http://corporate.exxonmobil.com/en/current-issues/climate-policy/meeting-global-needs/managing-climate-change-business-risks>.~~

1 promoting sales of their fossil fuels without qualification. Defendants and/or their U.S.
 2 subsidiaries are members of the API. The API also promotes the benefits of fossil fuel products on
 3 behalf of Defendants and its other members. Defendants' message to consumers is that fossil fuels
 4 may continue to be burned in massive quantities without risking significant injuries.

5 78.118. Defendants bombard the public and consumers with the following
 6 advertisements, although these are a mere sliver of Defendants' extensive campaigns. Defendants'
 7 advertisements must be understood in their proper context – as following Defendants' substantial
 8 early knowledge on global warming risks and impacts, and following a decades-long campaign of
 9 misleading statements on global warming that primed the pump for massive use of their fossil fuel
 10 products:-

11 a) Exxon's "Lights Across America" website advertisement states that natural gas is
 12 "helping dramatically reduce America's emissions"⁶⁹ even though natural gas is a fossil fuel
 13 causing widespread planetary warming and harm to coastal cities like Oakland and the use of
 14 natural gas competes with wind and solar, which have no greenhouse gas emissions.

15 b) In 2017, Shell's CEO promoted massive fossil fuel use by stating that the fossil fuel
 16 industry could play a "crucial role" in lifting people out of poverty.⁷⁰ A Shell website promotion
 17 states: "We are helping to meet the world's growing energy demand while limiting CO2 emissions,
 18 by delivering more cleaner-burning natural gas."⁷¹

19
 20
 21
 22
 23 ⁶⁹

24 https://www.youtube.com/watch?v=tMu1CBjXfq4&list=PLIrXIHj7zayYGaExfTp_B4t6gqTtkGf9A&index=6 (at 0:46).

25 https://www.youtube.com/watch?v=tMu1CBjXfq4&list=PLIrXIHj7zayYGaExfTp_B4t6gqTtkGf9A&index=6 (at 0:46).

26 ⁷⁰ Shell CEO speech, Mar. 9, 2017, *available at* <http://www.shell.com/media/speeches-and-articles/2017/deliver-today-prepare-for-tomorrow.html>.

27 ⁷¹ Shell United States, Transforming Natural Gas, *available at* <http://www.shell.us/energy-and-innovation/transforming-natural-gas.html>.
 28 <http://www.shell.us/energy-and-innovation/transforming-natural-gas.html> 53 VI

1 c) BP touts natural gas on its website as “a vital lower carbon energy source” and as
 2 playing a “crucial role” in a transition to a lower carbon future.⁷² BP promotes continued massive
 3 fossil fuel use as enabling two billion people to be lifted out of poverty.

4 d) Chevron’s website implores the public that “we produce safe, reliable energy
 5 products for people around the world.”⁷³ Chevron also promotes massive use of fossil fuels as the
 6 key to lifting people out of poverty: “Reliable and affordable energy is necessary for improving
 7 standards of living, expanding the middle class and lifting people out of poverty. Oil and natural
 8 gas will continue to fulfill a significant portion of global energy demand for decades to come –
 9 even in a carbon-constrained scenario.” A prior Chevron advertisement still available on the web
 10 promotes Chevron fossil fuels on a massive scale by stating that “our lives demand oil.”⁷⁴

11 e) ConocoPhillips promotes its fossil fuel products by stating that it “responsibly
 12 suppl[ies] the energy that powers modern life.”⁷⁵ Similarly, ConocoPhillips has the following
 13 advertising slogan on its website: “Providing energy to improve quality of life.”⁷⁶

14 79-119. Contrary to Defendants’ claims that the use of massive amounts of fossil
 15 fuels is required to lift people out of poverty, the IPCC has concluded: “Climate-change impacts
 16 are expected to exacerbate poverty in most developing countries and create new poverty pockets in
 17 countries with increasing inequality, in both developed and developing countries.”⁷⁷

18
 19 ⁷² [http://www.bp.com/en/global/corporate/energy-economics/energy-outlook/energy-overview-](http://www.bp.com/en/global/corporate/energy-economics/energy-outlook/energy-overview-the-base-case.html)
 20 [the-base-case.html](http://www.bp.com/en/global/corporate/energy-economics/energy-outlook/energy-overview-the-base-case.html). [http://www.bp.com/en/global/corporate/energy-economics/energy-](http://www.bp.com/en/global/corporate/energy-economics/energy-outlook/energy-overview-the-base-case.html)
 21 [outlook/energy-overview-the-base-case.html](http://www.bp.com/en/global/corporate/energy-economics/energy-outlook/energy-overview-the-base-case.html).

