

ORIGINAL TRANSCRIPT

UNITED STATES DISTRICT COURT FOR THE NORTHERN DISTRICT OF CALIFORNIA SAN FRANCISCO DIVISION

BERNARD PAUL PARRISH, HERBERT ANTHONY ADDERLEY, and WALTER ROBERTS III, on behalf of themselves and all others similarly situated,

Plaintiffs,

VS.

CIVIL ACTION NO. C07 0943 WHA

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION, a Virginia corporation, and NATIONAL FOOTBALL LEAGUE PLAYERS INCORPORATED d/b/a PLAYERS INC, a Virginia corporation.

Defendants.

VIDEOTAPED DEPOSITION OF DOUG ALLEN LOS ANGELES, CALIFORNIA SEPTEMBER 7, 2007

Reported by Terrie C. Barker, CSR No. 12000

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players who were members of the NFLPA.

- Q. So you, as the president of Players Inc. believed it was accurate to say that Players Inc. represented all of retired members of the NFLPA?
 - A. Yes.
- Q. And represented them for the purposes -MR. FEHER: Wait. Objection to form on the
 prior question.

BY MR. LeCLAIR:

Q. And represented them for purposes of group licensing?

MR. FEHER: Same objection.

THE WITNESS: For the purpose of providing access to them for a number of opportunities. Group licensing was part of it, but not all of it.

16 BY MR. LeCLAIR:

- Q. Is it correct that Players Inc. did not have 3,000 retired players who had signed GLAs, Group Licensing Authorizations?
 - A. During what period of time?
- Q. Between 2003 -- at any one time did --
 - A. I don't know that that's accurate. They may well have. I don't recall without researching the record.
 - Q. You mentioned that there were -- in your

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answer, there were three ways that retired players could be represented. One was signing a GLA; correct?

- A. I think I was describing the circumstances under which Players Inc. had access to those players and could provide that access to the marketplace. I think those were the words I used.
- Q. Which you defined as representing them; correct?
 - A. Right.

MR. FEHER: Objection.

12 BY MR. LeCLAIR:

- Q. And the three ways that you mentioned were: signing a GLA. That's one way; correct?
- A. Um-hmm.
 - Q. Is that --
 - A. Yes.
- Q. The second way would be being a member -- a retired member of the NFLPA; correct?

MR. FEHER: Objection to form.

THE WITNESS: Because we had access to those players and knew where they were and how to reach them and contact them, yes.

BY MR. LeCLAIR:

Q. And the third way would be that the player



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A. No. I think this was more in the nature of explaining things and education.

- Q. What is a contract advisor?
- A. It's a person who represents an active NFL player who is negotiating with an NFL club for that player's services -- for a contract for that player's services under the authority of the NFLPA and the collective bargaining agreement.
 - Q. Is that any different than a player's agent?
- A. Well, you could be a player's agent and not be a contract advisor -- but not be an NFLPA contract advisor. It depends on whether you want to represent players in negotiations with NFL teams.
- Q. All right. Let's look at the first paragraph of your memo. You state, "The NFL and Players Inc. have been working for five years under a productive agreement which provides for Players Inc. to exclusively license NFL sponsors for player group licensing rights and for Players Inc. to be the exclusive source of player participation in such sponsors' programs."

Was that accurate?

MR. FEHER: Objection to form.

THE WITNESS: Yes.

MR. LeCLAIR: I don't normally do this, but

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help me out. What's your objection? Can you explain your objection so I can cure it?

MR. FEHER: Well, you've asked, so I wouldn't have otherwise said this. But this and a number of your other questions aren't clear in terms of distinguishing between retired players and active players. This quote refers to players, and so unless the questions are cleared up in terms of whether it applies to active or retired, whenever it just talks about players, I'm going to need to object to form so that the question isn't misused later on in reference to retired players as opposed to potentially just active.

MR. LeCLAIR: Understood. Fair enough. BY MR. LeCLAIR:

- Q. Go ahead, Mr. Allen. Do you recall the question?
 - A. No.
- Q. I read the first sentence into the record, and I asked you if it was accurate.
- 21 A. Yes, I believe it is.
 - MR. FEHER: Same objection.
- 23 BY MR. LeCLAIR:
 - Q. And when you refer to player participation, are you referring to active players, retired players,



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or both?

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- A. It depends on the circumstances, but in this memo, we were essentially referring to active players because this was a seminar for active player contract advisors.
- Q. Is it correct, Mr. Allen, that with respect to the exclusivity provisions, you interpreted them the same for retired players as you did for active players?

MR. FEHER: Objection to form.

THE WITNESS: I think we've been over that.

And it depends on the circumstances. And among the differences is the fact that -- is the fact that the GLAs for active and retired players are different.

