

I. Post-Trial Charge - Introduction

PJI 1:20 INTRODUCTION

MEMBERS OF THE JURY, I KNOW I SPEAK FOR THE PARTIES WHEN I SAY HOW GRATEFUL WE ARE FOR YOUR TIME AND ATTENTION DURING THIS TRIAL.

WE COME NOW TO THAT PORTION OF THE TRIAL WHEN I WILL INSTRUCT YOU ON THE LAW APPLICABLE TO THE CASE AND AFTER WHICH YOU WILL RETIRE FOR YOUR DELIBERATIONS.

YOU HAVE NOW HEARD ALL THE EVIDENCE INTRODUCED BY THE PARTIES AND THROUGH ARGUMENTS OF THEIR ATTORNEYS YOU HAVE LEARNED THE CONCLUSIONS WHICH EACH PARTY BELIEVES SHOULD BE DRAWN FROM THE EVIDENCE PRESENTED TO YOU.



**PJI 1:97 VERDICT SHEET**

I'M GOING TO START AT THE END, WITH WHAT YOU ARE GOING TO BE ASKED TO DO, AND THEN GO THROUGH THE VERY IMPORTANT INSTRUCTIONS TO GUIDE YOU ALONG THE WAY.

WE ARE GOING TO ASK YOU TO USE A VERDICT SHEET TO WRITE DOWN AND REPORT YOUR DECISION. HERE IS A COPY OF THE VERDICT SHEET YOU WILL SEE.

**[SHOW VERDICT SHEET ON SCREEN]**

WHEN YOU HAVE ANSWERED ALL THE QUESTIONS THAT REQUIRE ANSWERS, YOU WILL LET THE COURT OFFICER KNOW AND THEN HE WILL LET ME KNOW AND WE WILL COME BACK TO THE COURTROOM TO HEAR YOUR DECISION.

**PJI 1:28 JURY FUNCTION**

AS JURORS, YOUR DUTY IS TO DECIDE, FROM ALL THE TESTIMONY THAT YOU HAVE HEARD AND THE EXHIBITS THAT HAVE BEEN ADMITTED INTO EVIDENCE, WHAT THE FACTS ARE. YOU ARE THE SOLE AND EXCLUSIVE JUDGES OF THE FACTS. NEITHER I NOR ANYONE ELSE CAN TAKE OVER YOUR RESPONSIBILITY TO DECIDE THE FACTS OF THIS CASE, WHICH YOU WILL DO BY THE ANSWERS YOU PROVIDE ON THE VERDICT SHEET.

AS SOLE JUDGES OF THE FACTS, YOU MUST DECIDE WHICH OF THE WITNESSES YOU BELIEVE, WHAT PORTION OF THEIR TESTIMONY YOU ACCEPT, AND WHAT WEIGHT YOU GIVE TO IT.

**PJI 1:24 RETURN TO COURTROOM**

IF, IN THE COURSE OF YOUR DELIBERATIONS, YOUR RECOLLECTION OF ANY PART OF THE TESTIMONY SHOULD FAIL, OR YOU HAVE ANY QUESTION ABOUT MY INSTRUCTIONS TO YOU ON THE LAW, YOU HAVE THE RIGHT TO RETURN TO THE COURTROOM FOR THE PURPOSE OF HAVING SUCH TESTIMONY READ TO YOU OR TO HAVE SUCH QUESTION ANSWERED.

IF YOU WANT TO HAVE TESTIMONY RE-READ TO YOU OR TO HAVE OTHER QUESTIONS ABOUT MY INSTRUCTIONS ANSWERED TO AID IN YOUR DELIBERATIONS, YOU SHOULD SUBMIT THE QUESTION OR QUESTIONS IN WRITING TO ME AND HAVE THE JURY FOREPERSON—WHO YOU WILL SELECT BEFORE YOU START DELIBERATIONS—PASS YOUR WRITTEN INQUIRY TO THE COURT OFFICER OUTSIDE OF THE DELIBERATION ROOM.

**PJI 1:103 NOTE TAKING BY JURORS**

IF ANY OF YOU TOOK NOTES DURING THE TRIAL, THOSE NOTES ARE ONLY FOR YOUR PERSONAL USE AND ARE SIMPLY AN AID TO YOUR MEMORY. BECAUSE THE NOTES MAY BE INACCURATE OR INCOMPLETE, THEY MAY NOT BE GIVEN ANY GREATER WEIGHT THAN YOUR INDEPENDENT RECOLLECTION. BECAUSE THE NOTES MAY BE INACCURATE OR INCOMPLETE, THEY MAY NOT BE GIVEN ANY GREATER WEIGHT OR INFLUENCE THAN THE RECOLLECTION OF OTHER JURORS ABOUT THE FACTS OR THE CONCLUSIONS TO BE DRAWN FROM THE FACTS IN DETERMINING THE OUTCOME OF THIS CASE.

THOSE OF YOU WHO DID NOT TAKE NOTES SHOULD RELY ON YOUR INDEPENDENT RECOLLECTION OF THE EVIDENCE AND NOT BE INFLUENCED BY THE FACT THAT ANOTHER JUROR HAS TAKEN NOTES. ANY DIFFERENCE BETWEEN A JUROR'S RECOLLECTION AND A JUROR'S NOTES SHOULD ALWAYS BE SETTLED BY ASKING TO HAVE THE COURT REPORTER'S TRANSCRIPT ON THAT POINT READ BACK TO YOU. THE COURT TRANSCRIPT SHOULD GOVERN YOUR DETERMINATION RATHER THAN A JUROR'S NOTES. A JUROR'S NOTES

ARE NOT A SUBSTITUTE FOR THE OFFICIAL RECORD OR FOR THE  
GOVERNING PRINCIPLES OF LAW THAT I WILL GIVE TO YOU.

**PJI 1:21 REVIEW PRINCIPLES STATED**

YOU WILL RECALL THAT AT THE BEGINNING OF THE TRIAL I WENT THROUGH SOME GENERAL INSTRUCTIONS TO KEEP IN MIND AS THE TRIAL PROGRESSED. I WON'T REPEAT ALL OF THAT, BUT BRIEFLY I WANT TO STRESS THAT YOU MUST CONSIDER ONLY THE EVIDENCE ADMITTED DURING THE TRIAL AND NOT CONCLUDE FROM MY RULINGS OR ANYTHING I HAVE SAID DURING THE TRIAL THAT I FAVOR ANY PARTY TO THIS LAWSUIT. I TRULY DO NOT.

YOU MAY NOT DRAW ANY INFERENCE FROM AN UNANSWERED QUESTION NOR CONSIDER TESTIMONY WHICH HAS BEEN STRICKEN FROM THE RECORD IN REACHING YOUR DECISION.

PJI 1:22 FALSUS IN UNO

IF YOU FIND THAT ANY WITNESS HAS WILLFULLY TESTIFIED FALSELY AS TO ANY MATERIAL FACT, THAT MEANS AS TO AN IMPORTANT MATTER, THE LAW PERMITS YOU TO DISREGARD COMPLETELY THE ENTIRE TESTIMONY OF THAT WITNESS UPON THE PRINCIPLE THAT ONE WHO TESTIFIES FALSELY ON ONE MATERIAL FACT IS LIKELY TO TESTIFY FALSELY ABOUT EVERYTHING.

YOU ARE NOT REQUIRED, HOWEVER, TO CONSIDER SUCH A WITNESS AS TOTALLY “UNBELIEVABLE.” YOU MAY ACCEPT SO MUCH OF HIS OR HER TESTIMONY AS YOU DEEM TRUE AND DISREGARD WHAT YOU FEEL IS FALSE. BY THE PROCESSES WHICH I HAVE JUST DESCRIBED TO YOU, YOU, AS THE SOLE JUDGES OF THE FACTS, DECIDE WHICH OF THE WITNESSES YOU WILL BELIEVE, WHAT PORTION OF THEIR TESTIMONY YOU ACCEPT, AND WHAT WEIGHT YOU WILL GIVE TO IT.



PII 1:23 BURDEN OF PROOF

EXCEPT IN A FEW INSTANCES WHICH I WILL DISCUSS, THE BURDEN OF PROOF RESTS ON THE PLAINTIFF. THAT MEANS PLAINTIFF MUST ESTABLISH BY A FAIR PREPONDERANCE OF THE CREDIBLE EVIDENCE THAT THE CLAIM PLAINTIFF MAKES IS TRUE. PLAINTIFF MUST SATISFY THAT BURDEN OF PROOF AS TO EACH ELEMENT OF EACH CLAIM THAT IT ASSERTS.

THE CREDIBLE EVIDENCE MEANS THE TESTIMONY AND EXHIBITS YOU FIND BELIEVABLE AND RELIABLE. THE PREPONDERANCE OF THE EVIDENCE MEANS THE GREATER PART OF THE EVIDENCE. IT DOES NOT MEAN THE GREATER NUMBER OF WITNESSES OR THE GREATER LENGTH OF TIME TAKEN BY ANY PARTY.

THE PHRASE "THE GREATER PART OF THE EVIDENCE" REFERS TO THE QUALITY OF THE EVIDENCE, THAT IS, ITS CONVINCING QUALITY, THE WEIGHT AND EFFECT IT HAS ON YOUR MINDS, NOT TO THE QUANTITY. THE LAW REQUIRES THAT FOR PLAINTIFFS TO PREVAIL ON A CLAIM, THE EVIDENCE THAT SUPPORTS THEIR CLAIM MUST APPEAL TO YOU AS MORE NEARLY REPRESENTING WHAT TOOK PLACE THAN THE EVIDENCE OPPOSED TO THEIR CLAIM. IF IT DOES NOT, OR IF IT WEIGHS SO EVENLY THAT YOU ARE UNABLE TO SAY THERE IS A

PREPONDERANCE ON ANY SIDE, THEN YOU MUST DECIDE THE QUESTION AGAINST PLAINTIFF. IT IS ONLY IF THE EVIDENCE FAVORING PLAINTIFFS' CLAIM OUTWEIGHS THE EVIDENCE OPPOSED TO IT THAT YOU CAN FIND IN FAVOR OF PLAINTIFF ON A CLAIM.

IN THIS CASE, DEFENDANTS HAVE RAISED A DEFENSE TO LIABILITY ON CERTAIN CLAIMS (THOSE RELATING TO RELATED PARTY TRANSACTIONS) AS TO WHICH THEY BEAR THE BURDEN OF PROOF. CERTAIN INDIVIDUAL DEFENDANTS ALSO ASSERT SPECIFIC ARGUMENTS CONCERNING THE CALCULATION OF DAMAGES THEY MUST PAY (IF THEY ARE FOUND LIABLE ON CERTAIN CLAIMS) AS TO WHICH THEY BEAR THE BURDEN OF PROOF. I WILL PROVIDE FURTHER INSTRUCTIONS LATER ON ABOUT THOSE. BUT UNLESS YOU HEAR OTHERWISE SPECIFICALLY IN THESE INSTRUCTIONS, THE BURDEN OF PROOF IS ON THE PLAINTIFF.