22 ⁷³ Chevron, Products and Services, available at [https://www.chevron.com/operations/products-](https://www.chevron.com/operations/products-services)
 23 [services](https://www.chevron.com/operations/products-services).<https://www.chevron.com/operations/products-services>.

24 ⁷⁴ Chevron TV ad (2009), available at [https://www.youtube.com/watch?v=-](https://www.youtube.com/watch?v=-KyjTGMVTkA)
 25 [KyjTGMVTkA](https://www.youtube.com/watch?v=-KyjTGMVTkA).<https://www.youtube.com/watch?v=-KyjTGMVTkA>.

26 ⁷⁵ ConocoPhillips, the changing energy landscape, available at [http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-](http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx)
 27 [changing-energy-landscape.aspx](http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx).[http://www.conocophillips.com/who-we-are/our-company/spirit-](http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx)
 28 [values/responsibility/Pages/the-changing-energy-landscape.aspx](http://www.conocophillips.com/who-we-are/our-company/spirit-values/responsibility/Pages/the-changing-energy-landscape.aspx).

⁷⁶ ConocoPhillips, Producing energy, available at [http://www.conocophillips.com/what-we-](http://www.conocophillips.com/what-we-do/producing-energy/Pages/default.aspx)
[do/producing-energy/Pages/default.aspx](http://www.conocophillips.com/what-we-do/producing-energy/Pages/default.aspx).[http://www.conocophillips.com/what-we-do/producing-](http://www.conocophillips.com/what-we-do/producing-energy/Pages/default.aspx)
[energy/Pages/default.aspx](http://www.conocophillips.com/what-we-do/producing-energy/Pages/default.aspx).

⁷⁷ IPCC, Climate Change 2014: Mitigation of Climate Change, Working Group III Contribution to the Fifth Assessment Report of the Intergovernmental Panel on Climate Change, Summary for Policy-makers at 20, available at [https://www.ipcc.ch/pdf/assessment-](https://www.ipcc.ch/pdf/assessment-report/ar5/wg3/Summary_Policy_Makers.pdf)
[report/ar5/wg3/Summary_Policy_Makers.pdf](https://www.ipcc.ch/pdf/assessment-report/ar5/wg3/Summary_Policy_Makers.pdf).

1 80-120. Defendants BP and Exxon have also used long-term energy forecasts and
 2 similar reports to promote their products under the guise of expert, objective analysis. These
 3 forecasts have repeatedly sought to justify heavy reliance on fossil fuels by overstating the cost of
 4 renewable energy.

5 81-121. Defendants' energy forecasts are aimed in substantial part at consumers and
 6 are promoted to the public through their respective websites and other direct media. Exxon
 7 continues to promote its annual "Outlook for Energy" reports in videos currently available on the
 8 internet. But Defendants' energy "analyses" are self-serving means of promoting fossil fuels and
 9 undercutting non-dangerous renewable energy and clean technologies. For example, Exxon has
 10 claimed in a recent forecast that natural gas is a cheaper way to reduce carbon dioxide emissions
 11 than wind or solar power while BP has claimed that solar and wind power will be more expensive
 12 in 2050 than natural gas or coal even though wind and solar are already cheaper than natural gas or
 13 coal in some circumstances. Exxon and BP also have understated in recent "forecasts" the
 14 expected market share of electric vehicles even as electric vehicle technology has taken off, prices
 15 have dropped and GM announced (in 2015) that it was investing billions in electric cars because
 16 the "future is electric."

17 82-122. Defendants' reports also promote their fossil fuel products by warning
 18 consumers of supposed downsides to reducing fossil fuel use and carbon dioxide emissions. For
 19 example, Exxon's most recent report claims that the costs of carbon dioxide reductions, are
 20 "ultimately borne by consumers and taxpayers."

