UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

DIVISION OF
CORPORATION FINANCE

January 30, 2015

Michael P. Donaldson
EOG Resources, Inc.
michael_donaldson@eogresources.com

Re: EOG Resources, Inc.
Incoming letter dated December 19, 2014

Dear Mr. Donaldson:

This is in response to your letter dated December 19, 2014 concerning the shareholder proposal submitted to EOG by Trillium Asset Management, LLC (on behalf of Mayberry LLC, Persephone LLC and the Sierra Club Foundation), Portico Benefit Services, the Church Pension Fund and the Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America. We also have received a letter on the proponents' behalf dated January 16, 2015. Copies of all of the correspondence on which this response is based will be made available on our website at http://www.sec.gov/divisions/corpfin/cf-noaction/14a-8.shtml. For your reference, a brief discussion of the Division's informal procedures regarding shareholder proposals is also available at the same website address.

Sincerely,

Matt S. McNair
Special Counsel

Enclosure

cc: Jonas Kron
Trillium Asset Management, LLC
jkron@trilliuminvest.com

January 30, 2015

Response of the Office of Chief Counsel
Division of Corporation Finance

Re: EOG Resources, Inc.
Incoming letter dated December 19, 2014

The proposal requests that EOG publish a report that reviews the company's policies, actions and plans to enhance and further develop measurement, disclosure, mitigation and reduction targets for methane emissions.

We are unable to concur in your view that EOG may exclude the proposal under rule 14a-8(i)(10). Based on the information you have presented, it does not appear that EOG's public disclosures compare favorably with the guidelines of the proposal. Accordingly, we do not believe that EOG may omit the proposal from its proxy materials in reliance on rule 14a-8(i)(10).

Sincerely,

Sonia Bednarowski
Attorney-Adviser

DIVISION OF CORPORATION FINANCE
INFORMAL PROCEDURES REGARDING SHAREHOLDER PROPOSALS

The Division of Corporation Finance believes that its responsibility with respect to matters arising under Rule 14a-8 [17 CFR 240.14a-8], as with other matter under the proxy rules, is to aid those who must comply with the rule by offering informal advice and suggestions and to determine, initially, whether or not it may be appropriate in a particular matter to recommend enforcement action to the Commission. In connection with a shareholder proposal under Rule 14a-8, the Division's staff considers the information furnished to it by the Company in support of its intention to exclude the proposals from the Company's proxy materials, as well as any information furnished by the proponent or the proponent's representative.

Although Rule 14a-8(k) does not require any communications from shareholders to the Commission's staff, the staff will always consider information concerning alleged violations of the statutes administered by the Commission, including argument as to whether or not activities proposed to be taken would be violative of the statute or rule involved. The receipt by the staff of such information, however, should not be construed as changing the staff's informal procedures and proxy review into a formal or adversary procedure.

It is important to note that the staff's and Commission's no-action responses to Rule 14a-8(j) submissions reflect only informal views. The determinations reached in these no-action letters do not and cannot adjudicate the merits of a company's position with respect to the proposal. Only a court such as a U.S. District Court can decide whether a company is obligated to include shareholders proposals in its proxy materials. Accordingly a discretionary determination not to recommend or take Commission enforcement action, does not preclude a proponent, or any shareholder of a company, from pursuing any rights he or she may have against the company in court, should the management omit the proposal from the company's proxy material.

TRILLIUM ASSET MANAGEMENT®

January 16, 2015

VIA e-mail: shareholderproposals@sec.gov

Office of Chief Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Re: EOG Resources, Inc. December 19, 2014 Request to Exclude Shareholder Proposal Regarding Methane Emissions

Dear Sir/Madam:

This letter is submitted on behalf of Mayberry LLC, Persephone LLC, The Sierra Club Foundation, Portico Benefit Services, Church Pension Fund and The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America by Trillium Asset Management, LLC, as the designated representative in this matter (hereinafter referred to as "Proponents"), who are beneficial owners of shares of common stock of EOG Resources (hereinafter referred to as "EOG" or the "Company"), and who have submitted a shareholder proposal (hereinafter referred to as "the Proposal") to EOG, to respond to the letter dated December 19, 2014 sent to the Office of Chief Counsel by EOG, in which it contends that the Proposal may be excluded from the Company's 2014 proxy statement under Rule 14a-8(i)(10).

I have reviewed the Proposal and the Company's letter, and based upon the foregoing, as well as upon a review of Rule 14a-8, it is my opinion that the Proposal must be included in EOG's 2015 proxy statement because the Company has not substantially implemented the Proposal. Therefore, we respectfully request that the Staff not issue the no-action letter sought by the Company.

Pursuant to Staff Legal Bulletin 14D (November 7, 2008) we are filing our response via e-mail in lieu of paper copies and are providing a copy to EOG's General Counsel and Corporate Secretary, Michael P. Donaldson via e-mail at Michael_Donaldson@eogresources.com.

The Proposal

The Proposal, the full text of which is attached as Attachment A, requests:

> EOG publish a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control. The report should consider steps beyond legal compliance and be prepared in light of studies on methane emissions, at reasonable cost, omit proprietary information, and be available by October 2015.

The Commission has stated that the Rule 14a-8(i)(10) exclusion "is designed to avoid the possibility of shareholders having to consider matters which have already been favorably acted upon by the management..." Exchange Act Release No. 12,598 (1976). In order for the company to meet its burden under the rule, it must clearly demonstrate that the company's actions satisfy both the proposal's core concerns and its key elements. See, e.g. *The Southern Company* (March 16, 2011); *The Coca-Cola Co.* (January 19, 2004) (proposal seeking direct access to data while company only offering a public report of a third party); *3M Company* (March 2, 2005) (proposal seeking implementation on eleven principles relating to human and labor rights in China not substantially implemented despite company's comprehensive policies and guidelines); *Chesapeake Company* (April 13, 2010).

The Company argues that its website disclosures regarding methane emissions are sufficient to conclude that the company has acted favorably on the matter. But it is clear that the Company has not satisfied the Proposal's core concerns and its key elements because it has not done the following:

There has not been a review: The Proposal requests that the Company "publish a report that reviews its policies, actions, and plans…" However, while the Company argues that it has disclosed its policies, practice and plans, there is nothing in the Company's argument or on its website disclosures that constitutes a **review**. A "review" is defined by Merriam-Webster as "an act of carefully looking at or examining the quality or condition of something or someone: examination or inspection". However, there is nothing in the website disclosures that can be said to be a review. There is no assessment or examination of these policies, actions or plans. Additionally, the Proposal makes it clear that while we acknowledge EOG has made disclosures, we find them to be minimal and insufficient responses to the significant public concern and debate over methane emissions. Accordingly, the Proposal seeks a review of these policies, practices and plans in the hopes that such a review would lead EOG to make changes to its policies, actions and plans – i.e. to "enhance and further develop" them. Central to the entire Proposal is the belief that the Company's existing disclosures are inadequate and the question before investors is whether the Company should go

further. In particular, the company does not provide its total methane emissions as a percentage of operations; nor what portion are measured by direct detection and measurement versus engineering calculation. It also does not provide information about what proportion of its operations have technologies in place that reduce methane emissions.