**PJI 1:25 CONSIDER ONLY TESTIMONY AND EXHIBITS**

IN DECIDING THIS CASE, YOU MAY CONSIDER ONLY THE EXHIBITS THAT WERE ADMITTED IN EVIDENCE AND THE TESTIMONY OF THE WITNESSES AS YOU HAVE HEARD IT IN THIS COURTROOM OR AS WAS READ TO YOU OR SHOWN TO YOU DURING THE TRIAL. UNDER OUR RULES OF PRACTICE AN EXAMINATION BEFORE TRIAL OR TESTIMONY THAT WAS RECORDED BEFORE THE TRIAL WAS TAKEN UNDER OATH AND IS ENTITLED TO EQUAL CONSIDERATION BY YOU EVEN THOUGH IT WAS TAKEN BEFORE THE TRIAL AND OUTSIDE THIS COURTROOM. HOWEVER, ARGUMENTS, REMARKS, AND SUMMATIONS OF THE ATTORNEYS ARE NOT EVIDENCE, NOR IS ANYTHING I NOW SAY OR MAY HAVE SAID WITH REGARD TO THE FACTS, EVIDENCE.

AS I INSTRUCTED YOU PREVIOUSLY, IT IS IMPORTANT TO REMEMBER THAT YOU MAY NOT USE ANY INTERNET SERVICES OR SOCIAL MEDIA, INCLUDING FOR EXAMPLE, GOOGLE, FACEBOOK, X (FORMERLY TWITTER), LINKEDIN, INSTAGRAM OR TIKTOK OR OTHER MEDIA PLATFORMS, TO DISCUSS OR GIVE OR GET INFORMATION ABOUT THE CASE OR ITS PARTICIPANTS OR TO RESEARCH TOPICS CONCERNING THE TRIAL. ELECTRONIC DEVICES INCLUDING ANY CELL PHONES, SMARTPHONES, LAPTOPS OR ANY OTHER PERSONAL

ELECTRONIC DEVICES MUST BE TURNED OFF WHILE YOU ARE  
DELIBERATING.

ALLOWING OUTSIDE INFORMATION WHICH MAY BE  
INCOMPLETE, INACCURATE, OR OTHERWISE UNRELIABLE TO AFFECT  
YOUR JUDGMENT IS UNFAIR AND PREJUDICIAL TO THE PARTIES AND  
COULD REQUIRE THIS CASE TO BE RETRIED.

**PJI 1:25[A] JUROR'S USE OF PROFESSIONAL EXPERTISE**

ALTHOUGH AS JURORS YOU ARE ENCOURAGED TO USE ALL OF YOUR LIFE EXPERIENCES IN ANALYZING TESTIMONY AND OTHER EVIDENCE AND REACHING A FAIR VERDICT, YOU MAY NOT COMMUNICATE ANY PERSONAL PROFESSIONAL EXPERTISE YOU MIGHT HAVE OR OTHER FACTS NOT IN EVIDENCE TO THE OTHER JURORS. YOU MUST BASE YOUR DISCUSSIONS AND DECISIONS SOLELY ON THE EVIDENCE ADMITTED DURING THE TRIAL AND THAT EVIDENCE ALONE. YOU MAY NOT CONSIDER OR SPECULATE ON MATTERS NOT IN EVIDENCE OR MATTERS OUTSIDE THE CASE.

PJI 1:25[C] INTERESTED WITNESSES - GENERALLY

THE INDIVIDUAL DEFENDANTS, MESSRS. WAYNE LAPIERRE, JOHN FRAZER, AND WOODY PHILLIPS, AS WELL AS REPRESENTATIVES OF THE NRA, HAVE TESTIFIED BEFORE YOU. WITNESSES WHO ARE PARTIES TO THE ACTION ARE INTERESTED WITNESSES, THAT IS, THEY HAVE AN INTEREST IN THE OUTCOME OF THE CASE THAT MAY HAVE AFFECTED THEIR TESTIMONY.

AN INTERESTED WITNESS IS NOT NECESSARILY LESS BELIEVABLE THAN A DISINTERESTED WITNESS. THE FACT THAT THEY ARE INTERESTED IN THE OUTCOME OF THE CASE DOES NOT MEAN THAT THEY HAVE NOT TOLD THE TRUTH. IT IS FOR YOU TO DECIDE FROM THE Demeanor OF THE WITNESS ON THE STAND AND SUCH OTHER TESTS AS YOUR EXPERIENCE DICTATES WHETHER OR NOT THE TESTIMONY HAS BEEN INFLUENCED, INTENTIONALLY OR UNINTENTIONALLY, BY THEIR INTEREST. YOU MAY REJECT THE TESTIMONY IF, AFTER CAREFUL CONSIDERATION OF ALL THE EVIDENCE IN THE CASE, INCLUDING THE CROSS-EXAMINATION OF THE WITNESS, YOU DECIDE YOU DO NOT BELIEVE THE TESTIMONY OR YOU FIND IT IS NOT RELIABLE. ON THE OTHER HAND, YOU ARE NOT REQUIRED TO REJECT THE TESTIMONY OF SUCH A WITNESS AND

MAY ACCEPT ALL OR SUCH PART OF THEIR TESTIMONY AS YOU FIND  
BELIEVABLE AND RELIABLE AND REJECT SUCH PART AS YOU FIND  
UNWORTHY OF ACCEPTANCE. THE TESTIMONY IS ENTITLED TO SUCH  
WEIGHT AS YOU DECIDE IT IS WORTH.

**PJI 1:27 EXCLUDE SYMPATHY**

IN REACHING YOUR VERDICT YOU ARE NOT TO BE AFFECTED BY SYMPATHY OR DISLIKE FOR ANY OF THE PARTIES, WHAT THE REACTION OF THE PARTIES OR OF THE PUBLIC TO YOUR VERDICT MAY BE, WHETHER IT WILL PLEASE OR DISPLEASE ANYONE, BE POPULAR OR UNPOPULAR OR ANY CONSIDERATION OUTSIDE OF THE CASE AS IT HAS BEEN PRESENTED TO YOU IN THIS COURTROOM.

YOU SHOULD CONSIDER ONLY THE ADMITTED EVIDENCE – BOTH THE TESTIMONY AND THE EXHIBITS – TO FIND THE FACTS FROM WHAT YOU CONSIDER TO BE THE BELIEVABLE EVIDENCE AND APPLY THE LAW AS I NOW GIVE IT TO YOU. YOUR VERDICT WILL BE DETERMINED BY THE CONCLUSION YOU REACH, NO MATTER WHOM THE VERDICT HELPS OR HURTS.



**PJI 1:27A FAIR JUROR AND ABSENCE OF BIAS**

YOU MAY RECALL THAT AT THE BEGINNING OF THE TRIAL, I INSTRUCTED YOU ON THE CONCEPT OF A FAIR JUROR. AS A FAIR AND IMPARTIAL JUROR YOU MUST GUARD AGAINST THE APPLICATION OF ANY STEREOTYPES OR ATTITUDES ABOUT PEOPLE OR GROUPS THAT MIGHT LEAD YOU TO RENDER A BIASED DECISION BASED ON THOSE STEREOTYPES OR ATTITUDES. KEEP IN MIND THAT BIAS, BASED UPON STEREOTYPES OR ATTITUDES, IS NOT ALWAYS OBVIOUS OR CONSCIOUS. IN ASSESSING THE TESTIMONY AND OTHER EVIDENCE IN THE CASE, YOU MUST NOT BE SWAYED BY THOSE STEREOTYPES OR ATTITUDES.

**PJI 1:70 GENERAL INSTRUCTION: DIRECT AND CIRCUMSTANTIAL EVIDENCE**

FACTS MUST BE PROVED BY EVIDENCE. EVIDENCE INCLUDES THE TESTIMONY OF A WITNESS CONCERNING WHAT THE WITNESS SAW, HEARD OR DID. EVIDENCE ALSO INCLUDES WRITINGS, PHOTOGRAPHS, OR OTHER PHYSICAL OBJECTS WHICH MAY BE CONSIDERED AS PROOF OF A FACT. EVIDENCE CAN EITHER BE DIRECT OR CIRCUMSTANTIAL.

DIRECT EVIDENCE IS EVIDENCE OF WHAT A WITNESS SAW, HEARD, OR DID WHICH, IF BELIEVED BY YOU, PROVES A FACT. FOR EXAMPLE, SUPPOSE A FACT IN DISPUTE IS WHETHER I KNOCKED OVER THIS WATER GLASS NEAR THE WITNESS CHAIR. IF SOMEONE TESTIFIES THAT SHE SAW ME KNOCK OVER THE GLASS, THAT IS DIRECT EVIDENCE THAT I KNOCKED OVER THE GLASS.

CIRCUMSTANTIAL EVIDENCE IS EVIDENCE OF A FACT THAT DOES NOT DIRECTLY PROVE A FACT IN DISPUTE BUT WHICH PERMITS A REASONABLE INFERENCE OR CONCLUSION THAT THE FACT EXISTS. FOR EXAMPLE, A WITNESS TESTIFIES THAT HE SAW THIS WATER GLASS ON THE BENCH. THE WITNESS STATES THAT, WHILE HE WAS LOOKING THE OTHER WAY, HE HEARD THE BREAKING OF GLASS,

LOOKED UP, AND SAW ME WIPING WATER FROM MY CLOTHES AND FROM THE PAPERS ON THE BENCH. THIS TESTIMONY IS NOT DIRECT EVIDENCE THAT I KNOCKED OVER THE GLASS; IT IS CIRCUMSTANTIAL EVIDENCE FROM WHICH YOU COULD REASONABLY INFER THAT I KNOCKED OVER THE GLASS.

THOSE FACTS THAT FORM THE BASIS OF AN INFERENCE MUST BE PROVED AND THE INFERENCE TO BE DRAWN MUST BE ONE THAT REASONABLY MAY BE DRAWN. IN THE EXAMPLE, EVEN THOUGH THE WITNESS DID NOT SEE ME KNOCK OVER THE GLASS, IF YOU BELIEVE HER TESTIMONY, YOU COULD CONCLUDE THAT I DID. THEREFORE, THE CIRCUMSTANTIAL EVIDENCE, IF ACCEPTED BY YOU, ALLOWS YOU TO CONCLUDE THAT THE FACT IN DISPUTE HAS BEEN PROVED.

IN REACHING YOUR CONCLUSION YOU MAY NOT GUESS OR SPECULATE. SUPPOSE, FOR EXAMPLE, THE WITNESS TESTIFIES THAT THE WATER GLASS WAS LOCATED EQUALLY DISTANT FROM THE COURT CLERK AND ME. THE WITNESS STATES SHE HEARD THE BREAKING OF GLASS AND LOOKED UP TO SEE BOTH THE COURT CLERK AND ME BRUSHING WATER FROM OUR CLOTHES. IF YOU BELIEVE THAT TESTIMONY, YOU STILL COULD NOT DECIDE ON THAT EVIDENCE ALONE WHO KNOCKED OVER THE WATER GLASS. WHERE

THESE ARE THE ONLY PROVED FACTS, IT ONLY WOULD BE A GUESS AS TO WHO DID IT. HOWEVER, IF THE WITNESS ALSO TESTIFIES THAT SHE HEARD THE COURT CLERK SAY "I AM SORRY," THEN THIS ADDITIONAL EVIDENCE MIGHT ALLOW YOU TO DECIDE WHO KNOCKED OVER THE WATER GLASS.

FACTS MAY BE PROVED EITHER BY DIRECT OR CIRCUMSTANTIAL EVIDENCE OR BY A COMBINATION OF BOTH. YOU MAY GIVE CIRCUMSTANTIAL EVIDENCE LESS WEIGHT, MORE WEIGHT, OR THE SAME WEIGHT AS DIRECT EVIDENCE.