21 83-123. These reports by BP and Exxon, and a similar one by Shell, predict massive
 22 increases in fossil fuel use over roughly the next 15 years. This is part of a larger strategy of
 23 "mak[ing] the case for the necessary role of fossil fuels," as BP's chief executive stated in a
 24 moment of candor in 2015.
 25
 26
 27

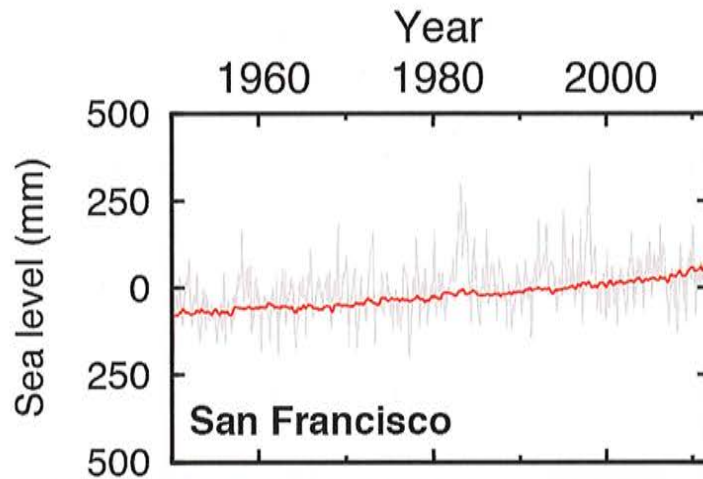
IX.VIII. OAKLAND WILL INCUR SERIOUS CLIMATE CHANGE INJURIES THAT WILL REQUIRE BILLIONS IN EXPENDITURES TO ABATE THE GLOBAL WARMING NUISANCE.

84.124. According to a 2012 California governmental report, by 2050, California is projected to warm by approximately 2.7 °F above the average temperature in 2000, regardless of the level of future emissions, a rate of warming three times greater than over the last century. By 2100, California's average temperatures could increase by 8.6 °F, if not more. Oakland's average summertime high temperature is projected to increase from 72.36 °F to 79.61 °F by 2100, making Oakland's summers similar to those now experienced in Vista, CA, some 400 miles to the south. Continued production of massive amounts of fossil fuels will exacerbate global warming, increase sea level rise and result in grave harms to Oakland.

125. Global warming has caused and continues to cause accelerated sea level rise in San Francisco Bay and the adjacent ocean with severe, and potentially catastrophic, consequences for Oakland. The IPCC's most recent assessment report concludes that the long-term sea level rise in San Francisco as measured by tide gauges is similar to the global trend of rising sea levels: "Over many coastal regions, vertical land motion is small, and so the long-term rate of sea level change recorded by coastal and island tide gauges is similar to the global mean value (see records at San Francisco . . .)."⁷⁸ The IPCC demonstrated the correlation between the long-term tide gauge record at San Francisco and the global sea level rise with the following graph in its most recent (2013) assessment report:

⁷⁸ https://www.ipcc.ch/pdf/assessment-report/ar5/wgl/WG1AR5_Chapter13_FINAL.pdf

(EAQ-13-1, Fig. 1, pp. 1148-49).

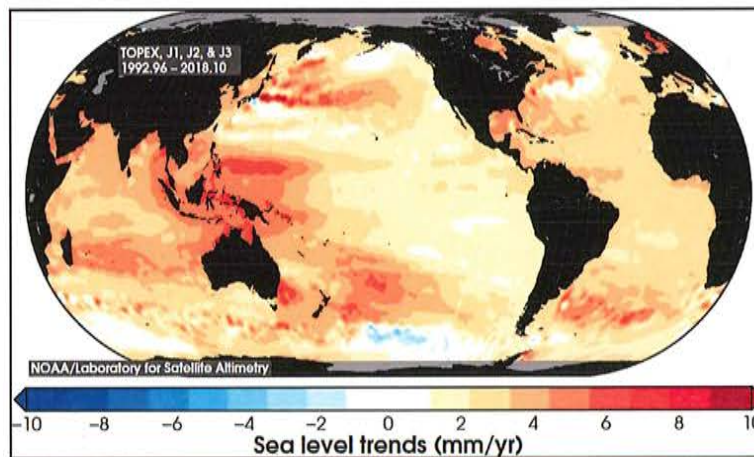


Tide gauge record for San Francisco 1950-2012 in grey with estimated global mean sea level shown in red line. From IPCC Fifth Assessment Report.⁷⁹