The Company has not set targets nor contemplated them publicly: The Company does not mention, in its argument or on its website, targets for methane emissions. Clearly, target setting is a core aspect of the Proposal and would be relevant to any review conducted by EOG. In the third whereas clause we identify the One Future Initiative as a group of natural gas supply chain companies that are setting a goal of achieving a 1% leakage rate.[1] And in the fifth whereas paragraph we discuss state regulation to capture 95 percent of emissions. This emphasis on target setting as a key feature of the public debate over methane emissions makes it a core concern that must be addressed by the Company. By leaving the subject of targets unaddressed, the Company cannot be said to have substantially implemented the Proposal.

No public reporting on or review of methane emissions studies: The Proposal requests that the review be prepared "in light of studies on methane emissions" which we make reference to in paragraph two of the whereas clauses. However, there is nothing in the Company's no-action request nor its website disclosures that makes any reference to or shows consideration of these studies. It is worth pointing out there is considerable amount of effort being put into research intended to understand the sources of methane emissions, ways of reducing them and the impact they have on the environment. And while those studies make strong arguments in support of setting robust targets, the oil and gas industry also points to studies to support its arguments that emission are falling and should not be of significant concern.[2] Accordingly, this debate over what the science and studies find and conclude is central to the significant policy issue at stake and the Proposal. The Company's failure to address publicly, let alone review, these methane emissions studies further demonstrates that it has not substantially implemented the proposal.

Accordingly, this case is analogous to *Chesapeake Company* (April 13, 2010) where the shareholder proposal sought a report summarizing the environmental impacts of the hydraulic fracturing operations of the company, potential policies for the Company to adopt, above and beyond regulatory requirements, to reduce or eliminate hazards to air, water and soil quality from these activities, and a discussion of the scale, likelihood

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[1] http://www.gastechnology.org/CH4/Documents/Fiji-George-CH4-presentation-Sep2014.pdf
[2] http://www.scientificamerican.com/article/epa-moves-to-count-methane-emissions-from-fracking/ and http://insideclimatenews.org/news/20150107/frackings-methane-leakage-be-focus-many-studies-year

and/or impacts of potential material risks short or long-term, to the company's finances or operations due to environmental concerns regarding fracturing. In that case the company argued that its website disclosures on the environmental concerns related to hydraulic fracturing and a company website dedicated to the issue provided sufficient information to qualify for a 14a-8(i)(10) exclusion. However, the shareholder proponent in that case successfully argued that it did not qualify for the exclusion because the company failed to address one key issue, wastewater, and provided only incomplete information on other issues.

As in *Chesapeake*, while EOG does have some website disclosures, those disclosures fail to address core concerns raised in the Proposal. In addition, the shareholder proposal in *Chesapeake* and the EOG Proposal were both written in response to the deficiencies in the companies' reporting on their operations. In our case, as discussed above, we are concerned that the Company has failed to take a number of steps in response to the widespread public debate on methane emissions. The Company's failure to engage in a review of its policies, practices and plans raises concerns for us as investors because a number of companies are going further than EOG when it comes to reporting. For example, Apache and Range Resources provide disclosures related to their total methane emissions as a percentage of operations.[3] And other companies are actively working to establish targets.[4] This information can be useful to investors because it may provide the basis for evaluating the regulatory, reputational, regional and operational risks that EOG faces.

This Proposal also comes as the Obama Administration is actively questioning the adequacy of the methane regulatory structure and the voluntary measures taken by some companies. Just this week, the White House announced a plan under which the oil and gas industry would have to cut methane emissions by 40 to 45 percent below 2012 levels by 2025.[5] However, environmental organizations questioned the Administration's failure to regulate immediately existing oil and gas equipment nationwide.[6] This difference of opinion between the EPA and environmental organizations illustrates how the adequacy of specific oil and gas company efforts, such as EOG, to reduce methane emissions will continue to be an issue of public concern and needs further attention from the Company.

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[3] http://www.apachecorp.com/Sustainability/Environment/Emissions/GHG_emissions_reporting/index.aspx and http://www.rangeresources.com/corp-responsibility/environment-health-and-safety/emission-reduction-and-elimination

[4] http://www.gastechnology.org/CH4/Documents/Fiji-George-CH4-presentation-Sep2014.pdf

[5] http://www.nytimes.com/2015/01/14/us/politics/obama-administration-to-unveil-plans-to-cut-methane-emissions.html?_r=0

[6] http://www.edf.org/media/environmental-defense-fund-applauds-new-white-house-methane-goal

Also demonstrating the debate around what steps oil and gas companies should take is illustrated by the White House's approval of the actions planned by members of the ONE Future Initiative which include Apache, Southwestern, Hess and others, but not EOG:

> The Administration's actions represent important steps to cut methane emissions from the oil and gas sector. Fully attaining the Administration's goal will require additional action, particularly with respect to existing sources of methane emissions. Several voluntary industry efforts to address these sources are underway, including EPA's plans to expand on the successful Natural Gas STAR Program by launching a new partnership in collaboration with key stakeholders later in 2015. EPA will work with DOE, DOT, and leading companies, individually and through broader initiatives such as the One Future Initiative and the Downstream Initiative, to develop and verify robust commitments to reduce methane emissions. This new effort will encourage innovation, provide accountability and transparency, and track progress toward specific methane emission reduction activities and goals to reduce methane leakage across the natural gas value chain.[7]

Further illustrating the regulatory risk that EOG faces in this active debate over methane emissions by not reviewing its position or going further in its disclosures and target setting, today the EPA Administrator said "If existing sources aggressively reduce their emissions, then it's not clear that there will be cost-effective reductions that will necessitate regulation of existing facilities." That is, if oil and natural gas companies take meaningful steps to reduce their methane emissions voluntarily for existing operations, the EPA may not need to adopt methane rules for existing infrastructure.[8] Seeing the contrast between how the Administration discusses the target setting and measures taken by companies that participate in the ONE Future Initiative and the warning to operators about a failure to aggressively reduce emissions makes it clear that the question confronting EOG right now is whether it is doing enough? To make that determination we believe strongly that it needs to develop a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control and that the report should consider steps beyond legal compliance and be prepared in light of studies on methane emissions.

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[7] http://www.whitehouse.gov/the-press-office/2015/01/14/fact-sheet-administration-takes-steps-forward-climate-action-plan-anno-1 and http://www.bloomberg.com/news/2015-01-14/obama-unveils-plan-to-cut-methane-leaks-from-oil-gas-industry.html

[8] http://thehill.com/policy/energy-environment/229781-epa-head-defends-methane-rule-from-greens-criticism

We have filed this Proposal because we find the Company's limited disclosures to be lacking and its failure to set goals concerning, especially in light of regulatory risk and the actions of its peers. These unaddressed areas are not just a disagreement over the finer points of methane emissions – they are central points, i.e. core concerns, of the public debate over methane emissions that the Company has not acted favorably upon. As such, there is a live and pressing question before EOG's shareholders. This Proposal provides our fellow shareholders with the opportunity to express agreement or disagreement with our belief that EOG needs to review its position on methane emissions disclosure (in a public report) in light of the growing body of evidence and regulatory activity on the matter. And additionally express an opinion on whether the Company needs to enhance and further develop measurement, mitigation, and reduction targets for methane. This is a central question to the entire issue of methane emissions management by EOG. Based on last year's vote of 28% on this issue and the ongoing public debate, we are confident that a substantial number of investors agree with our position and should have the opportunity to express that opinion through a vote on the Proposal.

