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UNITED STATES DISTRICT COURT NORTHERN DISTRICT OF CALIFORNIA

STEPHANIE OCHOA, et al., Plaintiffs, v. MCDONALD'S CORP., et al., Defendants.

Case No. 14-cv-02098-JD

ORDER GRANTING IN PART AND YING IN PART DEFENDANTS ADMINISTRATIVE MOTION TO SEAL

Re: Dkt. No. 100

This order addresses defendants' April 20, 2015, administrative motion to seal portions of plaintiffs' motion for class certification and various documents associated with it. See Dkt. No. 100. Plaintiffs oppose the motion almost in its entirety. See Dkt. No. 102. The Court grants the motion in part and denies it in part.

I. GOVERNING STANDARD

In our circuit, in evaluating a motion to seal, two different standards apply depending on whether the request is being made in connection with a dispositive motion or a non-dispositive motion.

For dispositive motions, the historic, "strong presumption of access to judicial records" fully applies, and a party seeking sealing must establish "compelling reasons" to overcome that presumption. Kamakana v. City and County of Honolulu, 447 F.3d 1172, 1178-80 (9th Cir. 2006) (quoting Foltz v. State Farm Mutual Auto Insurance Co., 331 F.3d 1122, 1136 (9th Cir. 2003)). This standard presents a "high threshold," and "a 'good cause' showing will not, without more, satisfy" it. *Id.* at 1180 (citations omitted). When ordering sealing in this context, the district court must also "articulate the rationale underlying its decision to seal." Apple Inc. v. Psystar Corp., 658 F.3d 1150, 1162 (9th Cir. 2011).

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The non-dispositive motion context is different. There, "the usual presumption of the public's right of access is rebutted," the "public has less of a need for access to court records attached only to non-dispositive motions," and the "public policies that support the right of access to dispositive motions, and related materials, do not apply with equal force to non-dispositive materials." Kamakana, 447 F.3d at 1179-80 (citations omitted). Therefore, in that context, materials may be sealed so long as the party seeking sealing makes a "particularized showing" under the "good cause" standard of Federal Rule of Civil Procedure 26(c). Id. at 1180 (quoting Foltz, 331 F.3d at 1138).

In our district, in addition to meeting the applicable standard under *Kamakana*, all parties requesting sealing must also comply with Civil Local Rule 79-5, including that rule's requirement that the request must "establish[] that the document, or portions thereof, are privileged, protectable as a trade secret or otherwise entitled to protection under the law" (i.e., is "sealable"). Civil L.R. 79-5(b). The sealing request must also "be narrowly tailored to seek sealing only of sealable material." Id.

DISCUSSION II.

This sealing request relates to a motion for class certification. Although certification motions may lead, as a practical matter, to a case-ending result, the "vast majority" of courts in this circuit apply the "good cause" standard when evaluating associated administrative motions to seal. See In re High Tech Employee Antitrust Litig., 2013 WL 163779, at *2 n.1 (N.D. Cal. Jan. 15, 2013). The Court applies that standard here.

Defendants have submitted declarations from Savan Vaghani, see Dkt. No. 100-1, and Michael Smith, see Dkt. No. 100-2, to justify their requests to seal. By and large, the reasons provided in these declarations do not come close to meeting the "good cause" standard -- and on the scant occasions when they do, the proposed redactions are often not "narrowly tailored to seek sealing only of sealable material." See Civil L.R. 79-5(b). For example, with respect to the franchise agreements for each of the restaurants at issue in this case, the Vaghani declaration simply says that the documents "contain confidential and proprietary business information, including financial terms" that if disclosed "may be exploited by competitors." Vaghani Decl. ¶ 6 them District of California

at 6:1-13. But as the Court has explained previously, *see* Dkt. No. 99, establishing good cause to seal a portion of a document requires a "particularized showing" that "specific prejudice or harm" will result if the information is disclosed. *See Kamakana*, 447 F.3d at 1180, 1186. "An unsupported assertion of 'unfair advantage' to competitors without explaining 'how a competitor would use th[e] information to obtain an unfair advantage' is insufficient." *Hodges v. Apple, Inc.*, No. 13-cv-01128-WHO, 2013 WL 6070408, at *2 (N.D. Cal. Nov. 18, 2013) (quoting *Dunbar v. Google, Inc.*, No. 5:12-cv-003305-LHK, 2012 WL 6202719, at *4-5 (N.D. Cal. Nov. 18, 2013)).