126. In addition to the tide gauge measurements, satellites also have taken measurements of sea level since late 1992. Because sea level is a long-term phenomenon, it takes approximately 25 years to establish a sea level rise trend from a dataset such as those in the satellite measurements. Thus, temporary phenomena such as El Niño and La Niña events can, over a shorter period of time, mask the true long-term effect of climate change on sea level and be misleading, as the IPCC pointed out in its 2012 assessment report.⁸⁰ This is precisely what occurred in the eastern Pacific ocean due to a period of La Niña events during three of the four winters from 2008-2013, which biased the results of the relatively short span of satellite data that was available in 2013 when the IPCC published its most recent assessment report and made it appear that sea level was falling in this area. However, the complete satellite data from 1993 to present demonstrate that the eastern Pacific ocean is experiencing sea level rise as depicted below in the global map from the U.S. National Oceanic and Atmospheric Administration:

⁷⁹ *Id.*
010694-11-9864941025153 V1

⁸⁰ *Id.*



Global sea level rise map from satellite measurements from late 1992 to present.⁸¹

127. Analysis of the full 25-year satellite record published in February, 2018 also demonstrates that the rate of sea level rise is accelerating, primarily from the melting of the large ice sheets in Greenland and Antarctica and therefore that previous projections of future sea level that had assumed a constant rate of sea level rise were too low. This acceleration means that future coastal impacts from sea level rise will be more severe than previously projected.⁸²

85-128. Scientists recently concluded that coastal California is already experiencing impacts from accelerated sea level rise, including “more extensive coastal flooding during storms, periodic tidal flooding, and increased coastal erosion.” In the last 100 years, the California coast has experienced sea level rise of 6.7 to 7.9 inches.

86-129. Storms with their attendant surges and flooding occur on top of and superimposed on sea level rise, causing storm surges to be greater, extend farther inland, and cause more extensive damage – including greater inundation and flooding of public and private property in Oakland. A 100-year flood event is, an event that – without global warming – normally has a 1% chance of happening every year. But by 2050, a “100-year flood” in the Oakland vicinity is expected to occur on average once every 2.3 years and by 2100 to occur 44 times per year – or almost once per week. Similarly, the 500-year storm surge flood would occur 13 times per year by

⁸¹ https://www.star.nesdis.noaa.gov/sod/lsa/SeaLevelRise/slr/map_tx1j2_blue2red.pdf.

⁸² R.S. Nerem, et al., Climate-Change-Driven Accelerated Sea Level Rise Detected in the Altimeter Era, 115 Proceedings of the National Academy of Sciences 2022 (Feb. 27, 2018), <https://doi.org/10.1073/pnas.1711111115>; <https://www.pnas.org/content/115/9/2022>; see also <https://www.sciencedaily.com/releases/2018/02/180212150739.htm>.

2100. Even with lower levels of future fossil fuel production, there will be substantial increases in flood frequencies in Oakland due to past and ongoing fossil fuel combustion.

87.130. Accelerated sea level rise in California is causing and will continue to cause inundation of both Oakland's public property and private property located within Oakland. Oakland is projected to experience up to 66 inches of sea level rise by 2100, putting at risk thousands of city residents. Sea level rise of even 16 inches will put at risk numerous city facilities, including schools, fire stations, health care facilities, and homeless shelters located in low-lying areas of Oakland. Projected sea level rise in Oakland threatens property with a total replacement cost of between \$22 and \$38 billion. The Oakland International Airport is located at only 5.6 feet above sea level and is one of the four lowest-lying airports in the country. The 2014 National Climate Assessment, produced by over 300 experts and the National Academy of Sciences, specifically identified Oakland's airport as threatened by sea level rise; it is more than a foot lower than New York-LaGuardia, which was flooded during Hurricane Sandy, a one-in-260 year event. Sea level rise and related flooding also imminently threaten Oakland's sewer system. Rising sea levels imminently threaten to prevent water from discharging properly from the sewer system, which will cause sewage to back up and flood certain sections of the city. Oakland has already begun to feel injury from sea level rise, although its most severe injuries by far are the injuries that will occur in the future if prompt action is not taken to protect Oakland and its residents from rising sea levels caused by global warming. The sea level rise projection is an understatement in light of a ~~new~~, 2017 report that sea level is likely to rise faster than projected and could reach as much as a catastrophic ten feet by the end of the century.⁸³

88.131. Oakland must adapt now to ongoing sea level rise to abate ongoing damage to property, facilities, and equipment, with risks of increasingly severe damage in the future. Oakland is actively planning to protect itself from sea level rise because it recognizes that the ongoing harms will imminently become more severe absent adaptation. The City of Oakland already is taking action to adapt to accelerated sea level rise. ~~In 2016, for example~~ In 2017, for