BY MR. LeCLAIR:

- Q. Different how?
- A. For active players, for group licensing, they're exclusive; for retired players, they're not.
 - Q. Has that always been true?
- A. No.

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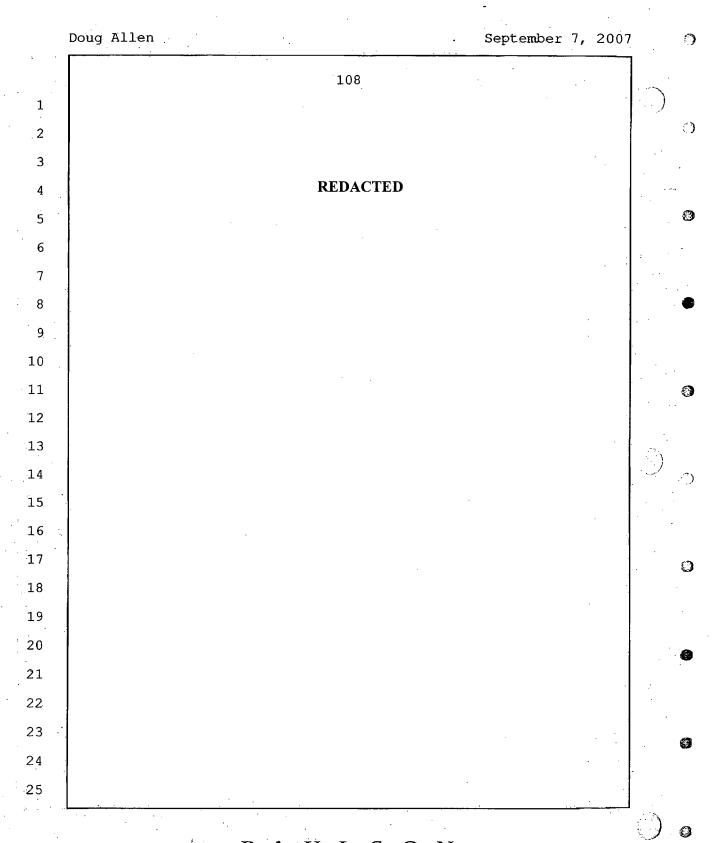
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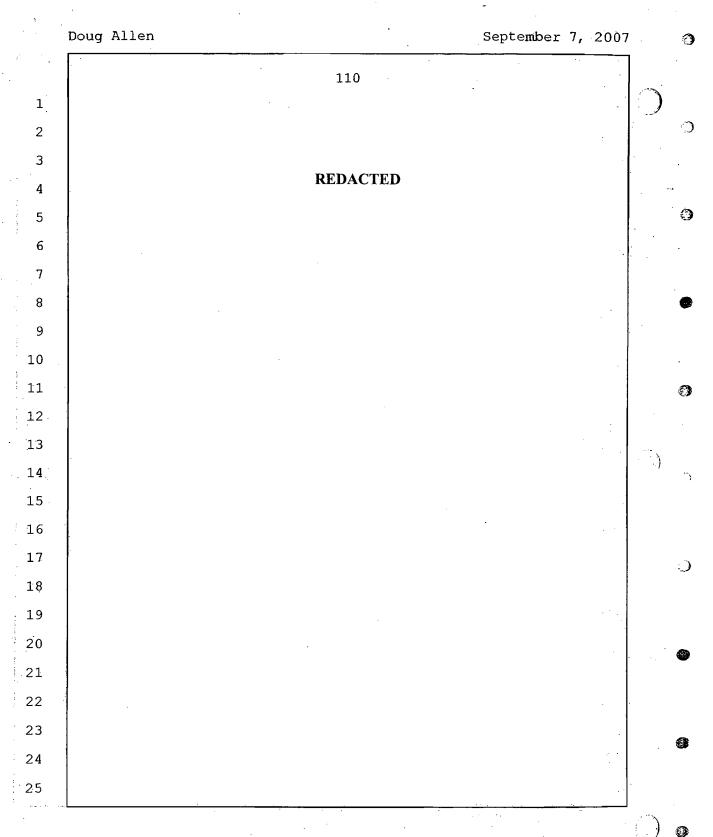