With respect to other documents, the declarations claim that "[t]he information sought to be sealed is not available to the public and could not be recreated from publically available sources." *See, e.g.*, Vaghani Decl. ¶ 6 at 7:13-15; Smith Decl. ¶ 5 at 3:19-20. The mere fact that information was not previously available cannot be sufficient to seal a document; if it were, the requirement that a party must show "good cause" to seal a document even if it has produced it pursuant to a protective order would be a dead letter. *See Kamakana*, 447 F.3d at 1180 (requiring a particularized showing of "good cause" even for "preserving the secrecy of sealed discovery material"); Civil L.R. 79-5(d)(1)(A) ("Reference to a stipulation or protective order that allows a party to designate certain documents as confidential is not sufficient to establish that a document, or portions thereof, are sealable.").

And as detailed in the following table, the Court finds the grounds for sealing to be implausible in several instances. For example, the Vaghani declaration makes the conclusory assertion that merely disclosing the features of its In-Store Processor would allow McDonald's competitors a free ride on McDonald's work. *See* Vaghani Decl. ¶ 7, at 9:6-18. This is overblown. A competitor might possibly derive unfair benefits if details about the implementation of those features were disclosed, but the fear that McDonald's would suffer competitive harm from simply describing them is not plausible. It is also hard to see how information about the format in which Smith Family Partnership records time periods in its billing records could cause any competitive harm, as Smith broadly claims. *See* Smith Decl. ¶ 10. Defendants claim that this type of information is sealable simply because it relates to payroll data, *see* Dkt. No. 100 at 4, but good cause to seal a document cannot be satisfied by "[s]imply mentioning a general category of

privilege, without any further elaboration or any specific linkage with the documents" *Martin v. Wells Fargo Bank N.A.*, No. CV 12-06030 SI, 2013 WL 5441973, at *2 (N.D. Cal. Sept. 30, 2013) (quoting *Kamakana*, 447 F.3d at 1180, 1184). That kind of sealing request appears to be geared more towards hiding information that plaintiffs claim is evidence of wrongdoing from the public than hiding truly sensitive information.

The Court addresses each specific request to seal in the following table. While defendants' motion suggests that they seek sealing of Exhibits 65 and 81 to the Declaration of Matthew J. Murray in Support of Plaintiffs' Motion for Class Certification, *see* Dkt. Nos. 84-4, 84-10, neither of their declarations address these two documents, and the Court consequently denies the request to seal them. In light of the guidance provided in this order, the Court strikes the remaining pending motions to seal, *see* Dkt. Nos. 101, 106, 120, 128, 142, and orders defendants to refile a single motion by June 12, 2015, covering any remaining materials it believes are sealable given the standards set forth in this order. Any materials that defendants no longer believe are sealable should be filed in the public record at that time. With respect to the documents or portions of documents with respect to which the administrative motion to seal is denied, below, the party submitting the document must comply with Civil Local Rule 79-5(f)(3) and file revised redacted versions of the document within 7 days, or else the documents sought to be sealed will not be considered by the Court.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
			Denied. No good
			cause has been
			shown to seal
		This portion of Plaintiffs' Motion cites	information
		to and relies on confidential payroll	relating to the
		data, public disclosure would provide	number of
		competitors with a detailed account of	individuals
		Smith's internal operations. See Smith	employed by
1	2:8-9	Declaration, ¶ 9 (10:4-10:6).	Smith.
		This portion of Plaintiffs' Motion	Denied. Not only
		discusses confidential terms of the	has no good cause
		Franchise Agreement between Smith	been shown to seal
		and McDonald's USA; disclosure of	this material, but
	2:11-18; 3:3, 6-7	which would undermine McDonald's	both of the quotes