1 example, Oakland issued the Oakland Preliminary Sea-Level Rise Road Map to help develop a
2 citywide sea level rise adaptation plan. In 2016, Oakland adopted a five-year Local Hazard
3 Mitigation Plan that analyzes risks from sea level rise, identifies mitigation measures to reduce
4 those risks, and contains a five-year implementation plan. Oakland has been working to identify
5 specific infrastructure necessary for adaptation, including upgrades to sewer and storm water
6 infrastructure, protecting Oakland International Airport, and armoring Oakland's coast. For
7 example, significant flood protection infrastructure is planned for the airport, including the Old
8 Earhart Road Floodwall Improvement (estimated to cost \$800,000) and improvements to the
9 existing, 4.5-mile Airport Perimeter Dike (estimated to cost \$55 million). Oakland also plans to
10 complete a \$2 million Sea Level Vulnerability and Assessment Improvement Plan for the Port of
11 Oakland, and it is working with the San Francisco Bay Conservation and Development
12 Commission on a regional study of sea level rise risk. The magnitude of the actions needed to
13 abate harms from sea level rise and the amount of property at risk will increase in light of the
14 rapidly accelerating sea level rise.

15 132. It is standard practice for new buildings and other infrastructure, especially critical
16 facilities, to be designed to withstand low frequency, but high-impact events. Buildings in areas at
17 risk from flooding are typically designed to withstand at least a 1-in-100-year flood, while critical
18 facilities are typically designed to withstand at least a 1-in-200-year flood.

19 89.133. Oakland is already experiencing, and working to abate, current harms caused
20 by sea level rise. But while harms to Oakland and its residents have commenced, additional far
21 more severe injuries will occur in the future if prompt action is not taken to protect Oakland and its
22 residents from rising sea levels. Indeed, the sea level rise harms inflicted on Oakland by global
23 warming are insidious partly because they are projected to continue, and to worsen, far into the
24 future. Pervasive fossil fuel combustion and greenhouse gas emissions to date will cause ongoing
25 and future harms regardless of future fossil fuel combustion or future greenhouse gas emissions.
26 Future production and use of fossil fuels will exacerbate sea level rise and require even greater
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1 expenditures to abate the injuries. Oakland must plan for and adapt to sea level rise future harms
2 now to ensure that abatement of ongoing and future sea level rise harms is done as efficiently and
3 effectively as possible and in order to protect human well-being and public and private property
4 before it is too late. Additionally, the significant infrastructure needed to abate global warming
5 requires long lead times for planning, financing, and implementation. -Planning to abate the known
6 and projected adverse effects of global warming on Oakland and its citizens remains underway,
7 and will continue. Sea level rise impacts in the future are imminent in the context of planning for
8 and carrying out large-scale, complex infrastructure projects to protect Oakland from sea level rise.

9 90-134. Sea level rise, storm surges, and flooding caused by global warming threaten
10 not only the physical infrastructure and property of Oakland and its citizens, but also the safety,
11 lives, daily way of life, sense of community, and security of Oakland residents. A severe storm
12 surge coupled with higher sea levels caused by global warming could occur at any time, potentially
13 resulting in the loss of life and extensive damage to public and private property. The risk of
14 catastrophic sea level rise harm to Oakland and its citizens will increase, just as rising sea levels
15 will continue to cause regular damage, the longer concrete action is not taken to abate the harms
16 and effects of sea level rise.

17 91-135. Many of the Oakland residents who are likely to be most affected by climate
18 change are low-income and/or people of color. As the U.S. government has pointed out, people of
19 color, low-income groups, and certain immigrant groups are (*e.g.*, because of poverty, chronic
20 health conditions, and social isolation) potentially more “vulnerable” to climate change impacts,
21 including heat waves, flooding, and degraded air quality. This is true in Oakland, where “socially
22 vulnerable” individuals such as African Americans, Hispanics and other people of color tend to
23 live at lower elevations most affected by sea level rise and higher storm surges. These populations
24 also face challenges due to the legacies of slavery, such as redlining, predatory mortgage and other
25 lending, systemic racism and discrimination in securing insurance and other assets that would
26 protect them from the consequences of global warming and the ensuing climate change. More
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1 affluent residents live farther from the Bay and at higher elevations. For example, of the City of
 2 Oakland population that lives on land within three vertical feet of the current local high tide line,
 3 more than 70% have been categorized as having high “social vulnerability.” This makes it all the
 4 more imperative for the People to act now to prevent harm, as those most vulnerable have the
 5 fewest resources to protect themselves.

