

1 JOHNSON & WEAVER, LLP
 Frank J. Johnson (SBN 174882)
 2 frankj@johnsonandweaver.com
 Shawn E. Fields (SBN 255267)
 3 shawnf@johnsonandweaver.com
 Nathan R. Hamler (SBN 227765)
 4 nathanh@johnsonandweaver.com
 600 West Broadway, Suite 1540
 5 San Diego, CA 92101
 Telephone: (619) 230-0063
 6 Facsimile: (619) 255-1856

7 *Lead Counsel for Plaintiffs*

8 **UNITED STATE DISTRICT COURT**
 9 **NORTHERN DISTRICT OF CALIFORNIA**

10 IN RE POLYCOM, INC. DERIVATIVE
 11 LITIGATION

Lead Case No.: 3:13-cv-03880-SC

(Derivative Action)

12 This Document Relates To:

STIPULATION AND [~~PROPOSED~~] ORDER

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

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

15 **WHEREAS**, on July 10, 2014, the Court entered a modified scheduling order (ECF
16 No. 57) (the “Modified Scheduling Order”): (1) requiring Plaintiffs to file their omnibus
17 opposition to Defendants’ Motions to Dismiss no later than August 8, 2014; (2) requiring
18 Defendants to file reply briefs in support of their Motions to Dismiss no later than September
19 5, 2014; (3) continuing the hearing date for Defendants’ Motions to Dismiss to September 19,
20 2014; and (4) vacating the Initial Case Management Conference set for August 22, 2014;

21 **WHEREAS**, pursuant to the Modified Scheduling Order, Plaintiffs filed their
22 Opposition to Defendants’ Motions to Dismiss on August 8, 2014 (ECF No. 59), and
23 Defendants filed their reply briefs in support of their Motions to Dismiss on September 5,
24 2014 (ECF Nos. 60, 61);

25 **WHEREAS**, on September 16, 2014, the Court issued notice that it would decide
26 Defendants’ Motions to Dismiss on the papers, and vacated the hearing previously set for
27 September 19, 2014 (ECF No. 62);
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1 **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;

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

6 **WHEREAS**, to enable Plaintiffs and counsel for Plaintiffs to fully evaluate the January
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
14 regarding a schedule for Defendants’ response to the second amended complaint, providing
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

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DECLARATION OF NATHAN R. HAMLER

I, Nathan R. Hamler, declare:

1. I am an attorney with Johnson & Weaver, LLP, lead counsel for plaintiffs. I make this declaration in support of the parties' Stipulation and [Proposed] Order Continuing Case Management Conference. The parties seek to continue the Initial Case Management Conference to be reset, if necessary, until after such time as Plaintiffs make an election to file an amended complaint and the parties submit a proposed schedule regarding further proceedings to the Court. The parties agree that a continuance is reasonable and appropriate.

2. This is the parties' seventh request for extension of time with respect to the Initial Case Management Conference since this derivative action was consolidated in October 2013. The parties' previous stipulated requests to continue the Initial Case Management Conference were filed on December 9, 2013 (ECF No. 35), March 27, 2014 (ECF No. 45), July 10, 2014 (ECF No. 56), October 30, 2014 (ECF No. 63), November 24, 2014 (ECF No. 65), and January 2, 2015 (ECF No. 68). The Court granted these six previous requests (see ECF Nos. 36, 46, 57, 64, 66, and 68).


3. The requested continuance will not impact any other deadlines or dates set by the Court.

I declare under penalty of perjury that the foregoing is true and correct. Executed on February 6, 2015, in San Diego, California.

s/Nathan R. Hamler
Nathan R. Hamler

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: 02/09, 2015

HONORABLE
UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

COURT JUDGE
Judge Samuel Conti