

EXHIBIT G

In The Matter Of:

*THE CITY OF NEW YORK, ET AL v.
EXXON MOBIL CORPORATION, ET AL*

*VOLUME 23
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[1] water, correct?
[2] **A.** That is correct.
[3] **Q.** In fact, Mobil agreed that MTBE in gasoline will dissolve
[4] in groundwater at a faster rate than any gasoline hydrocarbon,
[5] including benzene, correct?
[6] **A.** That is what this document says.
[7] **Q.** It goes on to say, "Theoretically MTBE therefore," at the
[8] end of the highlighted section, "should migrate faster in
[9] water," correct?
[10] **A.** That is exactly the way the document reads.
[11] **Q.** As of the time of this document, May 1987, Mobil knew that
[12] it was important to be aware of MTBE from an environmental and
[13] engineering standpoint in order to respond effectively to
[14] regulatory and remedial requirements, isn't that right?
[15] **A.** I would say the answer is yes.
[16] **MR. SHER:** If you go, Liz, to the third page of the
[17] document and blow up that highlighted paragraph.
[18] **Q.** The authors of the document says, "Because of its more
[19] frequent occurrence, even when other hydrocarbons are not
[20] found, we feel it is important for you to be aware of MTBE.
[21] From an environmental and engineering standpoint, you may need
[22] to be informed of its presence to assist you in responding
[23] effectively to regulatory and remedial requirements." Do you
[24] see that statement?
[25] **A.** Yes, I do.

[1] one of our managers, at one of our service stations. The only
[2] way that MTBE gets into the ground is if it is actually spilled
[3] or it leaks out of a tank. We have controls in place to make
[4] sure that we are advised if there's even a suspicion of a leak.
[5] **Q.** Sir, this document says that in order to respond
[6] effectively to remedial and regulatory requirements, you need
[7] to be aware of MTBE, correct?
[8] **A.** It does, and they would have been aware of that.
[9] **Q.** Your dealers, Mobil dealers, correct?
[10] **A.** Absolutely correct.
[11] **Q.** What about non-Mobil dealers, wouldn't they need to know
[12] about MTBE as well?
[13] **A.** When you say non-Mobil dealers --
[14] **Q.** Yes, sir.
[15] **A.** -- are you talking about Exxon dealers or are you talking
[16] about unbranded sites?
[17] **Q.** Let's take them in turn. Do you think Exxon dealers would
[18] have known?
[19] **A.** I can't speak for the Exxon side.
[20] **Q.** Let's not speculate then. What do you think about
[21] nonbranded dealers?
[22] **A.** I would say that they would have known as well, because the
[23] requirement was that any time any gasoline was sold, there
[24] would be a document that they would have on file the first time
[25] that they received that document. And that document, if the

[1] **Q.** That was Mobil's state of knowledge as of that time,
[2] correct?
[3] **A.** Yes, it was.
[4] **Q.** Someone who did not know of MTBE's presence could have
[5] difficulty responding effectively to regulatory and remedial
[6] requirements, isn't that right?
[7] **MR. BONGIORNO:** Objection, your Honor. Calls for
[8] speculation: Someone.
[9] **THE COURT:** It's just semantics. A person who?
[10] **MR. SHER:** Sure, a person who.
[11] **THE COURT:** A person who did not know of MTBE's
[12] presence would have difficulty responding, right, if they
[13] didn't know it was there?
[14] **THE WITNESS:** I'd have to disagree with that.
[15] **THE COURT:** All right.
[16] **THE WITNESS:** I have to disagree because the issue is
[17] not MTBE. The issue becomes gasoline, which is the transporter
[18] of MTBE.
[19] **THE COURT:** If you don't know it spilled, can you
[20] respond?
[21] **THE WITNESS:** You can surely respond, because our
[22] people would have understood that MTBE was in there, was in the
[23] product. The key is to --
[24] **Q.** What do you mean by your people?
[25] **A.** I'm saying an individual such as a dealer, a distributor,

