

November 13, 2014

Mr. Michael F. Lohr  
Office of the Corporate Secretary  
The Boeing Company  
100 North Riverside Plaza  
MC 5003-1001  
Chicago, Illinois 60606-1596.

Dear Mr. Lohr,

I hereby submit the enclosed shareholder proposal ("Proposal") for inclusion in the Boeing Company (the "Company") proxy statement to be circulated to Company shareholders in conjunction with the next annual meeting of shareholders. The Proposal is submitted under Rule 14(a)-8 (Proposals of Security Holders) of the United States Securities and Exchange Commission's proxy regulations.

I have owned Boeing Company stock with a value exceeding \$2,000 for a year prior to and including the date of this Proposal and intend to hold these shares through the date of the Company's 2015 annual meeting of shareholders.

A Proof of Ownership letter is forthcoming and will be delivered to the Company.

Copies of correspondence or a request for a "no-action" letter should be forwarded to David Almasi, 5810 La Vista Drive, Alexandria, Virginia 22310.

Sincerely,

David Almasi

Enclosure: Shareholder Proposal

## **Charitable Giving Transparency**

**Whereas,** the Company's charitable contributions, properly managed, are likely to enhance the reputation of our company;

Whereas, increased disclosure regarding appropriate charitable contributions is likely to create goodwill for our Company;

Whereas; making the benefits of our Company's philanthropic programs broadly known is likely to promote the Company's interests;

Whereas, transparency and corresponding feedback from shareholders, the philanthropic community and others could be useful in guiding our Company's future philanthropic decisionmaking;

**Resolved:** The Proponent requests that the Board of Directors consider issuing a semiannual report on the Company website, omitting proprietary information and at reasonable cost, disclosing: the Company's standards for choosing which organizations receive the Company's assets in the form of charitable contributions, the rationale, if any, for such contributions, the intended purpose of each of the charitable contributions and, if appropriate, the benefits to others of the Company's charitable works.

### **Supporting Statement**

Absent a system of accountability and transparency, some charitable contributions may be handled unwisely, potentially harming the Company's reputation and shareholder value. Current disclosure is insufficient to allow the Company's Board and shareholders to evaluate the use of corporate assets by outside organizations, especially for controversial causes.

While the Company's work with the Tennessee Valley Corridor's innovative NEW-STEM would likely be applauded by many and seem non-controversial, anti-war activist groups such as Code Pink might disagree. Likewise, contributions to the Clinton Foundation may be seen as controversial, since the United States is deeply divided politically.

Fuller disclosure would provide enhanced feedback opportunities from which our Company could make more fruitful decisions. Decisions regarding corporate philanthropy should be transparent to better serve the interests of the shareholders.