**PJI 1:90 EXPERT WITNESSES**

YOU WILL RECALL THAT THE PARTIES PRESENTED EXPERT WITNESSES WHO EACH TESTIFIED CONCERNING THEIR RESPECTIVE QUALIFICATIONS AND GAVE THEIR RESPECTIVE OPINIONS CONCERNING ISSUES IN THIS CASE. WHEN A CASE INVOLVES A MATTER OF SCIENCE OR ART OR REQUIRES SPECIAL KNOWLEDGE OR SKILL THAT MOST PEOPLE DO NOT HAVE, A QUALIFIED WITNESS IS PERMITTED TO STATE HIS OR HER OPINION FOR THE INFORMATION OF THE COURT AND JURY. THE OPINIONS STATED BY THE EXPERT WITNESSES HERE WERE BASED ON PARTICULAR FACTS, AS THEY EACH OBTAINED KNOWLEDGE OF THEM AND TESTIFIED ABOUT THEM OR AS THE ATTORNEYS WHO QUESTIONED THEM ASKED THEM TO ASSUME. YOU MAY REJECT AN EXPERT'S OPINION IF YOU FIND THE FACTS TO BE DIFFERENT FROM THE FACTS THAT FORMED THE BASIS FOR THE OPINION. YOU MAY ALSO REJECT AN OPINION IF, AFTER CAREFUL CONSIDERATION OF ALL THE EVIDENCE IN THE CASE, INCLUDING THE CROSS-EXAMINATION OF THE EXPERT WITNESSES, YOU DECIDE THAT AN OPINION IS NOT CONVINCING. IN OTHER WORDS, YOU ARE NOT REQUIRED TO ACCEPT ANY OPINION TO THE EXCLUSION OF THE FACTS AND CIRCUMSTANCES DISCLOSED BY

OTHER EVIDENCE. OPINION TESTIMONY SHOULD BE EVALUATED IN THE SAME WAY AS THE TESTIMONY OF ANY OTHER WITNESS. IT IS GIVEN TO ASSIST YOU IN REACHING A PROPER CONCLUSION; IT IS ENTITLED TO SUCH WEIGHT AS YOU FIND THE WITNESS'S QUALIFICATIONS IN THE FIELD WARRANT AND MUST BE CONSIDERED BY YOU BUT IS NOT CONTROLLING UPON YOUR JUDGMENT.

**PJI 1:26A FIVE-SIXTHS VERDICT: GENERAL VERDICT**

WHILE IT IS IMPORTANT THAT THE VIEWS OF ALL JURORS BE CONSIDERED, A VERDICT OF FIVE OF THE SIX MEMBERS OF THE JURY WILL BE SUFFICIENT UNDER THE LAW. WHEN FIVE OF YOU AGREE ON A VERDICT, YOU MAY REPORT YOUR VERDICT TO THE COURT.

**II. Rule of Law Instructions**

**OVERVIEW OF CLAIMS**

IN THIS CASE, PLAINTIFF, THE ATTORNEY GENERAL, ASSERTS NINE DISTINCT CLAIMS. EACH CLAIM IS BASED ON AN ALLEGED VIOLATION OF A NEW YORK STATUTE. THE THREE STATUTES INVOLVED IN THIS CASE ARE: (1) THE ESTATES, POWERS AND TRUSTS LAW, WHICH I WILL REFER TO AS THE “EPTL”; (2) THE NOT-FOR-PROFIT CORPORATION LAW, WHICH I WILL REFER TO AS THE “N-PCL”; AND (3) THE EXECUTIVE LAW.

I AM INSTRUCTING YOU THAT UNDER NEW YORK LAW, THE NRA IS DEEMED TO BE A CHARITABLE NOT-FOR-PROFIT CORPORATION.

BEFORE TURNING TO THE SPECIFIC CLAIMS, HERE ARE SOME OVERARCHING INSTRUCTIONS FOR YOU TO APPLY TO ALL CLAIMS.



**MULTIPLE DEFENDANTS (ENTITIES AND INDIVIDUALS)**

FIRST, AS YOU KNOW, THE PLAINTIFF HAS ASSERTED CLAIMS AGAINST THE NRA AS WELL AS INDIVIDUAL DEFENDANTS LAPIERRE, PHILLIPS, AND FRAZER. I MAY REFER TO THESE INDIVIDUALS TOGETHER AS THE “INDIVIDUAL DEFENDANTS.”

THEREFORE, WE ARE EFFECTIVELY CONDUCTING FOUR TRIALS IN ONE. IT IS YOUR OBLIGATION TO EVALUATE THE EVIDENCE AS IT APPLIES, OR FAILS TO APPLY, TO EACH DEFENDANT SEPARATELY. EACH OF MY INSTRUCTIONS ON THE LAW MUST BE CONSIDERED BY YOU AS REFERRING TO EACH DEFENDANT SEPARATELY. YOU MUST RETURN A SEPARATE VERDICT CONCERNING EACH CAUSE OF ACTION AGAINST EACH DEFENDANT. THOSE VERDICTS NEED NOT BE THE SAME, THOUGH THEY MAY BE.

**NRA RESPONSIBILITY FOR CONDUCT OF DIRECTORS,  
OFFICERS, EMPLOYEES**

A CORPORATE ENTITY, LIKE THE NRA, GENERALLY OPERATES THROUGH ITS DESIGNATED AGENTS AND EMPLOYEES, INCLUDING BUT NOT LIMITED TO ITS BOARD OF DIRECTORS, AUTHORIZED COMMITTEES ESTABLISHED BY THE BOARD OF DIRECTORS, AND ITS OFFICERS AND EMPLOYEES. GENERALLY, A CORPORATE ENTITY SUCH AS THE NRA IS RESPONSIBLE LEGALLY FOR THE CONDUCT OF ITS DESIGNATED AGENTS AND EMPLOYEES WHEN THEY ARE ENGAGED IN NRA BUSINESS.

THERE ARE, HOWEVER, CERTAIN INSTANCES IN WHICH THE CONDUCT OF A CORPORATE ENTITY'S INDIVIDUAL AGENTS AND EMPLOYEES IS NOT ATTRIBUTABLE TO THE ENTITY. SPECIFICALLY, IF YOU FIND THAT AN NRA AGENT OR EMPLOYEE, INCLUDING THE INDIVIDUAL DEFENDANTS (1) COMPLETELY ABANDONED THE NRA'S INTERESTS AND (2) WAS ACTING SOLELY FOR THEIR OWN OR ANOTHER'S PURPOSES, RESULTING IN HARM TO THE NRA, THAT CONDUCT IS NOT ATTRIBUTABLE TO THE NRA.

FOR THIS EXCEPTION TO APPLY, THE AGENT OR EMPLOYEE MUST HAVE TOTALLY ABANDONED THE NRA'S INTERESTS AND BE

ACTING ENTIRELY FOR HIS OWN OR ANOTHER'S PURPOSES. IT CANNOT BE INVOKED MERELY BECAUSE THE AGENT OR EMPLOYEE HAS A CONFLICT OF INTEREST OR BECAUSE HE IS NOT ACTING PRIMARILY FOR THE NRA'S INTERESTS. IN OTHER WORDS, THE EXCEPTION APPLIES WHEN THE AGENT OR EMPLOYEE'S MISCONDUCT IS COMMITTED AGAINST THE CORPORATION RATHER THAN AGAINST OTHERS ON THE CORPORATION'S BEHALF.

EVEN IF YOU FIND THIS EXCEPTION APPLIES, THAT DOES NOT RESOLVE THE QUESTION OF THE NRA'S LIABILITY UNDER THE N-PCL AND EPTL STATUTES FOR CONDUCT BY SELF-INTERESTED NRA OFFICERS AND EMPLOYEES. THE NRA BOARD OF DIRECTORS, WHICH GOVERNS THE NRA, HAS AN INDEPENDENT OBLIGATION UNDER THOSE STATUTES TO KEEP ITSELF INFORMED AND OVERSEE THE CONDUCT OF NRA OFFICERS AND EMPLOYEES, INCLUDING THOSE THAT MIGHT ACT AGAINST THE NRA'S INTERESTS OR THE INTERESTS OF ITS MEMBERS AND DONORS. THE NRA IS LIABLE FOR THE ACTS AND OMISSIONS OF ITS BOARD OF DIRECTORS.

AS YOU WILL HEAR SHORTLY, NRA DIRECTORS (AS WELL AS OFFICERS AND KEY EMPLOYEES) MUST EXERCISE ORDINARY CARE IN GOOD FAITH IN DISCHARGING THEIR RESPONSIBILITIES BUT ARE

ALSO ABLE TO REASONABLY RELY IN GOOD FAITH ON EXPERTS AND OTHERS IN SATISFYING THOSE OBLIGATIONS. IF YOU FIND THAT THE NRA BOARD OF DIRECTORS, INCLUDING THROUGH AN AUTHORIZED OFFICER OR A DELEGATED COMMITTEE OF THE BOARD FAILED TO DISCHARGE ITS OVERSIGHT OBLIGATIONS WITH RESPECT TO THE CONDUCT OF SELF-INTERESTED OFFICERS OR EMPLOYEES, YOU MAY FIND THE NRA LIABLE FOR STATUTORY VIOLATIONS ARISING FROM SUCH FAILURE.

**BY-LAWS AND INTERNAL RULES, POLICIES, AND PROCEDURES**

DURING THE COURSE OF THE TRIAL, YOU HAVE SEEN AND HEARD EVIDENCE REGARDING THE NRA'S BY-LAWS AND VARIOUS INTERNAL OPERATING RULES, POLICIES, AND PROCEDURES. YOU MAY CONSIDER COMPLIANCE OR NON-COMPLIANCE WITH THOSE BY-LAWS, RULES, POLICIES AND PROCEDURES IN MAKING YOUR DETERMINATION WHETHER THE NRA AND INDIVIDUAL DEFENDANTS VIOLATED THE STATUTORY OBLIGATIONS I WILL DESCRIBE SHORTLY, BUT THEY ARE NOT CONCLUSIVE.

IN OTHER WORDS, A FINDING THAT THE NRA OR AN INDIVIDUAL DEFENDANT'S CONDUCT OR A TRANSACTION VIOLATED AN NRA BY-LAW, RULE, POLICY, OR PROCEDURE DOES NOT NECESSARILY MEAN THAT THE CONDUCT OR TRANSACTION VIOLATED THE STATUTE. SIMILARLY, A FINDING THAT THE NRA'S OR AN INDIVIDUAL DEFENDANT'S CONDUCT OR TRANSACTION COMPLIED WITH AN NRA BY-LAW, RULE, POLICY, OR PROCEDURE DOES NOT NECESSARILY MEAN THAT THE CONDUCT OR TRANSACTION COMPLIED WITH THE STATUTE.

THE DECISION REMAINS YOURS, CONSIDERING THE EVIDENCE ADMITTED AT TRIAL, TO DETERMINE WHETHER PLAINTIFF HAS

ESTABLISHED THE FACTS NECESSARY TO PROVE THAT THE NRA OR  
INDIVIDUAL DEFENDANTS FAILED TO DISCHARGE THEIR STATUTORY  
DUTIES AS I WILL NOW DESCRIBE THEM.

RELEVANT TIME PERIOD

IN THIS CASE, THE ATTORNEY GENERAL SEEKS RELIEF FOR CONDUCT THAT OCCURRED DURING SPECIFIC PERIODS OF TIME.