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			USA's ability to negotiate future franchise agreements and compete in	appear in a version of the McDonald's
3			the marketplace. See Vaghani	standard franchise
3			Declaration, ¶ 8 (12:13-14:10).	agreement that has
4				been publicly filed
5				in another case. <i>See</i> Dkt. No. 103-6.
6			This portion of Plaintiffs' Motion	
7			discusses the ISP and POS systems, proprietary hardware and software	
			applications developed by McDonald's	
8			specifically for use in running a	
9			McDonald's restaurant business. The	
			franchise agreement between	
10			McDonald's and the Smith's provides that McDonald's "own[s] all	Denied. No good
11			proprietary rights in and to the	cause has been
10			McDonald's system," and that required	shown to seal this
12			operations procedures and methods	information, which
13			"constitute confidential trade secrets."	relates to general
14			Information relating to POS and ISP functionality, along with the output of	requirements McDonald's
14			such systems (e.g., sales data, order	imposes on the
15			data, product mix, etc.), has commercial	Smith Family
16			value to competitors and would provide	Partnership,
			them with an unfair business advantage, including knowledge of how to imitate	general features of Smith's payroll
17			and/or duplicate the McDonald's	system, and
18			System. See Vaghani Declaration, ¶ 8	features of
10		3:19-26; 4:2-6; 4:13-14;	(14:11-15:21); Smith Declaration, ¶ 9	defendants' In-
19		5:3-11; 5:21-23	(10:7-10:18).	Store Processor.
20			This portion of the Plaintiffs' motion cites to and relies on confidential	Denied. No good cause has been
21			payroll data, this information is not	shown to seal the
			available to the public and could not be	results of plaintiffs'
22			recreated from publicly-available	expert analysis.
23			sources. Public disclosure would provide competitors with a detailed	The mere fact that this information is
			account of Smith's internal operations	not currently public
24		7:6, 8, 11-13, 17, FN10;	See Smith Declaration, ¶ 9 (10:18-	does not constitute
25		9:1-2, 4-5	11:1).	good cause.
26			This portion of Plaintiffs' Motion	Denied. Good
26			discusses the ISP and POS systems, proprietary hardware and software	cause has not been shown to seal what
27			applications developed by McDonald's	types of meal and
28		9:9-13	specifically for use in running a	rest breaks are

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			McDonald's restaurant business. The	flagged by
3			franchise agreement between McDonald's and the Smith's provides	defendants' In- Store Processor.
3			that McDonald's "own[s] all	Store Processor.
4			proprietary rights in and to the	
5			McDonald's system," and that required	
6			operations procedures and methods "constitute confidential trade secrets."	
6			Information relating to POS and ISP	
7			functionality, along with the output of	
8			such systems (e.g., sales data, order data, product mix, etc.), has commercial	
			value to competitors and would provide	
9			them with an unfair business advantage,	
10			including knowledge of how to imitate	
11			and/or duplicate the McDonald's System. <i>See</i> Vaghani Declaration, ¶ 8	
			(15:22-16:5).	
12				Denied. No good
13				cause has been shown to seal
14				information
			This portion of the Plaintiffs' Motion	relating to the
15			cites to and relies on confidential	number of
16			payroll data, this information is not available to the public and could not be	individuals employed by
17			recreated from publicly-available	Smith. The mere
			sources. Public disclosure would	fact that this
18			provide competitors with a detailed	information is not
19			account of Smith's internal operations. See Smith Declaration, ¶ 9 (10:18-	currently public does not constitute
20		10:15-16, FN18	11:1).	good cause.
			This portion of Plaintiffs' Motion	
21			discusses the ISP and POS systems, proprietary hardware and software	
22			applications developed by McDonald's	Denied. The
23			specifically for use in running a	information sought
23			McDonald's restaurant business. The franchise agreement between	to be sealed simply relates to the
24			McDonald's and the Smith's provides	format in which
25			that McDonald's "own[s] all	Smith transmitted
			proprietary rights in and to the	payroll data to its
26			McDonald's system," and that required operations procedures and methods	payroll vendor, and no good cause has
27			"constitute confidential trade secrets."	been shown to seal
28		13:22	Information relating to POS and ISP	it.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		functionality, along with the output of	
		-	
		_	
		System. See Smith Declaration, ¶ 9	
		(10:18-11:1).	
		This portion of Plaintiffs' Motion cites	
			Denied. No good
			cause has been
		<u> </u>	shown to seal these
		- · · · · · · · · · · · · · · · · · · ·	rough estimates of the number of
			alleged meal and
			rest break
	15:21; 16:7-8		violations.
		This portion of Plaintiffs' Motion	
		discusses the ISP and POS systems,	
		1 * *	
		1	
		_	
		proprietary rights in and to the	
		McDonald's system," and that required	
		operations procedures and methods	
			Denied. Good
			cause has not been
			shown to seal what
		them with an unfair business advantage,	types of meal and
		including knowledge of how to imitate	rest breaks are
		•	flagged by
	16 11 10	_ ·	defendants' In-
	16:11-12		Store Processor.
		<u> </u>	Denied. No good cause has been
			shown to seal this
			information. The
2	¶¶ 2-3 (1:9-15)	based on Smith payroll data and related	mere fact that the
		15:21; 16:7-8	functionality, along with the output of such systems (e.g., sales data, order data, product mix, etc.), has commercial value to competitors and would provide them with an unfair business advantage, including knowledge of how to imitate and/or duplicate the McDonald's System. See Smith Declaration, ¶ 9 (10:18-11:1). This portion of Plaintiffs' Motion cites to and relies on confidential payroll data, this information is not available to the public and could not be recreated from publicly-available sources. Public disclosure would provide competitors with a detailed account of Smith's internal operations See Smith Declaration, ¶ 9 (10:18-11:1). This portion of Plaintiffs' Motion discusses the ISP and POS systems, proprietary hardware and software applications developed by McDonald's specifically for use in running a McDonald's and the Smith's provides that McDonald's rostaurant business. The franchise agreement between McDonald's and the Smith's provides that McDonald's system," and that required operations procedures and methods "constitute confidential trade secrets." Information relating to POS and ISP functionality, along with the output of such systems (e.g., sales data, order data, product mix, etc.), has commercial value to competitors and would provide them with an unfair business advantage, including knowledge of how to imitate and/or duplicate the McDonald's System. See Vaghani Declaration, ¶ 8 (16:6-16:17). This portion of the Amissah-Aidoo declaration cites to and discusses the contents of confidential McDonald's reports generated exclusively for Smith