[1] gasoline contained MTBE, that is, what we would call a
[2] reformulated gasoline product --
[3] **Q.** In 1987 sir, was there RFG?
[4] **THE COURT:** Was RFG there in 198 --
[5] **A.** What I'm saying is that the document, if in fact MTBE was
[6] in there -- I maybe shouldn't have said reformulated gasoline
[7] at the time of 1987. But if there was MTBE in that gasoline at
[8] that time, the requirement by law would be that the document
[9] that we have, which was called at Mobil an MSDB document, or an
[10] MSDS as others referred to it, which was required by OSHA
[11] starting in 1985, would in fact have advised the dealer or
[12] distributor, a manager, or an unbranded dealer that they in
[13] fact had MTBE in that product.
[14] **Q.** What does MSDB stand for?
[15] **A.** MSDB was the material safety data bulletin. It was similar
[16] to an MSDS that the OSHA required.
[17] **Q.** Mobil did not provide information in their MSDB's for
[18] gasoline containing MTBE regarding the face and transport of
[19] MTBE, isn't that right?
[20] **A.** The MSDB did not require that type of information.
[21] **Q.** So it identified MTBE as a component of the gasoline,
[22] according your testimony, but did not say anything about the
[23] significance of the MTBE, isn't that right?
[24] **A.** That is incorrect.
[25] **Q.** It's incorrect?

[1] A. It is incorrect.
[2] Q. It did not say, did it, that MTBE travels farther and
[3] faster in groundwater than the other components of gasoline,
[4] did it?
[5] A. It did not.
[6] Q. It did not say that MTBE does not biodegrade in ground-
[7] water, isn't that right?
[8] A. I would say that's probably correct.
[9] Q. It didn't say that gasoline with MTBE in it, if it leaks
[10] out, could contaminate greater areas of groundwater than
[11] gasoline without, did it?
[12] A. That was not a requirement of the MSDB.
[13] Q. I'm sorry. It was not a requirement?
[14] A. It was not a requirement of the MSDB. It contained other
[15] information.
[16] Q. The MSDB does not include that information, did it?
[17] A. The MSDB did not include that information.
[18] Q. The MSDB did not include information that a release of
[19] gasoline containing MTBE could more, frequently than gasoline
[20] that did not contain it, contaminant receptor wells in the
[21] area, did it?
[22] A. I'm going to simply go back to what I said before. It's
[23] the gasoline that transports --
[24] Q. It's a yes or no question, sir.
[25] THE COURT: Please let him finish each time, Mr. Sher.

[1] A. It did not.
[2] Q. Did it contain any information that gasoline containing
[3] MTBE was likely to lead to greater clean-up costs than gasoline
[4] that did not contain MTBE because of the features of MTBE?
[5] A. No, it did not.
[6] Q. Did it contain any information that the owner-operator of a
[7] station that released gasoline containing MTBE might become
[8] responsible for the treatment costs on wells that were affected
[9] by MTBE and that that would be an increased cost compared do
[10] gasoline that did not contain MTBE?
[11] A. The fact of the matter is an MSDB doesn't cover those types
[12] of issues.
[13] Q. Sir, did Mobil notify its customers about any of those
[14] features of MTBE in any document other than an MSDB?
[15] A. There may have been a notification about the odor of MTBE
[16] at one time, but the answer is no, again because we did not
[17] want to confuse our customers -- when I say our customers, our
[18] managers, dealers, and distributors -- with the fact that the
[19] real issue is gasoline, that we do not want it leaking or
[20] spilled into the ground.
[21] Q. The answer to the question about whether or not there was
[22] ever any discussion about MTBE causing increased costs,
[23] increased effects compared to gasoline without was never
[24] disclosed by Mobil in any writing to its stations, correct?
[25] A. I am not aware that they were.