FOR THE CLAIM AGAINST THE NRA UNDER THE EPTL AND THE CLAIMS ALLEGING VIOLATION OF DUTIES BY THE INDIVIDUAL DEFENDANTS UNDER THE N-PCL, THE RELEVANT PERIOD RUNS FROM MARCH 20, 2014, TO MAY 2, 2022, EXCEPT FOR CLAIMS AGAINST DEFENDANT PHILLIPS, FOR WHICH THE RELEVANT TIME PERIOD ENDS ON DECEMBER 31, 2018, THE DATE OF HIS RETIREMENT

FOR CLAIMS CONCERNING RELATED PARTY TRANSACTIONS AND WHISTLEBLOWER VIOLATIONS UNDER THE N-PCL AND FOR FALSE FILINGS UNDER THE EXECUTIVE LAW, THE RELEVANT PERIOD IS MARCH 20, 2017, THROUGH MAY 2, 2022.

I WILL REFER TO THESE TIME PERIODS COLLECTIVELY AS THE “RELEVANT PERIOD.”

**EVIDENCE PRE-DATING THE RELEVANT PERIOD**

AS YOU WILL HEAR LATER, IN DETERMINING WHETHER THERE WERE VIOLATIONS OF LAW IN THIS CASE DURING THE RELEVANT PERIOD YOU WILL BE ASKED TO CONSIDER WHETHER THE DEFENDANTS EXERCISED APPROPRIATE CARE AND WHETHER THEY ACTED IN GOOD FAITH IN CONNECTION WITH THE CONDUCT OR TRANSACTIONS ALLEGED AGAINST THEM.

DURING THE COURSE OF THE TRIAL, YOU HEARD TESTIMONY AND SAW EXHIBITS CONCERNING CERTAIN EVENTS THAT OCCURRED BEFORE THE RELEVANT PERIOD. IF YOU DETERMINE THAT THOSE EARLIER EVENTS ARE RELEVANT TO THE QUESTION OF WHETHER ONE OR MORE DEFENDANTS ACTED IN GOOD FAITH OR WITH APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATIONS DURING THE RELEVANT PERIOD, YOU MAY TAKE THAT EVIDENCE INTO ACCOUNT IN DETERMINING LIABILITY FOR THOSE VIOLATIONS.

IF, ON THE OTHER HAND, YOU DETERMINE THAT SUCH PREVIOUS EVENTS ARE NOT RELEVANT TO A DEFENDANT'S GOOD FAITH OR APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATION DURING THE RELEVANT PERIOD, YOU SHOULD NOT TAKE



THAT EVIDENCE INTO ACCOUNT IN DETERMINING LIABILITY FOR  
DEFENDANTS' CONDUCT DURING THE RELEVANT PERIOD.

**RELEVANCE OF SUBSEQUENT EVENTS AND CORRECTIVE MEASURES**

DURING THE COURSE OF THE TRIAL, YOU HEARD TESTIMONY AND SAW EVIDENCE REGARDING MEASURES TAKEN BY THE NRA (AND IN SOME CASES INDIVIDUAL DEFENDANTS) THAT DEFENDANTS CLAIM IMPROVED THE NRA'S INTERNAL OPERATING PROCEDURES TO ADDRESS PREVIOUS CONDUCT BY CERTAIN OFFICERS AND EMPLOYEES AND THAT THEY CLAIM HAD THE INTENT AND EFFECT TO PREVENT FUTURE VIOLATIONS OF LAW OR NRA BY-LAWS, RULES, POLICIES, AND PROCEDURES. SOME OF THOSE MEASURES MAY HAVE OCCURRED OR BEEN IMPLEMENTED AFTER THE CONDUCT OR TRANSACTIONS AT ISSUE HAD ALREADY TAKEN PLACE.

IF YOU DETERMINE THAT SUBSEQUENT EVENTS AND CORRECTIVE MEASURES TAKEN BY THE NRA AND/OR INDIVIDUAL DEFENDANTS ARE RELEVANT TO THE QUESTION OF WHETHER THE NRA OR THE INDIVIDUAL DEFENDANTS ACTED IN GOOD FAITH OR WITH APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATIONS, YOU MAY TAKE THAT EVIDENCE INTO ACCOUNT IN DETERMINING LIABILITY FOR THOSE VIOLATIONS.

IF, ON THE OTHER HAND, YOU DETERMINE THAT SUCH SUBSEQUENT EVENTS AND CORRECTIVE MEASURES AFTER AN

ALLEGED VIOLATION ARE NOT RELEVANT TO A DEFENDANT'S GOOD FAITH OR APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATION, YOU SHOULD NOT TAKE THAT EVIDENCE INTO ACCOUNT IN DETERMINING LIABILITY FOR THEIR PRIOR CONDUCT. FOR THESE PURPOSES, THE QUESTION IS NOT WHETHER THE CORRECTIVE MEASURES OCCURRED DURING THE RELEVANT PERIOD, IT IS WHETHER THEY OCCURRED AFTER THE DATE OF THE ALLEGED VIOLATION.

SIMILARLY, DURING THE COURSE OF THE TRIAL, YOU HAVE SEEN AND HEARD EVIDENCE ABOUT REPAYMENT OF FUNDS TO THE NRA RELATING TO EARLIER ALLEGED VIOLATIONS. THE FACT THAT A DEFENDANT MADE REPAYMENT TO THE NRA OF CERTAIN FUNDS NOW CLAIMED TO HAVE BEEN UNLAWFULLY OBTAINED MAY BE TAKEN INTO ACCOUNT IN DETERMINING DAMAGES TO BE AWARDED IN THIS CASE. HOWEVER, THE REPAYMENT DOES NOT BY ITSELF CONSTITUTE A DEFENSE TO LIABILITY IF YOU CONCLUDE THAT THE INITIAL PAYMENTS THE DEFENDANT RECEIVED WERE UNLAWFUL.

IF YOU DETERMINE THAT SUBSEQUENT REPAYMENT BY AN INDIVIDUAL DEFENDANT IS RELEVANT TO THE QUESTION OF WHETHER THAT DEFENDANT ACTED IN GOOD FAITH OR WITH

APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATIONS, YOU  
MAY TAKE SUCH REPAYMENT INTO ACCOUNT IN DETERMINING  
LIABILITY FOR THOSE VIOLATIONS.

IF, ON THE OTHER HAND, YOU DETERMINE THAT SUCH  
REPAYMENT IS NOT RELEVANT TO A DEFENDANT'S GOOD FAITH OR  
APPROPRIATE CARE AT THE TIME OF THE ALLEGED VIOLATION, YOU  
SHOULD NOT TAKE THAT EVIDENCE INTO ACCOUNT IN  
DETERMINING LIABILITY FOR THE DEFENDANT'S PRIOR CONDUCT.

**III. Specific Causes of Action**

I WILL NOW INSTRUCT YOU AS TO THE SPECIFIC CLAIMS MADE BY THE ATTORNEY GENERAL.

THE PLAINTIFF'S CAUSES OF ACTION FALL INTO SIX CATEGORIES. THEY ARE:

- (1) FAILURE TO PROPERLY ADMINISTER THE CHARITABLE ASSETS OF THE NRA UNDER THE EPTL - ASSERTED AGAINST THE NRA.
- (2) BREACH OF DUTY OF CARE AND GOOD FAITH UNDER THE N-PCL - ASSERTED AGAINST DEFENDANTS LAPIERRE, PHILLIPS, AND FRAZER.
- (3) WRONGFUL RELATED PARTY TRANSACTIONS UNDER THE N-PCL - ASSERTED AGAINST DEFENDANTS THE NRA, LAPIERRE, AND PHILLIPS.
- (4) REMOVAL OF OFFICERS FOR CAUSE UNDER THE N-PCL - ASSERTED AGAINST DEFENDANTS LAPIERRE AND FRAZER.
- (5) VIOLATION OF WHISTLEBLOWER PROTECTIONS UNDER THE N-PCL - ASSERTED AGAINST THE NRA.
- (6) FALSE FILINGS UNDER THE EXECUTIVE LAW - ASSERTED AGAINST DEFENDANTS THE NRA AND FRAZER.

CERTAIN OF YOUR FACTUAL FINDINGS MAY BE RELEVANT TO MORE THAN ONE CLAIM.

YOUR FUNCTION AS A JURY IS TO DETERMINE, FIRST,  
WHETHER THE DEFENDANTS ARE LIABLE ON ANY OF THE SPECIFIC  
STATUTORY CLAIMS.

SECOND, FOR THOSE CLAIMS THAT PROVIDE FOR AN AWARD OF  
MONEY DAMAGES AGAINST AN INDIVIDUAL DEFENDANT, IF YOU FIND  
THERE IS LIABILITY, YOU SHALL ALSO DETERMINE WHETHER AND IN  
WHAT AMOUNT MONEY DAMAGES ARE TO BE AWARDED. I WILL  
FURTHER INSTRUCT YOU ON HOW TO CALCULATE DAMAGES LATER  
ON.

**A. PROPER ADMINISTRATION OF CHARITABLE ASSETS (EPTL 8-1.4)**

***AGAINST THE NRA***

**1. General Instruction Regarding Trustees**

THE PLAINTIFF'S CLAIM ALLEGES THAT THE NRA FAILED TO PROPERLY ADMINISTER THE NRA'S CHARITABLE ASSETS DURING THE RELEVANT PERIOD (MARCH 20, 2014 - MAY 2, 2022) AS REQUIRED UNDER THE EPTL STATUTE.

THE EPTL AUTHORIZES THE ATTORNEY GENERAL TO SUPERVISE PEOPLE AND ENTITIES, KNOWN AS "TRUSTEES," THAT ADMINISTER CHARITABLE ASSETS. "CHARITABLE ASSETS" MEANS PROPERTY HELD AND ADMINISTERED FOR "CHARITABLE, EDUCATIONAL OR BENEVOLENT PURPOSES".

I AM INSTRUCTING YOU THAT THE NRA IS A "TRUSTEE" OF CHARITABLE ASSETS UNDER THE EPTL.

2. “Proper Administration”

A TRUSTEE FAILS TO PROPERLY ADMINISTER A CHARITABLE NOT-FOR-PROFIT CORPORATION WHEN IT FAILS TO EXERCISE GOOD FAITH AND REASONABLE CARE TO PROTECT THE CORPORATION FROM UNNECESSARY EXPOSURE TO RISK OF LOSS. ENGAGING IN TRANSACTIONS THAT ARE NOT FOR THE LEGITIMATE PURPOSES OF THE NOT-FOR-PROFIT CORPORATION MAY CONSTITUTE IMPROPER ADMINISTRATION IF THEY EXPOSE THE CORPORATION TO RISK OF LOSS. A TRUSTEE MAY RELY IN GOOD FAITH UPON THE ADVICE OF PROFESSIONALS AND ADVISORS IN ADMINISTERING CHARITABLE ASSETS.

TRANSACTIONS THAT YOU DETERMINE DO NOT ADVERSELY AFFECT THE NRA'S CHARITABLE ASSETS ARE NOT SUFFICIENT TO DEMONSTRATE IMPROPER ADMINISTRATION.