6 92.136. Building infrastructure to protect Oakland and its residents, will, upon
 7 information and belief, cost billions of dollars.

8 **IX. CAUSECAUSES OF ACTION:**

9 **X. COUNT ONE**

10 **FEDERAL COMMON LAW OF PUBLIC NUISANCE-ON BEHALF OF THE**
 11 **(PLAINTIFFS PEOPLE AND THE CITY AGAINST ALL DEFENDANTS)**

12 137. The People and the City repeat and incorporate by reference the preceding
 13 paragraphs as if fully set forth herein.

14 138. The People of the State of California, acting by and through the Oakland City
 15 Attorney, bring this claim seeking abatement pursuant to federal common law to conform to the
 16 Court’s ruling and as authorized by California law, including section 731 of the Code of Civil
 17 Procedure, and sections 3479, 3480, 3491, and 3494 of the Civil Code.

18 139. The City owns and manages extensive property and structures that are threatened by
 19 global warming and sea level rise. Oakland brings this claim pursuant to federal common law to
 20 conform to the Court’s ruling and its authority to file civil actions in order to protect public rights
 21 and interests, including to abate the public nuisance caused by Defendants.

22 140. Defendants’ production of massive quantities of fossil fuels has caused, created,
 23 assisted in the creation of, contributed to, and/or maintained and continues to cause, create, assist in
 24 the creation of, contribute to and/or maintain global warming-induced sea level rise, a public
 25 nuisance in Oakland. Defendants, both individually and collectively, are substantial contributors to
 26 the global warming-induced sea level rise and Plaintiffs’ attendant injuries and threatened injuries.

1 Plaintiffs' injuries and threatened injuries from each Defendant's contributions to global warming
2 are indivisible injuries. Each Defendant's past and ongoing conduct is a direct and proximate
3 cause of Plaintiffs' injuries and threatened injuries. Defendants each should have known that this
4 dangerous global warming with its attendant harms on coastal cities like Oakland would occur
5 before it even did occur, and each Defendant in fact did have such knowledge. Each Defendant has
6 at all relevant times been aware, and continues to be aware, that the inevitable emissions of
7 greenhouse gases from the fossil fuels it produces combines with the greenhouse gas emissions
8 from fossil fuels produced by the other Defendants, among others, to result in dangerous levels of
9 global warming with grave harms for coastal cities like Oakland. Defendants were aware of this
10 dangerous global warming, and of its attendant harms on coastal cities like Oakland, even before
11 those harms began to occur. Defendants' conduct constitutes a substantial and unreasonable
12 interference with and obstruction of public rights and property, including, *inter alia*, the public
13 rights to health, safety and welfare of Oakland residents and other citizens whose safety and lives
14 are at risk from increased storm surge flooding and whose public and private property, including
15 key infrastructure properties such as Oakland International Airport, is threatened with widespread
16 damage from global warming-induced sea level rise, greater storm surges, and flooding.

17 141. Defendants, individually and collectively, are substantial contributors to global
18 warming and to the injuries and threatened injuries suffered by Plaintiffs. Defendants have caused
19 or contributed to accelerated sea level rise from global warming, which has and will continue to
20 injure public property and structures owned and managed by the City of Oakland, including
21 Oakland International Airport, through increased inundation, storm surges, and flooding, and
22 which threatens the safety and lives of Oakland residents. Defendants have inflicted and continue
23 to inflict injuries upon Plaintiffs that require Plaintiffs to incur extensive costs to protect public and
24 private property, including Oakland International Airport, against increased sea level rise,
25 inundation, storm surges, and flooding.

142. Defendants are jointly and severally liable to Plaintiffs for committing a public nuisance. Plaintiffs seek an order of abatement requiring Defendants to fund a climate change adaptation program for Oakland consisting of the building of sea walls, raising the elevation of low-lying property and buildings and building such other infrastructure as is necessary for Oakland to adapt to climate change.⁸⁴

COUNT TWO

CALIFORNIA PUBLIC NUISANCE

(PLAINTIFF PEOPLE AGAINST ALL DEFENDANTS)

93-143. The People repeat and incorporate by reference the preceding paragraphs as if fully set forth herein.