Conclusion

In conclusion, we respectfully request the Staff to inform the Company that Rule 14a-8 requires a denial of the Company's no-action request. As demonstrated above, the Proposal is not excludable under Rule 14a-8. In the event that the Staff should decide to concur with the Company and issue a no-action letter, we respectfully request the opportunity to speak with the Staff in advance.

Please contact me at (503) 592-0864 or jkron@trilliuminvest.com with any questions in connection with this matter, or if the Staff wishes any further information.

Sincerely,

Jonas Kron
Senior Vice President

cc: Michael P. Donaldson via e-mail at Michael_Donaldson@eogresources.com
General Counsel and Corporate Secretary

Pat Zarega via email at ***FISMA & OMB Memorandum M-07-16***
Portico Benefits Services

Ariane van Buren via email at***FISMA & OMB Memorandum M-07-16***
Church Pension Fund
The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America

Appendix A

Methane Emissions Report

Whereas:

Public confidence in the environmental benefits of natural gas is threatened by evidence of high levels of methane leakage from the oil and gas industry in many regions. For example, a November 2013 study published in the Proceedings of the National Academy of Sciences shows the oil and gas sector in Oklahoma and Texas, where EOG has significant operations, may be emitting up to five times more methane than estimated by the EPA.

Methane is a potent greenhouse gas with 86 times the climate impact of carbon dioxide over a 20-year period. Studies from Harvard, the University of Texas, Cornell, and the University of Colorado, among others, estimate highly varied methane leakage rates as a percentage of production, creating uncertainty and garnering negative media attention that could undermine public confidence in the environmental benefits of natural gas.

In September 2014 BG Group, ENI, Pemex, PTT, Statoil and Southwestern Energy signed on to a voluntary program to monitor and disclose their methane emissions. Similarly, a number of companies in the natural gas supply chain have formed the One Future Coalition with the goal of achieving a 1% leakage rate across the entire value chain.

A recent report prepared by ICF International, drawing on industry input, identified proven control strategies that can slash oil and gas methane emissions by 40% at an average annual cost of less than one cent per thousand cubic feet of produced natural gas. These strategies, such as vigilant leak detection and repair programs and retrofits of valves originally designed to leak methane, are commonsense ways to cut emissions. In addition, some such strategies will have a positive economic payback, as the value of captured gas more than offsets the cost of control.

Regulatory risk is also very real. For example, in November 2013, Colorado proposed new regulations, with industry support, focusing on methane air emissions and requiring companies capture 95 percent of their hydrocarbon emissions. Other states and the federal government are also considering regulatory responses.

Proponents believe EOG’s social license to operate may also be at risk. Implementing a comprehensive program of measurement, mitigation, disclosure, and target setting for actual, as opposed to estimated or calculated, methane air emissions can help address this risk. We also believe better management of leakage and venting represents economic opportunity for EOG by capturing valuable product that can be monetized.

Unfortunately, EOG's disclosures associated with leakage and venting are minimal. In contrast, Range Resources and Apache provide a total methane leakage rate for their operations in their public disclosures.

Resolved: Shareholders request EOG publish a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control. The report should consider steps beyond legal compliance and be prepared in light of studies on methane emissions, at reasonable cost, omit proprietary information, and be available by October 2015.

Michael P. Donaldson
Vice President,
General Counsel and Corporate Secretary
EOG Resources, Inc.
P.O. Box 4362
Houston, Texas 77210-4362

1111 Bagby, Sky Lobby 2
Houston, Texas 77002
(713) 651-6260
Fax: (713) 651-6261
Michael_Donaldson@eogresources.com

December 19, 2014

BY ELECTRONIC MAIL (shareholderproposals@sec.gov)

U.S. Securities and Exchange Commission
Division of Corporation Finance
Office of Chief Counsel
100 F Street, N.E.
Washington, D.C. 20549

Re: EOG Resources, Inc. - Shareholder Proposal Submitted by Mayberry LLC, Persephone LLC, The Sierra Club Foundation, Portico Benefit Services, Church Pension Fund and The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America

Ladies and Gentlemen:

This letter is submitted by EOG Resources, Inc. ("***EOG***", "***the company***" or "***we***") pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934 (as amended, the "***Exchange Act***") to notify the U.S. Securities and Exchange Commission (the "***Commission***") of EOG's intention to exclude from its proxy materials for its 2015 annual meeting of stockholders a shareholder proposal and supporting statement (the "***Proposal***") submitted by Mayberry LLC, Persephone LLC, The Sierra Club Foundation, Portico Benefit Services, Church Pension Fund and The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America (each, a "***Proponent***" and, collectively, the "***Proponents***").

We also respectfully request confirmation that the Staff of the Division of Corporation Finance (the "***Staff***") will not recommend to the Commission that enforcement action be taken if EOG excludes the Proposal from its 2015 proxy materials in reliance on Rule 14a-8(i)(10). A copy of the Proposal, together with related correspondence received from the Proponents, is attached hereto as Exhibit 1.

In accordance with Staff Legal Bulletin No. 14D (November 7, 2008), this letter is being e-mailed to shareholderproposals@sec.gov. In accordance with Rule 14a-8(j) and Staff Legal Bulletin No. 14D (November 7, 2008), a copy of this letter is also being e-mailed and faxed to each Proponent. The mailing addresses, e-mail addresses and facsimile numbers for the Proponents are set forth at the end of this letter.

EOG currently intends to file its definitive 2015 proxy materials with the Commission on or about March 20, 2015. Accordingly, in accordance with Rule 14a-8(j), this letter is being filed with the Commission more than 80 calendar days before the date upon which EOG expects to file its definitive 2015 proxy materials.

THE PROPOSAL

The Proponents have requested that EOG publish a report that reviews its policies, actions and plans to enhance and further develop measurement, disclosure, mitigation and reduction targets for methane emissions resulting from EOG's operations. The proposal further requests that such report consider steps beyond legal/regulatory requirements and take into account published studies regarding methane emissions. The proposal also requests that such report be made available by October 2015.

The resolution portion of the Proposal reads as follows:

"Resolved:

Shareholders request EOG publish a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control. The report should consider steps beyond legal compliance and be prepared in light of studies on methane emissions, at reasonable cost, omit proprietary information, and be available by October 2015."

BASIS FOR EXCLUSION

Rule 14a-8(i)(10) -- EOG has already substantially implemented the Proposal and it may be excluded under Rule 14a-8(i)(10).