[1] MR. SHER: I would appreciate an answer to my
[2] question.
[3] THE COURT: But I'd appreciate if you would let him
[4] finish his answer.
[5] THE WITNESS: Thank you, your Honor.
[6] A. I'm going to go back to what I said before. The only way
[7] MTBE gets into the ground and can be transported is through
[8] gasoline. So our concern is to make sure that our dealers and
[9] our distributors and anybody who gets our product on a branded
[10] or unbranded basis does in fact know that gasoline is the
[11] issue.
[12] In fact, that's the requirement typically on a federal
[13] level. Federal regulations and guidelines don't dictate that
[14] you have to know that MTBE is in the product. They simply
[15] state that we don't want gasoline in the ground. So we know if
[16] we can keep the gasoline out of the ground, then we don't have
[17] a problem with MTBE.
[18] MR. SHER: I move to strike as nonresponsive. My
[19] question was about information in the MSDB.
[20] THE COURT: Yes, I think he didn't answer the question
[21] that you asked, and that needs to be stricken. Your question
[22] was?
[23] Q. My question was whether the MSDB provided information that
[24] gasoline containing MTBE compared to gasoline that did not was
[25] more likely to impact local receptor wells in particular.

[1] Q. Mobil never warned unbranded gas station owners that
[2] gasoline containing MTBE would have any of these
[3] characteristics if it escaped from their tanks, did it?
[4] A. We would not, and it would not have been our responsibility
[5] to notify them of that.
[6] Q. Did you provide any notification concerning those features
[7] of MTBE to any unbranded stations?
[8] A. We did not.
[9] Q. Did you provide any notice of those features of gasoline
[10] containing MTBE to any water suppliers?
[11] A. No, we did not, that I'm aware of.
[12] Q. I'm sorry?
[13] A. That I'm aware of.
[14] Q. You conducted an investigation to discover whether the
[15] company had provided any warnings, did you not?
[16] A. I did.
[17] Q. You didn't find any, did you?
[18] A. I did not find any.
[19] Q. With regard to customers of Mobil that were responsible for
[20] their own investigation and clean-up at gas stations, Mobil
[21] never advised them to even test for the presence of MTBE when
[22] gasoline was discovered at a site, isn't that right?
[23] A. The answer to your question, again, is one that I have to
[24] take some exception to, because the fact of the matter is our
[25] gasoline is the issue. We have very strict environmental

[1] guidelines at Mobil and at ExxonMobil. They have been in
[2] effect for years. Our whole point is to make sure that our
[3] dealers understand the environmental responsibilities. It's
[4] part of their contract. It's a material and significant
[5] provision of that. We want to make sure that they don't leak
[6] any gasoline into the ground, period.
[7] Q. Sir, you remember I think you told us you were deposed in
[8] 2007, correct?
[9] A. Correct.
[10] Q. You were under oath at the time, do you remember that?
[11] A. I do.
[12] Q. You were testifying truthfully to the best of your ability
[13] at that time?
[14] A. Yes, I was.
[15] Q. You were asked at 165, starting at line 5 -- I'm sorry,
[16] line 7:
[17] "Q. In review and preparation for your deposition, did Mobil in
[18] its MSDS's advise its customers who purchased MTBE gasoline
[19] that they should test for the presence of MTBE when gasoline
[20] contamination is discovered at a site?"
[21] Your answer was, "We did not."
[22] A. That is correct.
[23] Q. The MSDS is what your company called an MSDB?
[24] A. Mobil called it an MSDB, yes.
[25] Q. Did you find in your investigation any specific evidence

[1] Q. Did you provide any such advice to unbranded stations?
[2] A. We would not. Unbranded owners would be the responsibility
[3] of the deliverer of the product that picked up the product.
[4] Q. Sir, did you provide any warnings to unbranded distributors
[5] who obtained your gasoline?
[6] A. Unbranded distributors have a contract to pick up, and they
[7] would have received an MSDB. That would have been it.
[8] Q. An MSDB that did not talk about the characteristics of
[9] MTBE, is that right?
[10] A. Yes, because the MSDB doesn't address those issues.
[11] Q. Since the merger, has ExxonMobil warned third parties that
[12] MTBE is more difficult and more expensive to clean up or
[13] remediate than conventional gasoline?
[14] A. No, we have not.
[15] Q. Did ExxonMobil ever warn its own stations, station owners,
[16] or its customers that gasoline containing MTBE should be
[17] handled differently than gasoline without MTBE?
[18] A. I keep going back to what I said before. It's gasoline
[19] that's the transport. To make it as easy as possible as we can
[20] on our customers, we tell them don't spill gasoline into the
[21] ground, don't let it leak into the ground. If it doesn't leak,
[22] there is no MTBE in the ground.
[23] Q. Has ExxonMobil ever provided warnings regarding MTBE to
[24] water providers?
[25] A. I'm not aware that we have.