IN DETERMINING WHETHER THE NRA, AS A TRUSTEE, HAS FAILED TO PROPERLY ADMINISTER THE NRA'S CHARITABLE ASSETS, YOU MAY CONSIDER, AMONG OTHER THINGS, (1) WHETHER THE NRA VIOLATED THE N-PCL—WHICH I WILL ADDRESS LATER IN THESE INSTRUCTIONS— IF SUCH VIOLATIONS WASTED OR EXPOSED THE



NRA'S CHARITABLE ASSETS TO RISK OF LOSS; (2) WHETHER THE NRA VIOLATED NRA BY-LAWS, RULES, POLICIES OR PROCEDURES THAT ARE DESIGNED TO PRESERVE AND PROTECT THE NRA'S CHARITABLE ASSETS; AND (3) WHETHER THE NRA REASONABLY RELIED ON THE ADVICE OF PROFESSIONALS AND ADVISORS IN DISCHARGING THE NRA'S RESPONSIBILITIES. NO ONE FACTOR IS DISPOSITIVE.

AS NOTED EARLIER IN THESE INSTRUCTIONS, YOU MAY CONSIDER SUBSEQUENT REMEDIAL OR CORRECTIVE MEASURES UNDERTAKEN BY THE NRA - THAT IS, MEASURES UNDERTAKEN AFTER ALLEGEDLY IMPROPER CONDUCT HAS OCCURRED - IF YOU CONCLUDE THEY ARE RELEVANT TO DETERMINING THE NRA'S GOOD FAITH AND REASONABLE CARE AT THE TIME OF THE ALLEGED IMPROPER CONDUCT BEING CONSIDERED. YOU MAY ALSO CONSIDER SUCH REMEDIAL OR CORRECTIVE MEASURES IN DETERMINING WHETHER ANY TRANSACTIONS OR CONDUCT DURING THE RELEVANT PERIOD HAVE IMPAIRED THE NRA'S CHARITABLE ASSETS.

**B. VIOLATION OF DUTY (N-PCL 717, 720)**

***AGAINST LAPIERRE, FRAZER, AND PHILLIPS***

THE N-PCL AUTHORIZES THE ATTORNEY GENERAL TO ASSERT CLAIMS AGAINST OFFICERS, DIRECTORS, AND KEY PERSONS OF NOT-FOR-PROFIT ENTITIES FOR, AMONG OTHER THINGS,

(A) A NEGLECT OF, OR FAILURE TO PERFORM, OR OTHER VIOLATION OF HIS DUTIES IN THE MANAGEMENT AND DISPOSITION OF CORPORATE ASSETS COMMITTED TO HIS CHARGE, OR

(B) THE ACQUISITION BY HIMSELF, TRANSFER TO OTHERS, LOSS OR WASTE OF CORPORATE ASSETS DUE TO ANY NEGLECT OF, OR FAILURE TO PERFORM, OR OTHER VIOLATION OF HIS DUTIES.

UNDER THE N-PCL, DIRECTORS, OFFICERS AND KEY PERSONS SUCH AS THE INDIVIDUAL DEFENDANTS ARE REQUIRED TO DISCHARGE THE DUTIES OF THEIR RESPECTIVE POSITIONS IN GOOD FAITH AND WITH THE CARE AN ORDINARILY PRUDENT PERSON IN A LIKE POSITION WOULD EXERCISE UNDER SIMILAR CIRCUMSTANCES.

TO ACT IN GOOD FAITH REQUIRES DIRECTORS AND OFFICERS TO ACT WITH UNDIVIDED LOYALTY TOWARD THE CORPORATION, HERE THE NRA. THEY MUST DEAL HONESTLY, FAIRLY, AND OPENLY,

WITH AN ABSENCE OF MALICE AND THE ABSENCE OF A DESIGN TO DEFRAUD OR TO SEEK AN UNCONSCIONABLE ADVANTAGE.

IN DISCHARGING THEIR DUTIES, EACH INDIVIDUAL DEFENDANT, WHEN ACTING IN GOOD FAITH, MAY RELY ON INFORMATION, OPINIONS, REPORTS OR STATEMENTS INCLUDING FINANCIAL STATEMENTS AND OTHER FINANCIAL DATA, IN EACH CASE PREPARED OR PRESENTED BY: (1) OFFICERS OR EMPLOYEES OF THE NRA WHOM THE INDIVIDUAL DEFENDANT BELIEVED TO BE RELIABLE AND COMPETENT IN THE MATTERS PRESENTED, (2) COUNSEL, PUBLIC ACCOUNTANTS OR OTHER PERSONS AS TO MATTERS WHICH THE INDIVIDUAL DEFENDANT BELIEVED TO BE WITHIN SUCH PERSON'S PROFESSIONAL OR EXPERT COMPETENCE OR (3) A COMMITTEE OF THE BOARD UPON WHICH THEY DO NOT SERVE, DULY DESIGNATED IN ACCORDANCE WITH A PROVISION OF THE CERTIFICATE OF INCORPORATION OR THE BYLAWS, AS TO MATTERS WITHIN ITS DESIGNATED AUTHORITY, WHICH COMMITTEE THE INDIVIDUAL DEFENDANT BELIEVED TO MERIT CONFIDENCE, SO LONG AS IN SO RELYING THEY WERE ACTING IN GOOD FAITH AND WITH THE CARE AN ORDINARILY PRUDENT PERSON IN A LIKE POSITION WOULD HAVE EXERCISED UNDER SIMILAR CIRCUMSTANCES.

THE STATUTE PROVIDES THAT PERSONS WHO PERFORM THEIR DUTIES IN GOOD FAITH RELIANCE ON OTHERS SHALL HAVE NO LIABILITY BY REASON OF BEING OR HAVING BEEN DIRECTOR, OFFICER OR KEY PERSON OF THE NRA. THE INDIVIDUAL DEFENDANT SHALL NOT BE CONSIDERED TO BE ACTING IN GOOD FAITH RELIANCE ON OTHERS IF YOU FIND THAT HE HAD KNOWLEDGE CONCERNING THE MATTER IN QUESTION THAT WOULD CAUSE SUCH RELIANCE TO BE UNWARRANTED.

DURING THE COURSE OF THE TRIAL, YOU HAVE HEARD ABOUT CERTAIN AGREEMENTS CONCERNING THE COMPENSATION TO BE PAID TO ONE OR MORE INDIVIDUAL DEFENDANTS DURING OR AFTER THEIR EMPLOYMENT. IN THOSE CIRCUMSTANCES, THE INDIVIDUAL DEFENDANT IS PERMITTED TO CONSIDER HIS OWN PERSONAL FINANCIAL INTERESTS RATHER THAN THE NRA'S FINANCIAL INTERESTS. IT IS NOT A VIOLATION OF HIS DUTY TO DO SO. HOWEVER, POST-EMPLOYMENT ARRANGEMENTS NEGOTIATED WHILE AN OFFICER IS STILL EMPLOYED MAY BE CONSIDERED RELATED PARTY TRANSACTIONS, WHICH ARE SUBJECT TO APPROVAL REQUIREMENTS THAT I WILL EXPLAIN IN THE NEXT SECTION OF THESE INSTRUCTIONS.

IF YOU FIND THAT ONE OR MORE OF THE INDIVIDUAL DEFENDANTS VIOLATED THEIR STATUTORY DUTIES DURING THE RELEVANT PERIOD (MARCH 20, 2014 - MAY 2, 2022), YOU WILL BE ASKED TO DETERMINE - INDIVIDUALLY AS TO EACH DEFENDANT - WHETHER THOSE VIOLATIONS CAUSED MONETARY HARM TO THE NRA AND, IF SO, IN WHAT AMOUNT.

**C. WRONGFUL RELATED PARTY TRANSACTIONS**  
**(N-PCL 112(a)(10), 715(f))**

***AGAINST THE NRA, LAPIERRE, AND PHILLIPS***

THE ATTORNEY GENERAL ASSERTS THAT DURING THE RELEVANT PERIOD (MARCH 20, 2017 - MAY 2, 2022, OR DECEMBER 31, 2018, AS TO MR. PHILLIPS) THE NRA, MR. LAPIERRE, AND MR. PHILLIPS ENTERED INTO CERTAIN UNLAWFUL RELATED PARTY TRANSACTIONS THAT ARE SPECIFICALLY IDENTIFIED ON THE VERDICT SHEET.

THE TERM "RELATED PARTY" MEANS ANY DIRECTOR OR OFFICER OF THE NRA, OR ANY RELATIVE OF A DIRECTOR OR OFFICER. IT IS UNDISPUTED THAT MR. LAPIERRE AND MR. PHILLIPS WERE AT ALL RELEVANT TIMES "RELATED PARTIES" UNDER THAT DEFINITION.

FOR PURPOSES OF THIS CLAIM, A "RELATIVE" OF A RELATED PARTY MEANS THAT PERSON'S SPOUSE OR DOMESTIC PARTNER, ANCESTORS, BROTHERS AND SISTERS (WHETHER WHOLE OR HALF BLOOD), CHILDREN (WHETHER NATURAL OR ADOPTED), GRANDCHILDREN, GREAT-GRANDCHILDREN, AND THE SPOUSE OR DOMESTIC PARTNER OF HIS OR HER BROTHERS, SISTERS, CHILDREN, GRANDCHILDREN, AND GREAT-GRANDCHILDREN.

A RELATED PARTY TRANSACTION GENERALLY MEANS ANY TRANSACTION, AGREEMENT, OR ANY OTHER ARRANGEMENT IN WHICH A RELATED PARTY HAS A FINANCIAL INTEREST AND IN WHICH THE NRA IS A PARTICIPANT.

HOWEVER, UNDER THE LAW A TRANSACTION IS NOT CONSIDERED TO BE A RELATED PARTY TRANSACTION IF:

1. THE TRANSACTION OR THE RELATED PARTY'S FINANCIAL INTEREST IN THE TRANSACTION IS DE MINIMIS - MEANING THAT IT IS FINANCIALLY SO MINOR THAT IT IS INSIGNIFICANT TO THE NRA OR THE RELATED PARTY, OR
2. THE TRANSACTION WOULD NOT CUSTOMARILY BE REVIEWED BY THE BOARD OR BOARDS OF SIMILAR ORGANIZATIONS IN THE ORDINARY COURSE OF BUSINESS AND IS AVAILABLE TO OTHERS WHO ARE NOT RELATED PARTIES ON THE SAME OR SIMILAR TERMS, OR
3. THE TRANSACTION CONSTITUTES A BENEFIT PROVIDED TO A RELATED PARTY SOLELY AS A MEMBER OF A CLASS OF THE BENEFICIARIES THAT THE CORPORATION INTENDS TO BENEFIT AS PART OF THE ACCOMPLISHMENT OF ITS MISSION WHICH BENEFIT IS AVAILABLE TO ALL SIMILARLY

SITUATED MEMBERS OF THE SAME CLASS ON THE SAME  
TERMS.

SECTION 715 OF THE N-PCL PROHIBITS THE NRA FROM  
ENTERING INTO A RELATED PARTY TRANSACTION UNLESS THE  
TRANSACTION IS DETERMINED BY THE NRA BOARD, OR AN  
AUTHORIZED COMMITTEE OF THE NRA BOARD, TO BE FAIR,  
REASONABLE AND IN THE NRA'S BEST INTEREST AT THE TIME OF  
SUCH DETERMINATION. THE NRA'S AUDIT COMMITTEE WAS  
AUTHORIZED BY THE NRA TO REVIEW RELATED PARTY  
TRANSACTIONS.