Rule 14a-8(i)(10) permits the omission of a shareholder proposal from a company's proxy materials if "the company has already substantially implemented the proposal." This rule was designed "to avoid the possibility of shareholders having to consider matters which already have been favorably acted upon by the management." *See Exchange Act Release No. 34-12598 (July 7, 1976).*

The standard the Staff has applied in determining if a proposal is substantially implemented is whether a company's particular policies, practices and procedures compare favorably with the guidelines of the proposal. *See Exchange Act Release No. 34-20091 (August 16, 1983), Texaco, Inc. (available March 28, 1991) and The Coca-Cola Company (available January 25, 2012).* The Staff does not require companies to implement every detail of a proposal to warrant exclusion under Rule 14a-8(i)(10). When a company can demonstrate that it has taken actions to implement the essential objective of a shareholder proposal, even if by means other than those suggested by the proponent, the Staff has concurred that the proposal may be excluded as moot. *See, e.g., Del Monte Foods Company (available June 3, 2009), Wal-Mart Stores, Inc. (available March 10, 2008), Caterpillar Inc. (available March 11, 2008); The*

Dow Chemical Co. (available March 5, 2008), Johnson & Johnson (available Feb. 22, 2008), and *The Kroger Co. (available April 11, 2007).*

EOG believes that the Proposal may be properly omitted pursuant to Rule 14a-8(i)(10) because EOG has already substantially implemented the Proposal. EOG's corporate website contains considerable and meaningful disclosure regarding EOG's policies, practices and plans for, and actions taken with respect to, the enhancement and further development of the measurement, disclosure and mitigation (i.e., reduction) of emissions (including methane emissions) from EOG's operations. EOG has provided these disclosures voluntarily, consistent with its commitment to transparency regarding its operations, and not for legal compliance reasons or to satisfy other legal requirements.

These disclosures, which were updated and expanded in April 2013 and again in July 2014, are available under the "Corporate Responsibility – Global Climate Change" tab of EOG's corporate website (www.eogresources.com). For the Staff's convenience, we have included the complete text of these disclosures on Exhibit 2 attached hereto, and refer to such disclosures herein.

Specifically, EOG's policies, practices and plans for, and actions taken with respect to, the enhancement and further development of the measurement, disclosure and mitigation (i.e., reduction) of emissions from EOG's operations include the following narrative disclosures:

Policies, Practices and Plans

- EOG's overall policy that the reduction of air emissions throughout its operations is both in the best interests of the environment and a prudent business, operational and economic practice.

- EOG's continuous and ongoing practice pursuant to which, where operationally appropriate, EOG designs its facilities and installs equipment and infrastructure to (among other objectives) minimize emissions from its operations.

- EOG's continuous and ongoing review of its operations with a view to (among other objectives) reducing emissions from its operations.

Actions Taken

- EOG's installation and utilization of specialized equipment (such as low-bleed controllers, reduced emissions completion systems and solar-powered chemical pumps) and infrastructure (such as natural gas gathering pipelines), in each case for the purpose of minimizing emissions from EOG's field operations.

- EOG's implementation of an Emissions Management System for the measurement of emissions from the company's operating facilities, based on recognized methodologies and accepted engineering practices.

- EOG's participation in the Carbon Disclosure Project's climate change (i.e., greenhouse gas/carbon) disclosure program for 2014 and expected participation in future years as well, such participation being undertaken to enhance and further develop EOG's disclosures regarding emissions.

- EOG's disclosure, via its website, of the following quantitative emissions-related disclosures: (i) EOG's 2013 and 2012 fugitive emissions intensity rates in respect of its U.S. operations; (ii) EOG's 2013 and 2012 flaring emissions intensity rates in respect of its U.S. operations; (iii) the gathering infrastructure (i.e., pipelines) installed by EOG in 2012 and 2013 in its major U.S. operating divisions; (iv) the percentage of reduced emissions completions (i.e., "green completions") conducted by EOG in 2013 for its U.S. gas well completions; and (v) EOG's greenhouse gas intensity rate for 2012 and 2013.

These policies, practices, plans and actions (i) were undertaken (and disclosed) voluntarily by EOG, consistent with its commitment to operating in an environmentally responsible and safe manner, as well as its commitment to continuous improvement (and transparency) and (ii) exceed any applicable legal compliance requirements.

In addition, as noted above, EOG's "Corporate Responsibility" website disclosures were updated and expanded in April 2013 and again in July 2014. As has been communicated to the Proponents, EOG plans and intends to periodically review and update (and expand, as appropriate) both its narrative and quantitative disclosures regarding emissions-related matters.

Although EOG's existing emissions-related disclosures are included on EOG's website instead of in a published report as requested by the Proponents, EOG believes that its website disclosures, in the aggregate, implement the essential objective of the Proposal. Moreover, EOG believes that the website disclosures regarding its policies, practices and plans for, and actions taken with respect to, the enhancement and further development of the measurement, disclosure and mitigation (i.e., reduction) of emissions from its operations compare favorably with the guidelines of the Proposal.

CONCLUSION

Accordingly, it is our view that EOG may exclude the Proposal from its 2015 proxy materials pursuant to Rule 14a-8(i)(10). We request the Staff's concurrence with our view or, alternatively, confirmation that the Staff will not recommend any enforcement action to the Commission if EOG so excludes the Proposal. If the Staff does not concur with the position discussed above, we would appreciate the opportunity to confer with the Staff concerning this matter prior to the issuance of its Rule 14a-8 response.

When a written response to this letter becomes available, please fax the letter to me at (713) 651-6261 or email it to me at michael_donaldson@eogresources.com. Should the Staff have any questions or need any further information, please feel free to call me at (713) 651-6260.

Sincerely,

Michael P. Donaldson
Vice President, General Counsel and Corporate Secretary

cc: **Mayberry LLC, Persephone LLC and The Sierra Club Foundation**
c/o Trillium Asset Management LLC
Two Financial Center
60 South Street, Suite 1100
Boston, MA 02111
Attention: Jonas Kron, Senior Vice President, Director of Shareholder Advocacy
Via email to jkron@trilliuminvest.com and facsimile at (617) 482-6179

Portico Benefit Services (a ministry of the Evangelical Lutheran Church in America ("ELCA"))
800 Marquette Avenue, Suite 1050
Minneapolis, MN 55402-2892
Attention: Pat Zerega (Consultant to ELCA on Corporate Social Responsibility)
Via e-mail to ***FISMA & OMB Memorandum M-07-16*** and facsimile at ***FISMA & OMB Memorandum M-07-16***

Church Pension Fund
c/o Ariane van Buren (Consultant to Church Pension Fund)

FISMA & OMB Memorandum M-07-16

Via e-mail to ***FISMA & OMB Memorandum M-07-16*** and facsimile at ***FISMA & OMB Memorandum M-07-16***

The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America
c/o Ariane van Buren (Consultant to the Episcopal Church's Committee on Corporate Social Responsibility)

FISMA & OMB Memorandum M-07-16

Via e-mail to ***FISMA & OMB Memorandum M-07-16***

Exhibit 1

Copy of the Proposal and Related Correspondence

Methane Emissions Report

Whereas:

Public confidence in the environmental benefits of natural gas is threatened by evidence of high levels of methane leakage from the oil and gas industry in many regions. For example, a November 2013 study published in the Proceedings of the National Academy of Sciences shows the oil and gas sector in Oklahoma and Texas, where EOG has significant operations, may be emitting up to five times more methane than estimated by the EPA.

Methane is a potent greenhouse gas with 86 times the climate impact of carbon dioxide over a 20-year period. Studies from Harvard, the University of Texas, Cornell, and the University of Colorado, among others, estimate highly varied methane leakage rates as a percentage of production, creating uncertainty and garnering negative media attention that could undermine public confidence in the environmental benefits of natural gas.

In September 2014 BG Group, ENI, Pemex, PTT, Statoil and Southwestern Energy signed on to a voluntary program to monitor and disclose their methane emissions. Similarly, a number of companies in the natural gas supply chain have formed the One Future Coalition with the goal of achieving a 1% leakage rate across the entire value chain.