[1] that Mobil was providing information to its customers regarding
[2] environmental problems associated with MTBE in groundwater?
[3] A. I don't believe we did, no.
[4] Q. Mobil never warned service stations or customers that
[5] gasoline containing MTBE should be handled differently than
[6] gasoline without MTBE, correct?
[7] A. From our perspective, it should not be handled any
[8] differently. Gasoline is the transport for MTBE. It should be
[9] contained in the tanks of the cars and in the underground
[10] storage tanks.
[11] Q. Sir, in the mid '80s, when Mobil started blending MTBE into
[12] its gasoline at its refineries, was it aware that there was a
[13] large number of leaking underground storage tanks in the
[14] country?
[15] A. I would say that we were aware, and we took action.
[16] Q. You took action with regard to Mobil's stations, correct?
[17] A. Absolutely.
[18] Q. Did you take any action, including warning folks who might
[19] end up with your -- I'm sorry, not folks -- gas station owners
[20] and operators who might end up with Mobil gasoline that they
[21] needed to take steps to upgrade their stations?
[22] A. Absolutely. As I was indicating a little while ago, it's
[23] part of the contractual obligation that we have established
[24] environmental guidelines being a core value of ExxonMobil and
[25] at that time Mobil.

[1] Q. That's either in the vicinity of ExxonMobil stations or
[2] otherwise. No such warning?
[3] A. I'm not aware of any warnings.
[4] MR. SHER: I don't have any further questions, your
[5] Honor.
[6] THE COURT: Thank you.
[7] Mr. Bongiorno.
[8] MR. BONGIORNO: Thank you, your Honor. May I switch
[9] out the notebooks?
[10] THE COURT: Sure.
[11] CROSS-EXAMINATION
[12] BY MR. BONGIORNO:
[13] Q. Good afternoon, Mr. Roman.
[14] A. Good afternoon.
[15] Q. Mr. Roman, I believe you said in response to Mr. Sher's
[16] question that you have been with the company, first Mobil, now
[17] ExxonMobil, for 33 years, correct?
[18] A. That is correct, counsel.
[19] Q. In an effort to streamline this process, we have created a
[20] graphic of your positions. I'd like to put that up on the
[21] board. Mr. Roman, if you could briefly, and I emphasize
[22] briefly, walk through your positions in overview fashion. I
[23] then want to get to those that focused on overview of retail
[24] stations, distributors, and the like.
[25] A. Thank you. I started with the company in 1976 as a

[1] marketing representative in the state of Connecticut, where I
[2] was responsible for actually all what we call classes of trade.
[3] I had dealers, distributors, and company-operated stores. I
[4] went to New York as a staff analyst working on issues such as
[5] tires, batteries, accessories, sales that we were doing at the
[6] time.

[7] I then moved up to the Boston area. I had
[8] responsibility for Boston, southeastern Massachusetts, Cape
[9] Cod, Nantucket, Martha's Vineyard as the area manager. In that
[10] case I was actually supervising six marketing representatives.

[11] I went to Fairfax, Virginia, which at the time was the
[12] Mobil headquarters prior to the merger, and was wholesale
[13] systems manager. I was working with our distributor group on
[14] the systems side, and I had some heating oil responsibility as
[15] well. I then moved into the planning function as the
[16] headquarters budget manager and back into marketing as
[17] marketing products manager. Then took over as dealer channel
[18] manager from '94 to '96. Again, these were all in Fairfax.
[19] Then took over responsibility for the fuels franchise and
[20] developed then our new franchise documents.