SECTION 715 OF THE N-PCL REQUIRES THAT THE NRA BOARD OF  
DIRECTORS OR AUTHORIZED COMMITTEE: (1) PRIOR TO ENTERING  
INTO THE TRANSACTION, CONSIDER ALTERNATIVE TRANSACTIONS  
TO THE EXTENT AVAILABLE; (2) APPROVE THE TRANSACTION BY NOT  
LESS THAN A MAJORITY VOTE OF THE DIRECTORS OR COMMITTEE  
MEMBERS PRESENT AT THE MEETING; AND (3) CONTEMPORANEOUSLY  
DOCUMENT IN WRITING THE BASIS FOR THE BOARD OR AUTHORIZED  
COMMITTEE'S APPROVAL, INCLUDING ITS CONSIDERATION OF ANY  
ALTERNATIVE TRANSACTIONS.



FOR EACH TRANSACTION LISTED IN THE “RELATED PARTY TRANSACTION” SECTION OF THE VERDICT SHEET, YOU MUST DETERMINE FIRST WHETHER IT IS A RELATED PARTY TRANSACTION. IF IT WAS A RELATED PARTY TRANSACTION, YOU MUST THEN DETERMINE WHETHER IT WAS PROPERLY APPROVED IN ADVANCE BY THE NRA BOARD OR AUTHORIZED COMMITTEE IN ACCORDANCE WITH THE REQUIREMENTS JUST DESCRIBED.

IF YOU FIND THAT A TRANSACTION WAS NOT A RELATED PARTY TRANSACTION, OR THAT IT WAS A RELATED PARTY TRANSACTION AND WAS PROPERLY APPROVED IN ADVANCE BY THE NRA BOARD OR AUTHORIZED COMMITTEE, YOU WILL CONCLUDE THAT THE TRANSACTION DID NOT VIOLATE SECTION 715 OF THE N-PCL.

ON THE OTHER HAND, IF YOU FIND THAT A TRANSACTION WAS A RELATED PARTY TRANSACTION, AND THAT IT WAS NOT PROPERLY APPROVED IN ADVANCE BY THE NRA BOARD OR AN AUTHORIZED COMMITTEE OF THE BOARD, YOU WILL CONCLUDE THAT THE TRANSACTION VIOLATED SECTION 715 OF THE N-PCL UNLESS THE DEFENDANTS INVOLVED IN THE TRANSACTION PROVE BY A PREPONDERANCE OF THE EVIDENCE THAT THE TRANSACTION WAS

PROPERLY RATIFIED BY THE NRA BOARD, WHICH I SHALL NOW  
EXPLAIN.

**1. The Ratification Defense**

WITH RESPECT TO A RELATED PARTY TRANSACTION THAT WAS  
NOT APPROVED IN ADVANCE, THE N-PCL PROVIDES THAT  
DEFENDANTS MAY ASSERT A DEFENSE BASED ON A LATER APPROVAL  
BY THE BOARD OR AN AUTHORIZED COMMITTEE OF THE BOARD.  
THIS IS CALLED RATIFICATION. THE DEFENDANT BEARS THE BURDEN  
OF PROVING THIS DEFENSE BY A PREPONDERANCE OF THE EVIDENCE.

A DEFENDANT ASSERTING A RATIFICATION DEFENSE AS TO A  
PARTICULAR RELATED PARTY TRANSACTION MUST ESTABLISH BY A  
PREPONDERANCE OF THE EVIDENCE EACH OF THE FOLLOWING  
FACTS:

- (1) THE TRANSACTION WAS FAIR, REASONABLE AND IN THE  
CORPORATION'S BEST INTEREST AT THE TIME THE  
CORPORATION APPROVED THE TRANSACTION AND
- (2) PRIOR TO RECEIPT OF ANY REQUEST FOR INFORMATION BY  
THE ATTORNEY GENERAL REGARDING THE TRANSACTION,  
THE BOARD OR THE AUTHORIZED BOARD COMMITTEE HAS:
  - A. RATIFIED THE TRANSACTION BY FINDING IN GOOD  
FAITH THAT IT WAS FAIR, REASONABLE AND IN THE  
CORPORATION'S BEST INTEREST AT THE TIME THE  
CORPORATION APPROVED THE TRANSACTION; AND IN

WHICH A RELATED PARTY HAS A SUBSTANTIAL FINANCIAL INTEREST, CONSIDERED ALTERNATIVE TRANSACTIONS TO THE EXTENT AVAILABLE, APPROVING THE TRANSACTION BY NOT LESS THAN A MAJORITY VOTE OF THE DIRECTORS OR COMMITTEE MEMBERS PRESENT AT THE MEETING;

B. DOCUMENTED IN WRITING THE NATURE OF THE VIOLATION AND THE BASIS FOR THE BOARD'S OR COMMITTEE'S RATIFICATION OF THE TRANSACTION; AND

C. PUT INTO PLACE PROCEDURES TO ENSURE THAT THE CORPORATION COMPLIES WITH THE N-PCL PROVISIONS REGARDING RELATED PARTY TRANSACTIONS IN THE FUTURE.

IF YOU DETERMINE THAT THE DEFENDANT[S] INVOLVED IN A PARTICULAR RELATED PARTY TRANSACTION LISTED ON THE VERDICT SHEET HAVE PROVEN EACH OF THE ABOVE FACTS BY A PREPONDERANCE OF THE EVIDENCE, YOU WILL ENTER A VERDICT INDICATING THAT THE TRANSACTION DID NOT VIOLATE THE STATUTE.

IF YOU DETERMINE THAT THE DEFENDANT[S] INVOLVED IN A PARTICULAR RELATED PARTY TRANSACTION HAVE NOT MET THAT BURDEN OF PROOF AS TO EACH OF THE ABOVE REQUIREMENTS, YOU WILL ENTER A VERDICT INDICATING THAT THE TRANSACTION VIOLATED THE STATUTE.

I WILL INSTRUCT YOU LATER AS TO THE DAMAGES THAT MAY BE  
AWARDED AGAINST INDIVIDUAL DEFENDANTS WITH RESPECT TO  
SUCH VIOLATIONS DURING THE RELEVANT PERIOD.

**D. REMOVAL OF OFFICERS (N-PCL 706, 714(c), 715)**

***AGAINST LAPIERRE AND FRAZER***

SECTION 714(C) OF THE N-PCL ALSO PERMITS THE PLAINTIFF TO SEEK REMOVAL OF NRA OFFICERS “FOR CAUSE.” THE PLAINTIFF SEEKS TO REMOVE DEFENDANTS LAPIERRE AND FRAZER FOR CAUSE AS OFFICERS OF THE NRA. ALTHOUGH MR. LAPIERRE TENDERED HIS RESIGNATION TO THE NRA SHORTLY BEFORE TRIAL, THIS CLAIM REMAINS IN THE CASE, AND YOU MUST DELIVER A VERDICT DESPITE THE RESIGNATION.

TO FIND CAUSE FOR REMOVAL AS TO AN INDIVIDUAL DEFENDANT, YOU MUST FIND THAT DURING THE APPLICABLE RELEVANT PERIOD HE (1) VIOLATED THE N-PCL (UNDER ONE OR BOTH OF THE ABOVE TWO CLAIMS); AND THAT (2) THE VIOLATION CONSTITUTES MATERIAL AND SERIOUS MISCONDUCT IN VIOLATION OF THE OFFICER’S DUTIES TO THE NRA OR CONTRARY TO THE INTERESTS OF THE NRA.

IF YOU FIND THAT THE PLAINTIFF HAS ESTABLISHED BOTH OF THE REQUIRED ELEMENTS AS TO AN INDIVIDUAL DEFENDANT BY A PREPONDERANCE OF THE EVIDENCE, YOU WILL RETURN A VERDICT FINDING CAUSE FOR REMOVAL AS TO THAT DEFENDANT.

ON THE OTHER HAND, IF YOU FIND THAT PLAINTIFF HAS FAILED TO ESTABLISH ONE OR BOTH OF THOSE ELEMENTS AS TO AN INDIVIDUAL DEFENDANT, YOU WILL RETURN A VERDICT FINDING NO CAUSE FOR REMOVAL AS TO THAT DEFENDANT.

NO MONETARY DAMAGES ARE SOUGHT WITH RESPECT TO THIS CLAIM.

**E. VIOLATION OF WHISTLEBLOWER PROTECTIONS (N-PCL 715-b)**

***AGAINST THE NRA***

SECTION 715-B OF THE N-PCL REQUIRES THE NRA BOARD OF DIRECTORS TO “ADOPT, AND OVERSEE THE IMPLEMENTATION OF, AND COMPLIANCE WITH, A WHISTLEBLOWER POLICY TO PROTECT FROM RETALIATION PERSONS WHO REPORT SUSPECTED IMPROPER CONDUCT.”

THE LAW PROVIDES THAT “SUCH POLICY SHALL PROVIDE THAT NO DIRECTOR, OFFICER, KEY PERSON, EMPLOYEE OR VOLUNTEER OF A CORPORATION WHO IN GOOD FAITH REPORTS ANY ACTION OR SUSPECTED ACTION TAKEN BY OR WITHIN THE CORPORATION THAT IS ILLEGAL, FRAUDULENT OR IN VIOLATION OF ANY ADOPTED POLICY OF THE [NRA] SHALL SUFFER INTIMIDATION, HARASSMENT, DISCRIMINATION OR OTHER RETALIATION OR, IN THE CASE OF EMPLOYEES, ADVERSE EMPLOYMENT CONSEQUENCE.”

THE STATUTE DEFINES A WHISTLEBLOWER AS ANY DIRECTOR, OFFICER, EXECUTIVE, EMPLOYEE OR VOLUNTEER WHO IN GOOD FAITH REPORTS ANY ACTION OR SUSPECTED ACTION THAT IS ILLEGAL, FRAUDULENT, OR IN VIOLATION OF ANY ADOPTED POLICY OF THE NRA.

THE STATUTE REQUIRES THE NRA TO ADOPT, AND OVERSEE THE IMPLEMENTATION OF, AND COMPLIANCE WITH, A WHISTLEBLOWER POLICY THAT IS SUBSTANTIALLY CONSISTENT WITH THE FOLLOWING PROVISIONS:

(1) PROCEDURES FOR THE REPORTING OF VIOLATIONS OR SUSPECTED VIOLATIONS OF LAWS OR CORPORATE POLICIES, INCLUDING PROCEDURES FOR PRESERVING THE CONFIDENTIALITY OF REPORTED INFORMATION;

(2) A REQUIREMENT THAT AN EMPLOYEE, OFFICER OR DIRECTOR OF THE CORPORATION BE DESIGNATED TO ADMINISTER THE WHISTLEBLOWER POLICY AND TO REPORT TO THE BOARD OR AN AUTHORIZED COMMITTEE THEREOF, EXCEPT THAT DIRECTORS WHO ARE EMPLOYEES MAY NOT PARTICIPATE IN ANY BOARD OR COMMITTEE DELIBERATIONS OR VOTING RELATING TO ADMINISTRATION OF THE WHISTLEBLOWER POLICY;

(3) A REQUIREMENT THAT THE PERSON WHO IS THE SUBJECT OF A WHISTLEBLOWER COMPLAINT NOT BE PRESENT AT OR PARTICIPATE IN BOARD OR COMMITTEE DELIBERATIONS OR VOTE ON THE MATTER RELATING TO SUCH COMPLAINT, PROVIDED THAT NOTHING IN THIS SUBPARAGRAPH SHALL PROHIBIT THE BOARD OR COMMITTEE FROM REQUESTING THAT THE PERSON WHO IS SUBJECT TO THE COMPLAINT PRESENT INFORMATION AS BACKGROUND OR ANSWER QUESTIONS AT A COMMITTEE OR BOARD MEETING PRIOR TO THE COMMENCEMENT OF DELIBERATIONS OR VOTING RELATING THERETO; AND

(4) A REQUIREMENT THAT A COPY OF THE POLICY BE DISTRIBUTED TO ALL DIRECTORS, OFFICERS, KEY PERSONS, EMPLOYEES AND TO VOLUNTEERS WHO PROVIDE SUBSTANTIAL SERVICES TO THE CORPORATION. FOR PURPOSES OF THIS SUBDIVISION, POSTING THE POLICY ON THE CORPORATION'S WEBSITE OR AT THE CORPORATION'S OFFICES IN A



CONSPICUOUS LOCATION ACCESSIBLE TO EMPLOYEES AND VOLUNTEERS ARE AMONG THE METHODS A CORPORATION MAY USE TO SATISFY THE DISTRIBUTION REQUIREMENT.