A recent report prepared by ICF International, drawing on industry input, identified proven control strategies that can slash oil and gas methane emissions by 40% at an average annual cost of less than one cent per thousand cubic feet of produced natural gas. These strategies, such as vigilant leak detection and repair programs and retrofits of valves originally designed to leak methane, are commonsense ways to cut emissions. In addition, some such strategies will have a positive economic payback, as the value of captured gas more than offsets the cost of control.

Regulatory risk is also very real. For example, in November 2013, Colorado proposed new regulations, with industry support, focusing on methane air emissions and requiring companies capture 95 percent of their hydrocarbon emissions. Other states and the federal government are also considering regulatory responses.

Proponents believe EOG's social license to operate may also be at risk. Implementing a comprehensive program of measurement, mitigation, disclosure, and target setting for actual, as opposed to estimated or calculated, methane air emissions can help address this risk. We also believe better management of leakage and venting represents economic opportunity for EOG by capturing valuable product that can be monetized.

Unfortunately, EOG's disclosures associated with leakage and venting are minimal. In contrast, Range Resources and Apache provide a total methane leakage rate for their operations in their public disclosures.

Resolved: Shareholders request EOG publish a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control. The report should consider steps beyond legal compliance and be prepared in light of studies on methane emissions, at reasonable cost, omit proprietary information, and be available by October 2015.

TRILLIUM
ASSET MANAGEMENT

November 21, 2014

Corporate Secretary
EOG Resources, Inc.
1111 Bagby
Sky Lobby 2
Houston, TX 77002

Dear Secretary:

Trillium Asset Management LLC ("Trillium") is an investment firm based in Boston specializing in socially responsible asset management. We currently manage approximately $1.7 billion for institutional and individual clients.

Trillium hereby submits the enclosed shareholder proposal with EOG Resources, Inc. (EOG) on behalf of Mayberry LLC, Persephone LLC and The Sierra Club Foundation for inclusion in the 2015 proxy statement and in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934 (17 C.F.R. § 240.14a-8). Per Rule 14a-8, Mayberry LLC, Persephone LLC and The Sierra Club Foundation each hold more than $2,000 of EOG common stock, acquired more than one year prior to today's date and held continuously for that time. As evidenced in the attached letters, our clients will remain invested in this position continuously through the date of the 2015 annual meeting. We will forward verification of the positions separately. We will send a representative to the stockholders' meeting to move the shareholder proposal as required by the SEC rules.

We would welcome discussion with EOG Resources, Inc. about the contents of our proposal.

Please direct any communications to me at (503) 894-7551, or via email at jkron@trilliuminvest.com.

We would appreciate receiving a confirmation of receipt of this letter via email.

Sincerely,

Jonas Kron
Senior Vice President, Director of Shareholder Advocacy
Trillium Asset Management, LLC

Enclosures

Jonas Kron
Director, Shareholder Advocacy
Trillium Asset Management, LLC.
Two Financial Center
60 South Street
Suite 1100
Boston, MA 02111

Fax: 617-482-6179

Dear Mr. Kron:

I hereby authorize Trillium Asset Management, LLC to file a shareholder proposal on behalf of Mayberry LLC at EOG Resources, Inc (EOG) on the subject of climate change.

Mayberry LLC the beneficial owner of more than $2,000 worth of common stock in EOG that it has held continuously for more than one year. Mayberry LLC intends to hold the aforementioned shares of stock through the date of the company's annual meeting in 2015.

I specifically give Trillium Asset Management, LLC full authority to deal, on Mayberry LLC's behalf, with any and all aspects of the aforementioned shareholder proposal. I intend all communications from the company and its representatives to be directed to Trillium Asset Management, LLC. I understand that Mayberry LLC may appear on the corporation's proxy statement as the filer of the aforementioned proposal.

Sincerely,

Michael Lear
c/o Trillium Asset Management, LLC
Two Financial Center
60 South Street
Suite 1100
Boston, MA 02111

10/23/2014
Date

Fidelity Family Office Services 200 Seaport Blvd. Z2N
Boston, MA 02210

12/05/14

Re: Mayberry LLC/ Account Ending in ***FISMA & OMB Memorandum M-07-16***

This letter is to confirm that Fidelity holds as custodian for the above client 895 shares of EOG Resources (EOG). These shares have been held in this account continuously for at least one year prior to November 21, 2014.

These shares are held at Depository Trust Company under DTC's nominee name CEDE & Co. FBO National Financial Services.

This letter serves as confirmation that the shares are held by Fidelity.

Sincerely,

John Maloney

Client Service Manager

Fidelity Family Office Services

Jonas Kron
Director, Shareholder Advocacy
Trillium Asset Management, LLC.
Two Financial Center
60 South Street
Suite 1100
Boston, MA 02111

Fax: 617-482-6179

Dear Mr. Kron:

I hereby authorize Trillium Asset Management, LLC to file a shareholder proposal on behalf of Persephone LLC at EOG Resources, Inc (EOG) on the subject of climate change.

Persephone LLC the beneficial owner of more than $2,000 worth of common stock in EOG that it has held continuously for more than one year. Persephone LLC intends to hold the aforementioned shares of stock through the date of the company's annual meeting in 2015.

I specifically give Trillium Asset Management, LLC full authority to deal, on Persephone LLC's behalf, with any and all aspects of the aforementioned shareholder proposal. I intend all communications from the company and its representatives to be directed to Trillium Asset Management, LLC. I understand that Persephone LLC may appear on the corporation's proxy statement as the filer of the aforementioned proposal.

Sincerely,

Michael Lear
c/o Trillium Asset Management, LLC
Two Financial Center
60 South Street
Suite 1100
Boston, MA 02111

10/23/2014
Date

Fidelity Family Office Services 200 Seaport Blvd. Z2N
Boston, MA 02210

Fidelity INVESTMENTS

12/05/14

Re: Persephone Group LLC/ Account Ending in ***FISMA & OMB Memorandum M-07-16***

This letter is to confirm that Fidelity holds as custodian for the above client 891 shares of EOG Resources (EOG). These shares have been held in this account continuously for at least one year prior to November 21, 2014.

These shares are held at Depository Trust Company under DTC's nominee name CEDE & Co. FBO National Financial Services.

This letter serves as confirmation that the shares are held by Fidelity.

Sincerely,

John Maloney

Client Service Manager

Fidelity Family Office Services

TRILLIUM
ASSET MANAGEMENT

December 5, 2014

Corporate Secretary
EOG Resources, Inc.
1111 Bagby
Sky Lobby 2
Houston, TX 77002

Dear Secretary:

In accordance with the SEC Rules, please find the attached authorization letter from The Sierra Club Foundation as well as the custodial letter from Charles Schwab Advisor Services documenting that they holds sufficient company shares to file a proposal under rule 14a-8. Verification of ownership for Mayberry LLC and Persephone LLC will be provided shortly.

Please contact me if you have any questions at (503) 894-7551; Trillium Asset Management LLC., Two Financial Center, 60 South Street, Boston, MA 02111; or via email at jkron@trilliuminvest.com.

Sincerely,

Jonas Kron
Senior Vice President, Director of Shareholder Advocacy
Trillium Asset Management, LLC

Jonas Kron
Director, Shareholder Advocacy
Trillium Asset Management, LLC.
Two Financial Center
60 South Street
Suite 1100
Boston, MA 02111

Fax: 617-482-6179

Dear Mr. Kron:

I hereby authorize Trillium Asset Management, LLC to file a shareholder proposal on behalf of The Sierra Club Foundation at EOG Resources, Inc (EOG) on the subject of climate change.

