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7	Lead Counsel for Plaintiffs	
8	UNITED STATE	E DISTRICT COURT
9	NORTHERN DISTRICT OF CALIFORNIA	
10	IN RE POLYCOM, INC. DERIVATIVE LITIGATION	Lead Case No.: 3:13-cv-03880-SC
11	LINGATION	(Derivative Action)
12	This Document Relates To:	STIPULATION AND [PROPOSED] ORDER
13	ALL ACTIONS.	
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28	STIPULATION AN	D [PROPOSED] ORDER
		S:13-CV-03880-SC

Pursuant to N.D. Cal. Civil Local Rules 6-2 and 7-12, the parties respectfully submit the following Stipulation and [Proposed] Order: (1) granting Plaintiffs an extension of time of three weeks, until and including March 5, 2015, by which to amend their complaint or take other appropriate action in response to the Court's January 13, 2015 "Order Granting in Part and Denying in Part Motions to Dismiss" (ECF No. 69) (the "January 13, 2015 Order"); and (2) continuing the Initial Case Management Conference currently set for February 20, 2015, at 10:00 a.m.

8 WHEREAS, Plaintiffs filed their Consolidated First Amended Shareholder Derivative
9 Complaint on April 4, 2014 (ECF No. 47) (the "First Amended Complaint");

WHEREAS, pursuant to the Scheduling Order, defendants Andrew M. Miller, Betsy
S. Atkins, John A. Kelley, D. Scott Mercer, William A. Owens, and Kevin T. Parker, as well
as nominal defendant Polycom, Inc. (collectively, "Defendants"), filed motions to dismiss the
First Amended Complaint on May 23, 2014 (ECF Nos. 48, 51) (the "Motions to Dismiss"),
with a hearing set for August 22, 2014;

WHEREAS, on July 10, 2014, the Court entered a modified scheduling order (ECF
No. 57) (the "Modified Scheduling Order"): (1) requiring Plaintiffs to file their omnibus
opposition to Defendants' Motions to Dismiss no later than August 8, 2014; (2) requiring
Defendants to file reply briefs in support of their Motions to Dismiss no later than September
5, 2014; (3) continuing the hearing date for Defendants' Motions to Dismiss to September 19,
2014; and (4) vacating the Initial Case Management Conference set for August 22, 2014;

WHEREAS, pursuant to the Modified Scheduling Order, Plaintiffs filed their
Opposition to Defendants' Motions to Dismiss on August 8, 2014 (ECF No. 59), and
Defendants filed their reply briefs in support of their Motions to Dismiss on September 5,
2014 (ECF Nos. 60, 61);

WHEREAS, on September 16, 2014, the Court issued notice that it would decide
Defendants' Motions to Dismiss on the papers, and vacated the hearing previously set for
September 19, 2014 (ECF No. 62);

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WHEREAS, on January 13, 2015, the Court issued the January 13, 2015 Order, which 2 granted in part and denied in part Defendants' Motions to Dismiss, and which further granted 3 Plaintiffs thirty (30) days to amend the First Amended Complaint, until February 12, 2015;

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WHEREAS, an Initial Case Management Conference is currently scheduled for February 20, 2015 at 10:00 a.m.;

WHEREAS, to enable Plaintiffs and counsel for Plaintiffs to fully evaluate the January 6 7 13, 2015 Order and determine whether to file a second amended complaint or take some other 8 course of action in response to that order, Plaintiffs' counsel has requested, and Defendants 9 have agreed, to allow Plaintiffs an extension of three (3) weeks, or until and including March 10 5, 2015, to file a second amended complaint or take other appropriate action in response to the 11 January 13, 2015 Order;

12 WHEREAS, the parties have further agreed that, in the event Plaintiffs file a second 13 amended complaint, the parties will meet and confer within ten (10) days of the filing regarding a schedule for Defendants' response to the second amended complaint, providing 14 15 Defendants a minimum of thirty (30) days to respond, and the parties will file the proposed 16 schedule with the Court:

17 **WHEREAS**, subject to the Court's approval, the parties respectfully request that the 18 Court vacate the Initial Case Management Conference currently set for February 20, 2015, to 19 be reset, as necessary, if Plaintiffs file a second amended complaint, and the parties thereafter 20 submit a proposed schedule to the Court;

21 **NOW, THEREFORE**, subject to the Court's approval, the parties hereby stipulate and 22 agree as follows:

- 23 (1)Plaintiffs shall have until and including March 5, 2015, to file a second 24 amended complaint or otherwise take other appropriate action in response to the 25 Court's January 13, 2015 Order;
- 26 (2)In the event Plaintiffs file a second amended complaint on or before March 5, 27 2015, within ten (10) days of the filing of a second amended complaint, the 28 parties will meet and confer regarding a schedule for Defendants' response to