THE N-PCL DOES NOT REQUIRE THAT THE NRA ADOPT A WHISTLEBLOWER POLICY THAT TRACKS THE STATUTORY LANGUAGE PRECISELY. IT IS ENOUGH THAT THE POLICY BE "SUBSTANTIALLY CONSISTENT" WITH THE STATUTE - MEANING THAT ANY DIFFERENCES ARE NOT SIGNIFICANT TO THE OVERALL PURPOSE OF ENCOURAGING AND PROTECTING WHISTLEBLOWERS FOR THE BENEFIT OF THE ENTITY.

PLAINTIFF ALLEGES TWO VIOLATIONS OF N-PCL 715-B:

FIRST, THAT THE NRA FAILED TO ADOPT AND IMPLEMENT A WHISTLEBLOWER POLICY AS REQUIRED BY N-PCL 715-B FROM MARCH 20, 2017 (THE BEGINNING OF THE RELEVANT PERIOD) TO JANUARY 2020, WHEN THE NRA ADOPTED A WRITTEN POLICY THAT PLAINTIFF AGREES MEETS THE STATUTORY REQUIREMENTS.

SECOND, PLAINTIFF ALLEGES THAT THE NRA VIOLATED SECTION 715-B BY FAILING TO EVALUATE WHISTLEBLOWER COMPLAINTS AND BY RETALIATING AGAINST WHISTLEBLOWERS DURING THE RELEVANT PERIOD (MARCH 20, 2017 - MAY 2, 2022).

FOR PURPOSES OF THE CLAIMS IN THIS CASE, THE PLAINTIFF CLAIMS THAT THE FOLLOWING INDIVIDUALS ARE WHISTLEBLOWERS AS TO WHICH VIOLATIONS TOOK PLACE: LT. COL OLIVER NORTH, RICHARD CHILDRESS, ESTHER SCHNEIDER, TIMOTHY KNIGHT, SEAN MALONEY, ROCKY MARSHALL, PHILIP JOURNEY, AND CRAIG SPRAY. THE NRA DENIES THESE ALLEGATIONS.

**1. Failure to Adopt and Implement Whistleblower Policy**

IF YOU FIND THAT THE NRA FAILED TO ADOPT AND IMPLEMENT A WHISTLEBLOWER POLICY SUBSTANTIALLY IN COMPLIANCE WITH SECTION 715-B OF THE N-PCL FROM MARCH 20, 2017, TO JANUARY 2020, YOU SHALL FIND FOR THE PLAINTIFF ON THIS PORTION OF ITS WHISTLEBLOWER CLAIM. IF YOU FIND THAT THE NRA ADOPTED AND IMPLEMENTED A WHISTLEBLOWER POLICY IN COMPLIANCE WITH SECTION 715-B OF THE N-PCL AT ANY TIME FROM MARCH 20, 2017, TO JANUARY 2020, YOU SHALL FIND THAT THERE IS NO LIABILITY ON THE PART OF THE NRA FOR THIS PORTION OF PLAINTIFF'S WHISTLEBLOWER CLAIM.

**2. Whistleblower Violations**

IF YOU FIND THAT THE NRA DID NOT COMPLY WITH SECTION 715-B OF THE N-PCL AT ANY TIME DURING THE RELEVANT PERIOD (MARCH 20, 2017 TO MAY 2, 2022), BY (1) FAILING TO EVALUATE WHISTLEBLOWER COMPLAINTS OR (2) FAILING TO ENSURE COMPLIANCE BY PERMITTING WHISTLEBLOWERS TO SUFFER INTIMIDATION, HARASSMENT, DISCRIMINATION, OR OTHER RETALIATION TO DISCOURAGE REPORTING OF IMPROPER CONDUCT, YOU WILL FIND FOR THE PLAINTIFF ON THIS CLAIM.

IF YOU FIND THAT THE NRA PROPERLY ADMINISTERED WHISTLEBLOWER COMPLAINTS AND DID NOT PERMIT RETALIATION AGAINST WHISTLEBLOWERS DURING THE RELEVANT PERIOD, YOU WILL FIND NO LIABILITY ON THE PART OF THE NRA IN CONNECTION WITH THIS CLAIM.

NO MONETARY DAMAGES ARE SOUGHT WITH RESPECT TO EITHER PORTION OF THIS CLAIM.

**E. FALSE FILINGS (EXECUTIVE LAW 172-D(1), 175(2)(D))**

***AGAINST THE NRA AND FRAZER***

SECTION 172-D(1) OF THE EXECUTIVE LAW PROHIBITS THE MAKING OF A MATERIAL STATEMENT WHICH IS UNTRUE, OR FAILING TO DISCLOSE A MATERIAL FACT, IN A PUBLIC FILING RELATING TO THE SOLICITATION AND COLLECTION OF FUNDS FOR CHARITABLE PURPOSES. IT IS UNDISPUTED THAT THE CHAR500 FORM THAT THE NRA FILES ANNUALLY WITH THE ATTORNEY GENERAL, WHICH ATTACHES THE IRS FORM 990, IS SUCH A PUBLIC FILING.

A STATEMENT OF FACT IS MATERIAL IF A REASONABLE PERSON WOULD CONSIDER IT IMPORTANT. IN THE CONTEXT OF A REGULATORY FILING, AN UNTRUE STATEMENT IS MATERIAL IF IT HAS A NATURAL TENDENCY TO INFLUENCE, OR IS CAPABLE OF INFLUENCING, THE DECISION OF THE DECISIONMAKING BODY TO WHICH IT WAS ADDRESSED.

A STATEMENT OF FACT IS FALSE IF, TAKEN AS A WHOLE, IT COMMUNICATES SOMETHING THAT IS UNTRUE WHEN CONSIDERED FROM THE VIEWPOINT OF AN ORDINARY PERSON.

IN THIS CASE, THE PLAINTIFF ALLEGES THAT THE NRA MADE MATERIALLY FALSE STATEMENTS AND OMISSIONS IN THE ANNUAL REPORTS THE ORGANIZATION FILED WITH THE ATTORNEY GENERAL, AND THAT DEFENDANT FRAZER SIGNED AND CERTIFIED SUCH REPORTS NOTWITHSTANDING A NUMBER OF FALSEHOODS THEREIN.

**1. False Filings Against The NRA**

IN ORDER TO FIND THE NRA LIABLE FOR MAKING FALSE FILINGS UNDER THE EXECUTIVE LAW, YOU MUST FIND THAT (1) A STATEMENT IN A PUBLIC FILING WAS FALSE; (2) THAT THE STATEMENT OR OMISSION WAS MATERIAL; AND (3) THAT THE STATEMENT OR OMISSION WAS MADE ON BEHALF OF THE NRA. IF YOU FIND THAT THE ATTORNEY GENERAL HAS ESTABLISHED EACH OF THE FOREGOING FACTORS, YOU WILL FIND THE NRA LIABLE FOR MAKING A FALSE FILING. IF YOU FIND THAT THE PLAINTIFF HAS NOT ESTABLISHED ONE OR MORE OF THE FOREGOING FACTS, YOU MUST RETURN A VERDICT OF NO LIABILITY AS AGAINST THE NRA.

NO MONETARY DAMAGES ARE SOUGHT WITH RESPECT TO THIS CLAIM.

**2. False Filings Against Frazer**

IN ORDER TO FIND MR. FRAZER LIABLE FOR MAKING FALSE FILINGS UNDER THE EXECUTIVE LAW, YOU MUST FIND THAT (1) A STATEMENT IN A PUBLIC FILING WAS FALSE; (2) THAT THE FALSE STATEMENT OR OMISSION WAS MATERIAL; (3) THAT THE STATEMENT OR OMISSION WAS MADE OR AUTHORIZED BY MR. FRAZER; AND (4) THAT MR. FRAZER KNEW OR SHOULD HAVE KNOWN THAT THE STATEMENT WAS FALSE.

IF YOU FIND THAT THE ATTORNEY GENERAL HAS ESTABLISHED EACH OF THE FOREGOING FACTS, YOU WILL FIND MR. FRAZER LIABLE FOR MAKING A FALSE FILING. IF YOU FIND THAT THE PLAINTIFF HAS NOT ESTABLISHED ONE OR MORE OF THE FOREGOING FACTS, YOU WILL RETURN A VERDICT OF NO LIABILITY AGAINST MR. FRAZER ON THIS CLAIM.

NO MONETARY DAMAGES ARE SOUGHT WITH RESPECT TO THIS CLAIM.

**DAMAGES**

I AM NOW GOING TO INSTRUCT YOU ON THE LAW OF DAMAGES. THE FACT THAT I INSTRUCT YOU ON THE LAW OF DAMAGES MUST NOT BE TAKEN AS AN INDICATION THAT YOU SHOULD DECIDE FOR THE PLAINTIFF. YOU WILL DECIDE ON THE EVIDENCE PRESENTED AND THE RULES OF LAW THAT I HAVE GIVEN YOU WHETHER THE PLAINTIFF IS ENTITLED TO RECOVER (FOR THE BENEFIT OF THE NRA) FROM A DEFENDANT.

THE PLAINTIFF SEEKS MONETARY DAMAGES FROM THE INDIVIDUAL DEFENDANTS TO COMPENSATE THE NRA FOR STATUTORY VIOLATIONS UNDER THE N-PCL FOR VIOLATION OF DUTY AND RELATED PARTY TRANSACTIONS. YOU ONLY NEED TO ASSESS DAMAGES IF YOU FIND THAT ANY OF THESE STATUTORY VIOLATIONS HAVE BEEN COMMITTED DURING THE RELEVANT PERIOD. WHILE SEVERAL CLAIMS MAY ASSERT VIOLATIONS BASED ON THE SAME CONDUCT, THE PLAINTIFF MAY ONLY RECOVER ONCE FOR THE SAME FINANCIAL HARM. IN OTHER WORDS, THERE CAN BE NO DOUBLE RECOVERY FOR THE SAME DAMAGE.

**1. Damages For N-PCL**

THE ATTORNEY GENERAL SEEKS RESTITUTION AND DAMAGES TO BE PAID TO THE NRA FROM THE INDIVIDUAL DEFENDANTS FOR VIOLATION OF THEIR DUTIES UNDER THE N-PCL DURING THE RELEVANT PERIOD (MARCH 20, 2014 - MAY 2, 2022).