94-144. The People of the State of California, acting by and through the Oakland City Attorney, bring this claim seeking abatement pursuant to California public nuisance law, including section 731 of the California Code of Civil Procedure, and ~~Civil Code~~ sections 3479, 3480, 3491, and 3494 of the California Civil Code.

95-145. Defendants' production and promotion of massive quantities of fossil fuels, and their promotion of those fossil fuels' pervasive use, has caused, created, assisted in the creation of, contributed to, and/or maintained and continues to cause, create, assist in the creation of, contribute to and/or maintain ~~to~~ global warming-induced sea level rise, a public nuisance in Oakland. Defendants, both individually and collectively, are substantial contributors to the global warming-induced sea level rise and the People's attendant injuries and threatened injuries. The People's injuries and threatened injuries from each Defendant's contributions to global warming are indivisible injuries. Each Defendant's past and ongoing conduct is a direct and proximate cause of the People's injuries and threatened injuries. Defendants each should have known that this dangerous global warming with its attendant harms on coastal cities like Oakland would occur before it even did occur, and each Defendant in fact did have such knowledge. Each Defendant has at all relevant times been aware, and continues to be aware, that the inevitable emissions of

1 greenhouse gases from the fossil fuels it produces combines with the greenhouse gas emissions
2 from fossil fuels produced by the other Defendants, among others, to result in dangerous levels of
3 global warming with grave harms for coastal cities like Oakland. Defendants were aware of this
4 dangerous global warming, and of its attendant harms on coastal cities like Oakland, even before
5 those harms began to occur. Defendants' conduct constitutes a substantial and unreasonable
6 interference with and obstruction of public rights and property, including, *inter alia*, the public
7 rights to health, safety and welfare of Oakland residents and other citizens whose safety and lives
8 are at risk from increased storm surge flooding and whose public and private property, including
9 key infrastructure properties such as Oakland International Airport, is threatened with widespread
10 damage from global warming-induced sea level rise, greater storm surges, and flooding.

11 96-146. Defendants, individually and collectively, are substantial contributors to
12 global warming and to the injuries and threatened injuries suffered by the People. Defendants have
13 caused or contributed to accelerated sea level rise from global warming, which has and will
14 continue to injure public property and ~~land-located-in~~ structures owned and managed by the City of
15 Oakland, including Oakland International Airport, through increased inundation, storm surges, and
16 flooding, and which threatens the safety and lives of Oakland residents. Defendants have inflicted
17 and continue to inflict injuries upon the People that require the People to incur extensive costs to
18 protect public and private property, including Oakland International Airport, against increased sea
19 level rise, inundation, storm surges, and flooding.

20 97-147. Defendants have promoted the use of fossil fuels at unsafe levels even
21 though they should have known and in fact have known for many years that global warming
22 threatened severe and even catastrophic harms to coastal cities like Oakland. Defendants promoted
23 fossil fuels and fossil fuel products for unlimited use in massive quantities with knowledge of the
24 hazard that such use would create.

25 98-148. Defendants are jointly and severally liable to the People for committing a
26 public nuisance. The People seek an order of abatement requiring Defendants to fund a climate
27
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change adaptation program for Oakland consisting of the building of sea walls, raising the elevation of low-lying property and buildings and building such other infrastructure as is necessary for Oakland to adapt to climate change.⁸⁵

XI.X. RELIEF REQUESTED

WHEREFORE, ~~the People~~Plaintiffs pray for judgment and an order against each Defendant, jointly and severally, as follows:

1. Finding Defendants BP, Chevron, ConocoPhillips, Exxon, and Shell jointly and severally liable for causing, creating, assisting in the creation, of, contributing to, and/or maintaining a public nuisance;
2. Ordering an abatement fund remedy to be paid for by Defendants to provide for infrastructure in Oakland necessary for ~~the People~~Oakland to adapt to global warming impacts such as sea level rise;
3. Awarding attorneys' fees as permitted by law;
4. Awarding costs and expenses as permitted by law;
5. Awarding pre- and post-judgment interest as permitted by law; and
6. Awarding such other relief as this Court deems just and proper.

Dated: ~~September 19, 2017~~April 3, 2018 Respectfully submitted,

~~Respectfully submitted,~~

/s/ Barbara J. Parker

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⁸⁵ The People ~~also~~ do not seek abatement with respect to any federal land.

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PEOPLE OF THE STATE OF CALIFORNIA,
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Plaintiff

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