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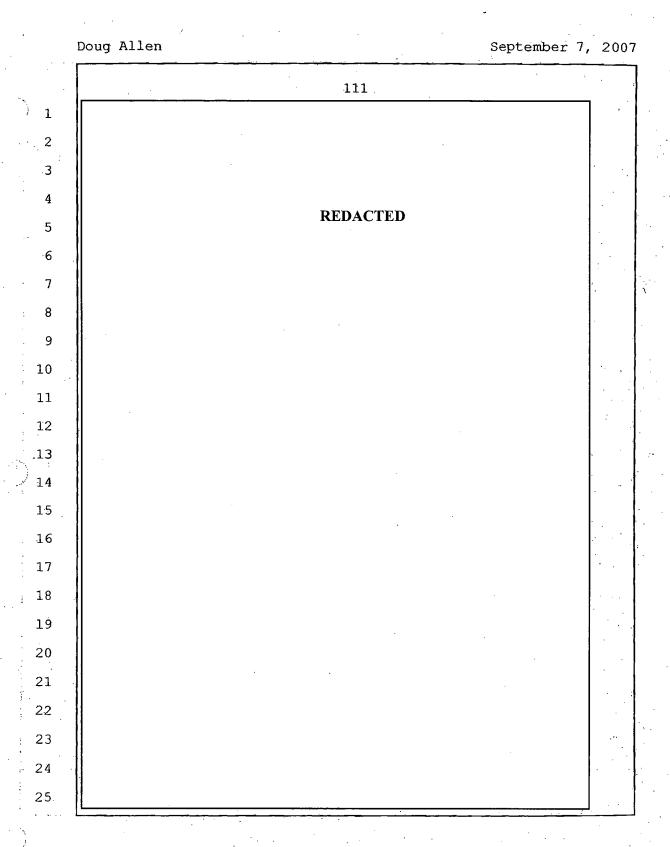




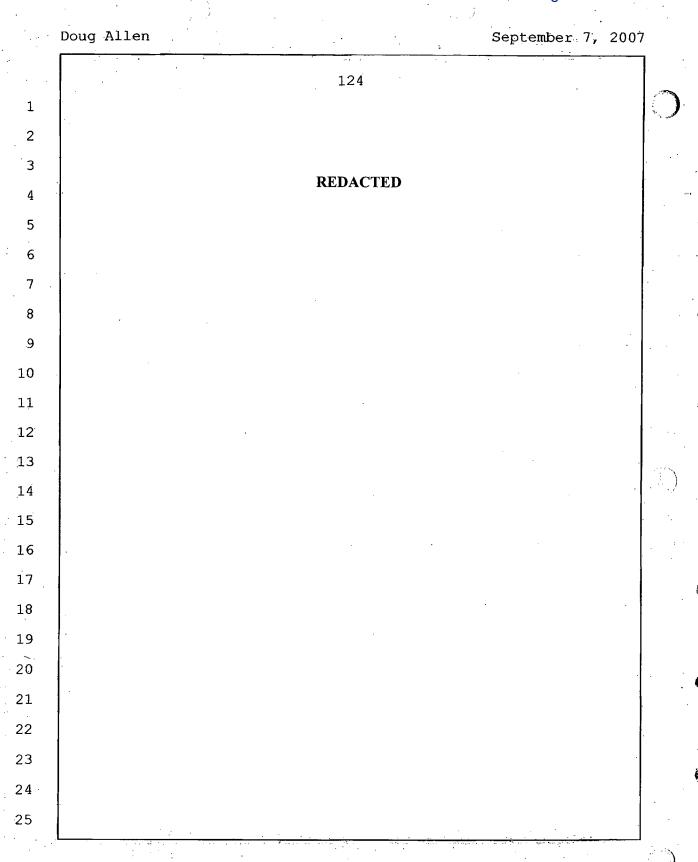
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Q. Was a retired player, as you understood it, free to license his rights to anybody for anything at any time after signing this Group Licensing Authorization Form?

MR. FEHER: Objection to form.

THE WITNESS: Could you restate the question?

MR. LeCLAIR: Why don't you read it back.
(Record read)

11 THE WITNESS: I think for the most part,
12 that was true.

BY MR. LeCLAIR:

- Q. And this did not in any way, as you understood it, limit the ability of a player to market his image or rights in a group licensing context after signing this form?
- A. This document itself? I'm sorry. I'm focused on more than one element in your question.

 Could you repeat it?

MR. LeCLAIR: Read it back, please.

(Record read)

THE WITNESS: Certainly, to some extent.

For example, if we have the right to use him and we put him in a program, he's not going to be able to



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license himself to that program. We've got the right to put him into the program, and he doesn't have — that's why he's giving us the right to do this, so that if we put him into a particular licensed program he doesn't have an independent right to put himself into that program as part of a group at the same time that we have the right to put him. That wouldn't make any sense.

So, for example, that's one -- one way that this would constrain his ability to use his name and image. Otherwise, this form doesn't have any meaning.

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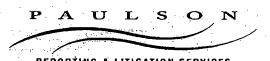
MR. FEHER: Pardon me just one second. I realized something relatively important, and I don't

This was produced by us to you, and it wasn't designated as "confidential" because it's Mr. Adderley's document. I just noted it includes Mr. Adderley's social security number. And you may want to designate it as "confidential" or "highly confidential" down the road so that it's not inadvertently produced in a public fashion with Mr. Adderley's social security number out there.