The Sierra Club Foundation is the beneficial owner of more than $2,000 worth of common stock in EOG that it has held continuously for more than one year. The Sierra Club Foundation intends to hold the aforementioned shares of stock through the date of the company's annual meeting in 2015.

I specifically give Trillium Asset Management, LLC full authority to deal, on the Sierra Club Foundation's behalf, with any and all aspects of the aforementioned shareholder proposal. I intend all communications from the company and its representatives to be directed to Trillium Asset Management, LLC. I understand that The Sierra Club Foundation's name may appear on the corporation's proxy statement as the filer of the aforementioned proposal.

Sincerely,

Virginia W. Quick
Chief Financial Officer
The Sierra Club Foundation
85 Second Street, Suite 750
San Francisco, CA 94105

11/17/14
Date

charles SCHWAB

1958 Summit Park Dr
Orlando, FL 32810

November 24, 2014

Re: THE SIERRA CLUB FOUNDATION/Acct ***FOIA & OMB Memorandum M-07-16***

This letter is to confirm that Charles Schwab & Co. holds as custodian for the above account 56 shares of EOG common stock. These 56 shares have been held in this account continuously for at least one year prior to November 21, 2014.

These shares are held at Depository Trust Company under the nominee name of Charles Schwab and Company.

This letter serves as confirmation that the shares are held by Charles Schwab & Co, Inc.

Sincerely,

Justin Creamer

Justin Creamer
Relationship Specialist

#1213-8191

PORTICO®
Benefit Services | A Ministry of the ELCA

VIA OVERNIGHT DELIVERY

November 25, 2014

Michael P. Donaldson
VP, General Counsel and Corporate Secretary
EOG Resources, Inc.
1111 Bagby
Sky Lobby 2
Houston, Texas 77002

Dear Mr. Donaldson,

As a faith-based retirement plan and institutional investor, Portico Benefit Services, a ministry of the Evangelical Lutheran Church in America (ELCA) believes it is possible to positively impact shareholder value while at the same time aligning with the values, principles and mission of the ELCA. We believe that corporations need to promote positive corporate policies including the consideration of reduction targets for methane emissions resulting from all operations under its financial or operational control.

Portico Benefit Services is beneficial owner of over 165,000 shares of EOG Resources common stock. A letter of ownership verification from the custodian of our portfolio will follow under separate cover. We have been a shareholder of more than $2,000 of common stock for over one year, and we intend to maintain a requisite ownership position through the 2015 annual meeting of shareholders.

Enclosed is a shareholder proposal requesting that EOG Resources consider publishing a report that reviews its policies, actions, and plans to enhance and further develop measurement, disclosure, mitigation, and reduction targets for methane emissions resulting from all operations under its financial or operational control. According to SEC Rule 14a-8, we ask that this resolution be included in the proxy materials for the 2015 annual meeting of shareholders. Should the Board of Directors choose to oppose the resolution, we ask that our supporting statement be included as well in the proxy materials. Trillium Asset Management (Trillium) is the primary filer on this resolution.

Trillium will continue as the lead shareholder, and is prepared to assemble the dialogue team as quickly as convenient. If you have any questions, please contact Pat Zerega, Consultant to ELCA on Corporate Social Responsibility at ***FISMA & OMB Memorandum M-07-16*** or via email at ***FISMA & OMB Memorandum M-07-16***. Also, please copy Pat on all related correspondence with the primary filer.

Sincerely,

Kurt Kreienbrink

Kurt Kreienbrink, CFA
Manager, Socially Responsible Investing & Investor Advocacy
Portico Benefit Services
kkreienbrink@PorticoBenefits.org

CC: Pat Zerega
Consultant to ELCA on CSR
FISMA & OMB Memorandum M-07-16

Tatyana Roman – BNY
Mellon Asset Servicing
135 Santilli Highway
Everett, MA 02149

BNY MELLON

Asset Servicing
135 Santilli Highway
Everett, MA 02149

November 25, 2014

Michael P. Donaldson
VP, General Counsel and Corporate Secretary
EOG Resources, Inc.
1111 Bagby
Sky Lobby 2
Houston, Texas 77002

Dear Mr. Donaldson,

This letter is to confirm that BNY Mellon, custodian for Portico Benefit Services, a ministry of the Evangelical Lutheran Church in America (ELCA), has continuously held 114,613 shares of EOG Resources common stock from November 25, 2013 thru November 25, 2014.

As of this date, Portico Benefit Services intends to hold its shares of EOG Resources common stock through the date of your next annual meeting.

If you have any questions, please call me at (617) 382-6260.

Sincerely,

Tatyana Roman

Tatyana Roman
Vice President

CC: Kurt Kreienbrink, CFA
Manager, Socially Responsible Investing & Investor Advocacy
Portico Benefit Services
800 Marquette Ave., Suite 1050
Minneapolis, MN 55402-2892

CHURCH PENSION FUND
Serving the Episcopal Church Families & People

Nancy L. Sanborn
Executive Vice President
Chief Legal Officer & Secretary

19 East 34th Street
New York, NY 10016
(212) 592-6416
(800) 223-6602 x6416
(212) 592-9428 fax
nsanborn@cpg.org

VIA FEDERAL EXPRESS

November 24, 2014

Mr. Michael P. Donaldson
Vice President, General Counsel and Corporate Secretary
EOG Resources, Inc.
1111 Bagby, Sky Lobby 2
Houston, TX 77002

Re: Shareholder Proposal on Methane Emissions Report

Dear Mr. Donaldson:

The Church Pension Fund ("**CPF**") is the beneficial owner of 7,150 shares of common stock of EOG Resources, Inc. (held by our custodian The Northern Trust Company), and has continuously held at least $2,000 in market value of such shares for at least one year prior to the date of this letter. CPF has requested that The Northern Trust Company confirm directly to you such ownership of shares by CPF.

CPF is affiliated with The Episcopal Church, and is the sponsor and administrator of pension plans established for the clergy and lay employees of The Episcopal Church. CPF has long been concerned not only with the financial return on its investments, but also (along with many other churches and socially concerned investors) with the social, ethical and environmental ethical implications of its investments. This includes a concern about issues related to greenhouse gas emissions and their effects on climate change.

To this end, CPF hereby co-files with Trillium Asset Management and The Episcopal Church the attached shareholder proposal and supporting statement, for consideration at EOG's 2015 Annual Meeting. This resolution is being submitted in accordance with Rule 14a-8 of the General Rules and Regulations under the Securities and Exchange Act of 1934. CPF will hold at $2,000 in such shares through the 2015 Annual Meeting.

If you have any questions or concerns about this resolution, please contact Ariane van Buren, Consultant to CPF and The Episcopal Church's Committee on Corporate Social Responsibility. She can be contacted by telephone at ***FISMA & OMB Memorandum M-07-16*** by email at ***FISMA & OMB Memorandum M-07-16*** or by mail at ***FISMA & OMB Memorandum M-07-16***
FISMA & OMB Memorandum M-07-16

Very truly yours,

Nancy L. Sanborn
Executive Vice President, Chief Legal Officer and Corporate Secretary

Northern Trust Corporation
50 South La Salle Street
Chicago, Illinois 60603
(312) 630-6000

November 24, 2014

Mr. Michael P. Donaldson
Vice President, General Counsel and Corporate Secretary
EOG Resources, Inc.
1111 Bagby, Sky Lobby 2
Houston, TX 77002

Re: Confirmation of Holdings by The Church Pension Fund of Shares of Common Stock of EOG Resources, Inc. – Letter dated November 24, 2014 from The Church Pension Fund to EOG Resources, Inc. Re: Methane Emissions Report

Dear Mr. Donaldson:

We are submitting this verification letter at the request of The Church Pension Fund.