1	the second amended complaint, and submit a proposed schedule to the Court.
2	Plaintiffs agree that any such proposed schedule will allow Defendants a period
3	of at least thirty (30) days to respond to any second amended complaint filed by
4	Plaintiffs;
5	(3) The Case Management Conference currently set for February 20, 2015, at
6	10:00 a.m., shall be hereby vacated to be reset, as necessary, in the event
7	Plaintiffs file a second amended complaint and the parties submit a proposed
8	schedule regarding further proceedings to the Court.
9	
10	IT IS SO STIPULATED.
11	Dated: February 6, 2015 JOHNSON & WEAVER, LLP FRANK J. JOHNSON
12	SHAWN E. FIELDS NATHAN R. HAMLER
13	By: <i>s/Nathan R. Hamler</i>
14	NATHAN R. HAMLER
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18	nathanh@johnsonandweaver.com Lead Counsel for Plaintiffs
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	STIPULATION AND [PROPOSED] ORDER CASE NO.: 3:13-CV-03880-SC

1	Dated: February 6, 2015 WILSON SONSINI GOODRICH & ROSATI, PC	
2	KEITH É. EGGLETON KELLEY M. KINNEY	
3		
4	By: s/Keith E. Eggleton	
5	KEITH E. EGGLETON	
6	650 Page Mill Road Palo Alto, CA 94304-1050	
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9	Attorneys for Defendants Betsy S. Atkins,	
10	John A. Kelley, D. Scott Mercer, William A. Owens, Kevin T. Parker, and Nominal Defendant Polycom, Inc.	
11	Dejenaani i oryeoni, inc.	
12		
13	Dated: February 6, 2015 MORRISON & FOERSTER LLP PAUL T. FRIEDMAN PHILIP T. BESIROF	
14		
15	By: s/ Philp T. Besirof	
16	PHILIP T. BESIROF	
17	425 Market Street San Francisco, CA 94105	
18	Telephone: (415) 268-7444	
19	Facsimile: (415) 268-7522 PFriedman@mofo.com	
20	Attorneys for Defendant Andrew M. Miller	
21	SIGNATURE ATTESTATION	
22	I am the ECF user whose identification and password are being used to file the	
23	foregoing Stipulation and [Proposed] Order. In compliance with Local Rule 5-1(i)(3), I hereby	
24	attest that concurrence in the filing of this document has been obtained.	
25		
26	Dated: February 6, 2015s/Nathan R. HamlerNATHAN R. HAMLER	
20		
28		
	4 STIPULATION AND [PROPOSED] ORDER	
	CASE NO.: 3:13-CV-03880-SC	

1	DECLARATION OF NATHAN R. HAMLER	
2	I, Nathan R. Hamler, declare:	
3	1. I am an attorney with Johnson & Weaver, LLP, lead counsel for plaintiffs. I	
4	make this declaration in support of the parties' Stipulation and [Proposed] Order Continuing	
5	Case Management Conference. The parties seek to continue the Initial Case Management	
6	Conference to be reset, if necessary, until after such time as Plaintiffs make an election to file	
7	an amended complaint and the parties submit a proposed schedule regarding further	
8	proceedings to the Court. The parties agree that a continuance is reasonable and appropriate.	
9	2. This is the parties' seventh request for extension of time with respect to the	
10	Initial Case Management Conference since this derivative action was consolidated in October	
11	2013. The parties' previous stipulated requests to continue the Initial Case Management	
12	Conference were filed on December 9, 2013 (ECF No. 35), March 27, 2014 (ECF No. 45),	
13	July 10, 2014 (ECF No. 56), October 30, 2014 (ECF No. 63), November 24, 2014 (ECF	
14	No. 65), and January 2, 2015 (ECF No. 68). The Court granted these six previous requests	
15	(see ECF Nos. 36, 46, 57, 64, 66, and 68).	
16	3. The requested continuance will not impact any other deadlines or dates set by	
17	the Court.	
18	I declare under penalty of perjury that the foregoing is true and correct. Executed on	
19	February 6, 2015, in San Diego, California.	
20	s/Nathan R. Hamler	
21	Nathan R. Hamler	
22		
23	PURSUANT TO STIPULATION, IT IS SO ORDERED.	
24	STATES DISTRICT CON	
25	Dated:, 2015	
26	UNITED STATES CIECOURT JUDGE	
27	Judge Samuel Conti	
28	5 DISTRICT OF CEN	
	5 OISTRICT STIPULATION AND [PROPOSED] ORDER CASE NO.: 3:13-CV-03880-SC	