[21] From there to manager of business planning. That was
[22] in San Antonio Texas. I ran our joint venture operation with
[23] one of our partners there for a little over a year. Came back
[24] again as the fuels franchise manager to coordinate the
[25] consolidation after the merger of the two franchises, the Exxon

[1] customers?

[2] **A.** I did become familiar with the training, yes.

[3] **Q.** Likewise, did you did you become familiar with any warnings
[4] that would have been provided to those customers?

[5] **A.** Yes.

[6] **Q.** In fact, I learned yesterday I should have said that were
[7] indeed provided to those customers. The answer is still yes?

[8] **A.** The answer is still yes, yes.

[9] **Q.** There has been talk of customers. Mr. Sher actually walked
[10] you through some of the levels. I'd like to go to one more
[11] demonstrative so we can help the jury actually see the
[12] different levels of customers and have you explain them.

[13] **MR. BONGIORNO:** Dave, I believe it's tab 6.

[14] **Q.** Mr. Roman, I'll read the classes that are up on this
[15] demonstrative and then I'll ask you to explain the differences
[16] to the jury. We have at the top company operated retail store,
[17] then company owned leased to dealer store, dealer owned and
[18] operated store, then we have branded distributor supplied
[19] station and unbranded stations.

[20] First let me ask you to focus on ownership of the
[21] underground storage tanks. Could you explain within each class
[22] where the company, Mobil or ExxonMobil as the case is now, owns
[23] the underground storage tanks and in which classes they do not.

[24] **A.** In the first category, company operated retail stores,
[25] those are stores that we own and we operate, and we own the

[1] franchise and the Mobil franchise, brought those together, and
[2] then switched over into the legislative/regulatory affairs
[3] position in 2002. All the jobs up to this point, including the
[4] legislative and regulatory affairs, were in what we called our
[5] marketing function.

[6] I then switched over to our corporate public affairs
[7] group in 2007 and hold the position that I now have.

[8] **Q.** Mr. Roman, with regard to those positions that you
[9] described as being within the marketing function, did your job
[10] involve in some respects relationships with service stations,
[11] dealers, distributors, and the like?

[12] **A.** Yes, sir, they did.

[13] **Q.** We will jump right back to those. I did skip one step.
[14] Could you again, with emphasis on briefly, walk us through your
[15] educational background.

[16] **A.** I graduated in 1973 from Central Connecticut State
[17] University with a bachelor's degree in economics. In 1988 I
[18] received a Master's degree in management from Leslie University
[19] in Cambridge, Mass.; an MBA in 1994 from Marymount University
[20] in Arlington, Virginia; an international business certificate
[21] from Georgetown University in 1996.

[22] **Q.** Thank you, Mr. Roman. Now, throughout those various
[23] positions that you just described as involving relationships
[24] with dealers, distributors, and retail stations, did you become
[25] familiar with the training that was provided to those

[1] underground storage tanks there. We own them as well at the
[2] company owned leased to dealer stores, the tanks and the pumps
[3] and the lines.

[4] Dealer owned and dealer operated store. A dealer,
[5] going back to what was mentioned a little bit earlier in the
[6] testimony, actually owns the site, may actually lease the site
[7] from another owner but owns the tanks and the pumps at that
[8] facility.

[9] A branded distributor supplied station, let me
[10] elaborate a little bit on this to make it clear. The
[11] distributor is like a mini oil company. They come, as I
[12] mentioned a little bit earlier, and they pick up product with
[13] their own trucks or trucks through a third party at a terminal.
[14] They get that product and then they deliver it.

[15] If you look up at the chart up there, you've got
[16] company operated stores, you've got leased stores and dealer
[17] owned and operated stores. A distributor may have any one or
[18] all three of those first three, because all they are doing is
[19] they are establishing a relationship with dealers. They may
[20] actually have stores that they own and operate where they have
[21] their own people, and they own the tanks in those particular
[22] cases.

[23] They may own and lease to dealers, and they would own
[24] the tanks in those cases. Or they may have the same type of
[25] relationship with the dealer that we do on a direct basis,