MR. LeCLAIR: I think we -- we certainly will designate -- we don't need to designate the whole document. We'll designate the social security number of Mr. Adderley as "highly confidential."

MR. FEHER: I just noted that potential, you know, item. Whatever you want to do is fine, but since I noticed it, I didn't want you to lose the benefit of that.

MR. LeCLAIR: Thank you for that. We'll similarly designate the social security number of



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Mr. Adderley on Exhibit 17 as "highly confidential."

MR. FEHER: You should separately contact the lawyers at my office who are dealing with document production. Because I'm sure they had no intent. It's just that they didn't want to make designation decisions for you.

BY MR. LeCLAIR: :

Q. Mr. Allen, the next to the last paragraph states, "It is further understood that the moneys generated by such licensing of retired player group rights will be divided between the player and an escrow account for all eligible NFLPA members who have signed a Group Licensing Authorization Form."

Do you see that language?

- A. I do.
- Q. When it refers to an escrow account for all eligible NFLPA members who have signed a Group Licensing Authorization Form, was there such an account created?
- A. No, because all of the money was distributed to the players who participated.
- Q. So you did not divide the money at all between the player and an escrow account. You didn't even create an escrow account?
 - A. There was no money to create it with. We



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wouldn't have been able to get the players to do it in the first place if they weren't getting paid. We learned that lesson. And all of the money secured for retired player licensing was distributed to the players who were involved in those license programs. There was no other money to escrow. There was no other money to divide. And if we had -- if we had discounted it and taken money out of it, we wouldn't have gotten the players to participate in the first place.

MR. FEHER: Object to the form.

BY MR. LeCLAIR:

- Q. How long did this language stay in the Retired Player GLA Form?
 - A. I don't know.
- Q. I think it was in there probably about ten years. Does that make sense to you?
- A. I don't know.
 - Q. Do you know why you didn't take it out?

 MR. FEHER: Objection to form.

THE WITNESS: I think -- well, my opinion is because we were hopeful that we would be able to generate through group player licensing of retired players a sufficient amount of money to do that, but that was never the case.





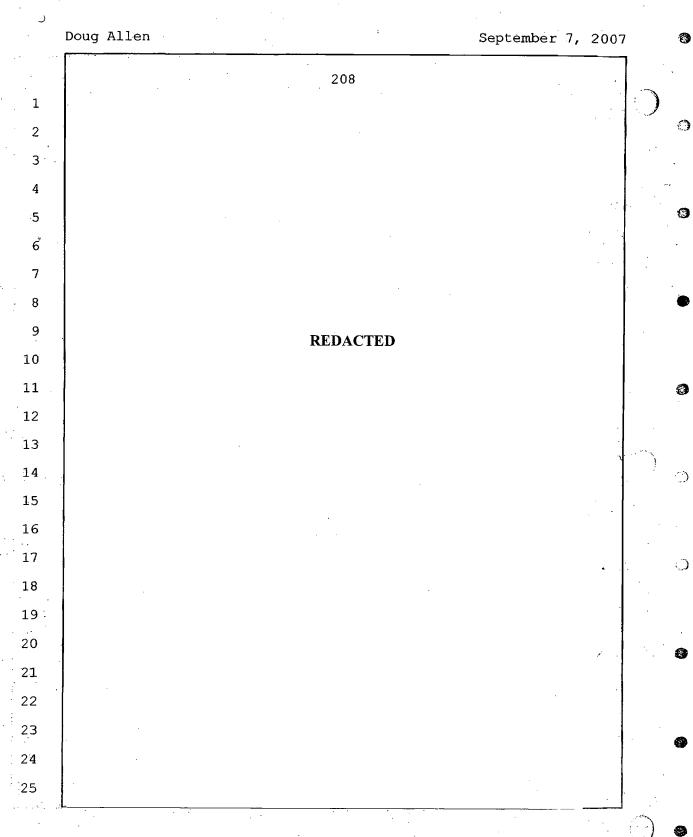
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I, Terrie C. Barker, Certified Shorthand
Reporter, in and for the State of California, do
hereby certify:

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That the foregoing witness was by me duly sworn; that the deposition was then taken before me at the time and place herein set forth; that the testimony and proceedings were reported stenographically by me and later transcribed into typewriting under my direction; that the foregoing is a true record of the testimony and proceedings taken at that time.

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IN WITNESS WHEREOF, I have subscribed my name this 13th day of September, 2007.

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15/ Levrie C. Barker

Terrie C. Barker, CSR No. 12000

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