As custodian for The Church Pension Fund and the record holder in DTC of the shares of Common Stock of EOG Resources, Inc. described below, The Northern Trust Company verifies that on November 24, 2014, The Church Pension Fund held, and had held continuously for at least one year prior to November 24, 2014, at least $2,000 in market value of Common Stock of EOG Resources, Inc..

If you have any questions concerning this matter, please do not hesitate to contact me at (312) 630-8091.

Sincerely,

Matt J. Levy
Vice President

cc: Nancy L. Sanborn, Executive Vice President, Chief Legal Officer & Secretary, The Church Pension Fund

G:\Legal\General Counsel\Church Pension Fund\Socially Responsible Investments (Including SFRI Committee)\Proxy Proposals Submitted by CPF and or TEC\2014-15\2014 11.24 Northern Trust Confirmation Memo - SBA Communications.doc

NTAC:Missing

THE
Episcopal
CHURCH

VIA E-MAIL: michael_donaldson@eogresources.com

November 24, 2014

Michael P. Donaldson
Vice President, General Counsel and Corporate Secretary
EOG Resources, Inc.
P.O. Box 4362
Houston, TX 77210-4362

Dear Mr. Donaldson,

The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States of America ("DFMS" or "Episcopal Church") is the beneficial owner of 6,600 shares of EOG Resources, Inc. common stock (held for the Episcopal Church by Bank of New York Mellon).

The Episcopal Church, along with many other churches and socially concerned investors, has long been concerned with the moral and ethical implications of its investments. This includes a concern about issues related to greenhouse gas emissions and their effects on climate change.

To this end, the Episcopal Church hereby co-files with Trillium Asset Management the attached shareholder proposal and supporting statement.

This resolution is being submitted in accordance with Rule 14a-8 of the General Rules and Regulations under the Securities and Exchange Act of 1934. The Episcopal Church has held at least $2,000.00 in EOG Resources, Inc. shares for the past year and will hold at least $2,000 in such shares through the 2015 annual meeting. Verification of this ownership, provided by the Bank of New York Mellon, our custodian bank, is included with this filing.

If you have any questions or concerns about this resolution, please contact Ariane van Buren, Consultant to the Episcopal Church's Committee on Corporate Social Responsibility. She can be contacted by telephone at ***FISMA & OMB Memorandum M-07-16*** or by mail at ***FISMA & OMB Memorandum M-07-16***
FISMA & OMB Memorandum M-07-16

Very truly yours,

N. Kurt Barnes
Treasurer and CFO

The Domestic *and* Foreign Missionary Society *of the* Protestant Episcopal Church *in the* United States *of* America
ESTABLISHED 1821 INCORPORATED 1846
815 Second Avenue • New York, New York 10017 • 800.334.7676 *or* 212.716.6000 • episcopalchurch.org

BNY MELLON

Asset Servicing
BNY Mellon Center
500 Grant Street, Suite 0625
Pittsburgh, PA 15258-0001

November 24, 2014

Michael P. Donaldson
Vice President, General Counsel and Corporate Secretary
EOG Resources, Inc.
P.O. Box 4362
Houston, TX 77210-4362

VIA Email: michael_donaldson@eogresources.com and tina_meyer@eogresources.com

Dear Mr. Donaldson:

With respect to The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States, we are pleased to confirm the following:

1. The Bank of New York Mellon is the holder of record.
2. For the past twelve (12) months **prior to November 24, 2014**, The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States has owned continuously a minimum of **1,900** shares of EOG Resources, Inc.
3. The Bank of New York Mellon certifies that as of November 24, 2014, The Domestic and Foreign Missionary Society of the Protestant Episcopal Church in the United States held 6,600 shares of EOG Resources, Inc. for a market value of $671,484.00.

If you have any questions regarding this information, please contact me at (412) 236-7012 or Marjorie Shoop at marjorie.shoop@bnymellon.com.

Sincerely,

Jon Bangor, Vice President
Asset Servicing Global Client Administration
Compliance, Risk & Contracts

XC: Margareth Crosnier de Bellaistre
Dr. Ariane van Buren

Exhibit 2

EOG Corporate Website Disclosures Regarding Emissions

(As currently published at http://www.eogresources.com/responsibility/climate.html)

eog resources

Global Climate Change

EOG's Position on Global Climate Change

EOG produces natural gas, one of the cleanest burning and most environmentally friendly fossil fuels. As noted in an article in *The Wall Street Journal*, "U.S. carbon-dioxide emissions have fallen dramatically in recent years, in large part because the country is making more electricity with natural gas instead of coal. Energy-related emissions of carbon dioxide, the greenhouse gas (GHG) that is widely believed to contribute to global warming, have fallen 12 percent between 2005 and 2012 and are at their lowest level since 1994, according to a recent estimate by the Energy Information Administration, the statistical arm of the U.S. Energy Department."

EOG supports efforts to understand and address the contribution of human activities to global climate change through the application of sound scientific research and analysis. In addition, the company believes that the reduction of air emissions throughout its operations is both in the best interests of the environment and a prudent business practice. A safety and environmental update that includes climate change issues is presented to the EOG Board of Directors annually.

EOG is a member of the American Exploration & Production Council (AXPC), a national trade association that represents large U.S. independent crude oil and natural gas exploration and production companies. AXPC companies have been active in voluntarily reducing methane emissions. Additionally, the AXPC has issued a formal position statement on climate change, which supports continued research on the contribution of human activities to climate change and the development of policy and regulatory initiatives in a scientifically sound and economically transparent manner. The AXPC supports the sharing of best management practices and recognizes that natural gas will be a critical component of any climate change policy. The complete AXPC position statement is available on the AXPC website.

EOG is also a member of the Independent Petroleum Association of America (IPAA), a national trade association that represents independent crude oil and natural gas exploration and production companies in the United States. The IPAA and many of its member companies support programs to voluntarily reduce methane emissions. With respect to climate change, it is the stated position of the IPAA that science must serve as the foundation for global climate policymaking; economic and social impacts must be addressed; and the important role of American crude oil and natural gas production must be recognized in any policy actions.

The company strives to promote policies through these and other trade associations that are consistent with EOG's position on global climate change.

Emissions Management and Reporting

It is important to EOG, for operational, environmental and economic reasons, to reduce air emissions from its operations. EOG's facilities are specifically designed to minimize emissions and maximize recovery of all vapors. In addition to reducing flaring, EOG has, where operationally appropriate, installed specialized control equipment, such as low-bleed controllers, vapor recovery units and high-efficiency combustion devices, to minimize emissions. EOG also utilizes gathering infrastructure (i.e., pipelines), reduced emissions completion systems (i.e., "green completion" systems), multi-well pads, compressors equipped with emissions control technology, solar-powered chemical pumps, "thief" hatches and vent sealing valves to minimize emissions. In addition, as warranted, EOG utilizes thermal/infrared cameras to detect emissions.