IF YOU FIND THAT DURING THE RELEVANT PERIOD ANY OF THE INDIVIDUAL DEFENDANT'S CONDUCT VIOLATED THEIR DUTIES TO THE NRA, THEN YOU MUST DETERMINE THE AMOUNT OF MONETARY DAMAGES TO COMPENSATE THE NRA FOR LOSSES CAUSED BY SUCH VIOLATIONS. A VIOLATION CAUSES A LOSS IF IT WAS A SUBSTANTIAL FACTOR IN CAUSING THAT LOSS.

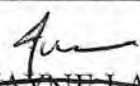
WHERE DIFFICULTY IN CALCULATING DAMAGES IS ATTRIBUTABLE TO DEFENDANTS' MISCONDUCT, SUCH AS AN ABSENCE OF RECORDS, SOME UNCERTAINTY IS PERMITTED. ALTHOUGH MATHEMATICAL CERTAINTY IS NOT REQUIRED, PLAINTIFF MUST NONETHELESS PRESENT COMPETENT EVIDENCE OF LOSSES ARISING FROM DEFENDANT'S WRONG SO THAT THE DAMAGES AWARD IS NOT MERELY SPECULATIVE.

THE APPROPRIATE MEASURE OF DAMAGES REQUIRES PUTTING THE BENEFICIARY (HERE, THE NRA) IN THE SAME POSITION



FINANCIALLY IN WHICH IT WOULD HAVE BEEN IF THE VIOLATION HAD NOT OCCURRED. ANY DAMAGES YOU AWARD MUST BE REASONABLY RELATED TO THE EVIDENCE AND TESTIMONY RECEIVED DURING THE COURSE OF THE TRIAL.

**2. Damages For Related Party Transactions**



IF YOU FOUND ~~WAYNE LAPIERRE~~ OR WILSON PHILLIPS LIABLE FOR AN ILLEGAL RELATED PARTY TRANSACTION, YOU WILL DETERMINE THE AMOUNT OF DAMAGES TO BE AWARDED TO THE NRA IN CONNECTION WITH SUCH TRANSACTION. THE RELEVANT PERIOD FOR THIS CLAIM IS MARCH 20, 2017-MAY 2, 2022.

THE MEASURE OF DAMAGES IS THE AMOUNT OF ANY NRA ASSETS LOST BY REASON OF THE UNLAWFUL RELATED PARTY TRANSACTION.

IF A DEFENDANT CLAIMS THAT THE NRA RECEIVED VALUE FROM AN UNLAWFUL RELATED PARTY TRANSACTION IN WHICH HE WAS INVOLVED, THAT DEFENDANT HAS THE BURDEN OF PROVING THE VALUE RECEIVED BY THE NRA. IF YOU FIND THAT THE DEFENDANT HAS MET THAT BURDEN, THEN YOU MAY SUBTRACT

SUCH VALUE FROM ANY DAMAGES AWARD YOU MAKE WITH RESPECT TO THAT TRANSACTION. SUCH SUBTRACTION MAY LEAD TO A FINDING OF ZERO DAMAGES WITH RESPECT TO THE TRANSACTION.

IF YOU FIND THAT A DEFENDANT WILLFULLY AND INTENTIONALLY ENTERED INTO A RELATED PARTY TRANSACTION IN VIOLATION OF THE STATUTE, THEN YOU MAY (BUT ARE NOT REQUIRED TO) AWARD PLAINTIFF A PENALTY OF AN AMOUNT UP TO DOUBLE THE AMOUNT OF ANY BENEFIT YOU FIND THAT THE DEFENDANT IMPROPERLY OBTAINED. A VIOLATION IS WILLFUL IF IT WAS DONE WITH AN AWARENESS THAT THE DEFENDANT WAS ACTING WRONGFULLY WHEN ENTERING INTO THE TRANSACTION.

**3. Credit for Repayments (Mr. LaPierre)**

DURING THE COURSE OF THE TRIAL, YOU HAVE SEEN AND HEARD EVIDENCE REGARDING PAYMENTS MADE BY MR. LAPIERRE TO THE NRA WITH RESPECT TO PRIOR TRANSACTIONS OR EVENTS.

IF YOU FIND MR. LAPIERRE LIABLE FOR DAMAGES ON ANY CLAIM, YOU MUST DETERMINE WHETHER AND TO WHAT EXTENT HE IS ENTITLED TO A CREDIT FOR AMOUNTS HE HAS PREVIOUSLY REPAID

TO THE NRA TO COMPENSATE FOR SUCH DAMAGES. MR. LAPIERRE BEARS THE BURDEN OF PROVING ENTITLEMENT TO SUCH A CREDIT.

TO BE ENTITLED TO A CREDIT AGAINST DAMAGES AWARDED IN THIS CASE, MR. LAPIERRE MUST PROVE, FIRST, THAT A PAYMENT WAS MADE. SECOND, MR. LAPIERRE MUST PROVE THAT THE PAYMENT COMPENSATED THE NRA FOR SOME OR ALL OF THE DAMAGES FOR WHICH YOU FOUND HIM TO BE LIABLE.

FOR EXAMPLE, IF YOU FOUND MR. LAPIERRE LIABLE WITH RESPECT TO A TRANSACTION OCCURRING ON JANUARY 1, 2018, A PAYMENT MADE BY MR. LAPIERRE TO COMPENSATE THE NRA FOR LOSSES SUSTAINED IN CONNECTION WITH THAT VERY TRANSACTION CAN BE SUBTRACTED FROM YOUR DAMAGES AWARD IN THIS CASE. THAT WOULD AVOID THE NRA OBTAINING A DOUBLE RECOVERY.

ON THE OTHER HAND, IF MR. LAPIERRE'S PREVIOUS PAYMENT WAS MADE TO COMPENSATE THE NRA FOR A DIFFERENT TRANSACTION OCCURRING ON JANUARY 1, 2013 (THAT IS, PRIOR TO THE RELEVANT PERIOD AND NOT PART OF YOUR VERDICT IN THIS CASE), HE WOULD NOT BE ENTITLED TO A CREDIT FOR THAT PAYMENT AGAINST DAMAGES SUSTAINED IN THE 2018 TRANSACTION.

IN THAT SITUATION, AWARDING FULL DAMAGES FOR THE 2018  
TRANSACTION WOULD NOT BE A DOUBLE RECOVERY BY THE NRA.

**IV. Post-Trial Charge ~ Conclusion****PJI 1:30 CONCLUSION**

I HAVE NOW OUTLINED FOR YOU THE RULES OF LAW THAT APPLY TO THIS CASE AND THE PROCESSES BY WHICH YOU WILL WEIGH THE EVIDENCE AND DECIDE THE FACTS.

IN A FEW MINUTES YOU WILL RETIRE TO THE JURY ROOM FOR YOUR DELIBERATIONS.

IN ORDER THAT YOUR DELIBERATIONS MAY PROCEED IN AN ORDERLY FASHION, YOU MUST HAVE A FOREPERSON OF THE JURY. TO BE CLEAR, THE FOREPERSON'S VOTE IS ENTITLED TO NO GREATER WEIGHT THAN THAT OF ANY OTHER JUROR. THEY ARE THERE TO HELP KEEP THINGS ORGANIZED. IN SOME CASES, JUROR NO. 1 ACTS AS FOREPERSON, BUT YOU CAN SELECT SOMEONE ELSE IF YOU'D LIKE.

YOUR FUNCTION – TO REACH A FAIR DECISION FROM THE LAW AND THE EVIDENCE – IS AN IMPORTANT ONE. WHEN YOU ARE IN THE JURY ROOM, LISTEN TO EACH OTHER, AND DISCUSS THE EVIDENCE AND ISSUES IN THE CASE AMONG YOURSELVES. IT IS THE DUTY OF EACH OF YOU, AS JURORS, TO CONSULT WITH ONE ANOTHER, AND TO DELIBERATE WITH A VIEW OF REACHING AGREEMENT ON A

VERDICT, IF YOU CAN DO SO WITHOUT VIOLATING YOUR  
INDIVIDUAL JUDGMENT AND YOUR CONSCIENCE.

WHILE YOU SHOULD NOT SURRENDER CONSCIENTIOUS  
CONVICTIONS OF WHAT THE TRUTH IS AND OF THE WEIGHT AND  
EFFECT OF THE EVIDENCE AND WHILE EACH OF YOU MUST DECIDE  
THE CASE FOR YOURSELF AND NOT MERELY CONSENT TO THE  
DECISION OF YOUR FELLOW JURORS, YOU SHOULD EXAMINE THE  
ISSUES AND THE EVIDENCE BEFORE YOU WITH CANDOR AND  
FRANKNESS, AND WITH PROPER RESPECT AND REGARD FOR THE  
OPINIONS OF EACH OTHER.

REMEMBER IN YOUR DELIBERATIONS THAT THE DISPUTE  
BETWEEN THE PARTIES IS, FOR THEM, A VERY IMPORTANT MATTER.  
THEY AND THE COURT RELY UPON YOU TO GIVE FULL AND  
CONSCIENTIOUS DELIBERATION AND CONSIDERATION TO THE  
ISSUES AND EVIDENCE BEFORE YOU. BY SO DOING, YOU CARRY OUT  
TO THE FULLEST YOUR OATHS AS JURORS TO TRULY TRY THE ISSUES  
OF THIS CASE AND RENDER A TRUE VERDICT.

**PJI 1:31 ALTERNATE JURORS**

AT THIS POINT, WE ARE GOING TO RANDOMLY SELECT WHICH OF YOU ARE THE ALTERNATE JURORS. AS I TOLD YOU BEFORE, ONLY SIX OF YOU WILL BE DELIBERATING AND ADDITIONAL JURORS WERE REQUIRED AS A SAFEGUARD AGAINST THE POSSIBILITY THAT ONE OR MORE OF YOU MIGHT BE UNABLE TO COMPLETE HIS OR HER SERVICE. FORTUNATELY, THIS HAS NOT OCCURRED.

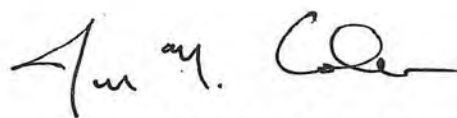
**[IDENTIFY THE ALTERNATE JURORS BY RANDOM SELECTION]**

THOSE OF YOU WHO WILL NOT BE DELIBERATING MUST NOT COMMUNICATE ANYTHING ABOUT THE CASE IN ANY FASHION WITH THE SITTING JURORS, OTHER ALTERNATES OR ANYONE ELSE UNTIL AFTER A VERDICT HAS BEEN RENDERED OR I MAY INSTRUCT YOU OTHERWISE.

AS A PRECAUTION, I AM GOING TO ASK THAT YOU REMAIN AVAILABLE FOR THE REST OF TODAY AND THAT YOU REPORT BACK HERE TOMORROW MORNING, JUST IN CASE SOMETHING PREVENTS ONE OF THE OTHER JURORS FROM CONTINUING WITH DELIBERATIONS TOMORROW. THE COURT OFFICER WILL DIRECT YOU WHERE TO GO.

I GENUINELY THANK AND COMMEND YOU FOR YOUR FAITHFUL ATTENDANCE AND ATTENTION. ASSUMING WE DO NOT NEED TO CALL ON YOU, I WANT TO TELL YOU NOW ON BEHALF OF THE COURT AND THE PARTIES, THANK YOU VERY MUCH FOR YOUR SERVICE.

CERTIFIED PER 22 NYCRR 220.11



**HON. JOEL M. COHEN**  
**J.S.C.**