EOG has a program in place to promote compliance with state and federal permits and regulations. EOG recently implemented an Emissions Management System for calculating emissions based on recognized methodologies and accepted engineering practices. This system is being utilized to calculate GHG emissions from the company's operating facilities.

EOG has taken steps to comply with the New Source Performance Standards and the National Emission Standards for Hazardous Air Pollutants for the crude oil and natural gas sector that were recently implemented by the U.S. Environmental Protection Agency (EPA). These standards are designed to limit emissions of volatile organic compounds (VOCs) and other designated emissions from a variety of sources relating to the completion of natural gas wells and the processing and transportation of natural gas.

Since September 2011, EOG has filed reports with the EPA in accordance with the regulatory requirements for facilities with combustion sources greater than 25,000 tons per year (based on emissions data from prior periods). EOG continues to gather data to comply with future reporting requirements. EOG has also gathered GHG emissions data since 2011 for all facilities subject to the EPA's regulatory requirements, and periodically reports that data to the EPA in accordance with regulatory requirements. This data will be available to the general public from the EPA.

Carbon Disclosure Project

In addition, consistent with its commitment to transparency, EOG participated in the Carbon Disclosure Project's climate change program for 2014, and expects to participate in this program in future years as well. EOG's participation in this program will allow investors and the public to better understand the climate change-related aspects of EOG's business. EOG's participation in this program will also allow EOG to benchmark its business and operations against that of its peer companies.

Energy Efficiency and Conservation Measures

EOG frequently reviews energy use and efficiency and takes appropriate actions to reduce consumption, improve the energy efficiency of its field operations and reduce the emissions from its field operations. As a result, EOG has installed in certain of its operating areas dual-fuel compressors and compressors with speed controls and air fuel controllers, resulting in lower fuel usage and lower emissions. Additionally, in support of recent regulatory initiatives, EOG utilizes electric-driven pumps and compressors in certain of its operating areas to lessen the emissions generated in those areas. Moreover, in addition to reducing overall emissions from its field operations, EOG's use of multi-well pads and pipeline gathering systems also conserves fuel by reducing trucking during drilling, completion and transportation operations. In addition, EOG's ongoing efforts to reduce the number of days required to drill wells not only lowers costs for EOG and its stockholders, but also lowers fuel consumption.

EOG's focus on energy efficiency and conservation also extends to its office buildings. For example, the office building housing EOG's Houston, Texas headquarters utilizes LED light fixtures; a variable frequency water pumping system that aids in lowering water consumption; and an energy management system that controls and monitors heating and air conditioning usage in the building. In addition, EOG's office buildings in Houston, Denver and San Antonio have received Leadership in Energy and Environmental Design (LEED) certification. LEED is a "green" building certification program that recognizes best-in-class building strategies and practices.

EOG's Houston, Texas headquarters office building is also ENERGY STAR-certified. ENERGY STAR is a voluntary EPA program that assists businesses and individuals in saving money on energy costs and protecting our climate through superior energy efficiency.

Energy efficiency and conservation were also key considerations in EOG's construction of its office building for its Midland, Texas division office. In constructing the building, EOG utilized composite metal panels and sheetrock containing recycled materials; energy-efficient glass and precast concrete; ceiling tiles and carpet containing renewable materials and low VOCs; and paint containing no VOCs.

EOG's various offices also participate in the recycling programs offered by building management.

Regulatory Considerations

EOG is aware of the increasing focus of local, state, national and international regulatory bodies on GHG emissions and climate change issues. The company is also aware of legislation proposed by U.S. and Canadian lawmakers to reduce GHG emissions. EOG will continue to monitor and assess any new policies, legislation or regulations and take appropriate actions.

EOG believes that any new climate change policies must be based on sound scientific and economic considerations, which are fully disclosed to the public, and rely on market forces to efficiently encourage consumer conservation and the development of alternative energy sources. Also, EOG believes that the application and enforcement of climate change policies and regulations should apply appropriately to all sectors of the economy and be uniform at the local, state, national and international levels. Moreover, EOG believes any emissions limits or standards imposed on industry should be based on reliable, available and economically feasible technology.

Since GHG emissions from the combustion of natural gas are among the lowest of any fossil fuel on a per-unit basis, EOG expects that the increased use of natural gas in preference to other fossil fuels will be a critical component of any climate change policy. EOG will strive to increase production of natural gas where economically feasible in response to increases in natural gas demand.

Quantitative Indicators Regarding Emissions

GHG intensity, which is a standard emissions measurement in a variety of industries, is the level of GHG emissions per unit of economic activity. GHG intensity is typically based on gross domestic product (GDP) when measured at a national (i.e., country) level or on aggregate output or production when measured at an industry or individual company level. GHG intensity and other emissions intensity rates are used (for example, by regulatory bodies such as the EPA) to compare the environmental impact of different fuels or activities and to determine progress in achieving emissions reduction targets.

EOG's GHG intensity rate, as reported in accordance with the EPA's reporting rules, was 35.70 metric tons CO_{2e} (carbon dioxide equivalent) per MBoe produced from EOG's U.S. operations during 2012 and 37.05 metric tons CO_{2e} per MBoe produced from EOG's U.S. operations during 2013.

EOG also calculates a fugitive emissions intensity rate based on the methane-related fugitive emissions associated with its operated wells, as reported in accordance with the EPA's GHG reporting rules, relative to EOG's overall U.S. production of oil and gas for such year. EOG's fugitive emissions intensity rate was 2.42 metric tons CO_{2e} per MBoe produced from EOG's U.S. operations during 2012 and 1.65 metric tons CO_{2e} per MBoe produced from EOG's U.S. operations during 2013.

In addition, EOG calculates a flaring intensity rate based on the flaring emissions associated with its operated wells, as reported in accordance with the EPA's GHG reporting rules, relative to EOG's overall U.S. production of oil and gas for such year. Flaring, which is the controlled burning of natural gas, is used to safely combust natural gas as appropriate. When crude oil is extracted and produced from wells, natural gas associated with the crude oil is produced as well. Flaring may be utilized when adequate gathering and processing infrastructure (for example, pipelines) is not available to capture such natural gas production and transport it to market.

EOG's flaring intensity rate was 4.6 metric tons CO_{2e} per MBoe produced from EOG's U.S. operations during 2012 and 3.9 metric tons CO_{2e} per MBoe produced from EOG's U.S. operations during 2013.

It is important to EOG, for environmental and economic reasons, to reduce both its flaring and venting of natural gas and the associated emissions, by capturing natural gas at the wellhead. Accordingly, EOG installs (among other emissions reduction equipment) natural gas gathering pipelines and reduced emissions completion systems (i.e., "green completion" systems), such as closed-loop venting systems and portable (e.g., truck or trailer-mounted) recovery and processing equipment, to separate and recover associated natural gas at the wellhead, so it can be directed to a pipeline and sold.

In 2012 and 2013, EOG installed an aggregate 489.59 miles and 222.58 miles, respectively, of natural gas gathering pipelines in its major U.S. operating divisions.

In addition, EOG conducted reduced emissions completions (as defined by applicable EPA regulations for natural gas well completions) (i.e., "green completions") for 100 percent of its U.S. natural gas well completions in 2013.