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	information relates to payroll data does not constitute good cause.
	¶¶ 4-5 (1:17-18, 20-24, 26-27)	This portion of the Amissah-Aidoo declaration cites to and discusses the contents of confidential McDonald's reports generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	Granted with respect to the names of the employees for privacy reasons, and otherwise denied.
	¶ 6 (2:1-4)	This portion of the Amissah-Aidoo declaration cites to and discusses the contents of a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	Denied. No good cause has been shown to seal this information. The mere fact that the information relates to payroll data does not constitute good cause.
	¶¶ 7-8 (2:9-10, 12-13, 15-16)	This portion of the Amissah-Aidoo declaration cites to and discusses the contents of confidential McDonald's reports generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	Granted with respect to the names of the employees for privacy reasons, and otherwise denied.
	¶ 9 (2:18-21)	This portion of the Amissah-Aidoo declaration cites to and discusses the contents of a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	Denied. No good cause has been shown to seal this information. The mere fact that the information relates to payroll data does not constitute good cause.
	¶ 10 (2:24-28)	This portion of the Amissah-Aidoo declaration cites to and discusses the contents of a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	Denied. No good cause has been shown to seal this information. The mere fact that the information relates to payroll data does not constitute good cause.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		declaration cites to and discusses the	respect to the
		contents of a confidential McDonald's	names of the
		report generated exclusively for Smith	employees for
		based on Smith payroll data and related	privacy reasons, and otherwise
		employee data. <i>See</i> Smith Declaration, ¶ 8 (9:15-9:19).	denied.
		0 (7.13-7.17).	Denied. No good
			cause has been
		This portion of the Amissah-Aidoo	shown to seal this
		declaration cites to and discusses the	information. The
		contents of a confidential McDonald's	mere fact that the
		report generated exclusively for Smith	information relates
		based on Smith payroll data and related	to payroll data does
		employee data. See Smith Declaration,	not constitute good
	¶ 13 (3:11-13)	¶ 8 (9:15-9:19).	cause.
			Granted with
			respect to the employee names
			and the IDs in the
			second column for
			privacy reasons,
			and otherwise
		Exhibit A to the Amissah-Aidoo	denied. The mere
		declaration is a confidential	fact that the
		McDonald's report generated	information relates
		exclusively for Smith based on Smith	to payroll data does
	Employee Data	payroll data and related employee data.	not constitute good
3	Generated by Report	See Smith Declaration, ¶ 7 (8:14-9:5).	cause.
			Granted with
			respect to the employee names
			and the IDs in the
			first column for
			privacy reasons,
			and otherwise
		Exhibit B to the Amissah-Aidoo	denied. The mere
		declaration is a confidential	fact that the
		McDonald's report generated	information relates
	Employee Data &	exclusively for Smith based on Smith	to payroll data does
4	Analysis Generated by	payroll data and related employee data.	not constitute good
4	Report	See Smith Declaration ¶ 7 (9:6-9:14). Exhibit C to the Amissah-Aidoo	cause. Granted with
		declaration is a confidential	respect to the
		McDonald's report generated	employee names
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	Employee Data	exclusively for Smith based on Smith	and the IDs in the

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		See Smith Declaration ¶ 7 (8:14-9:5).	privacy reasons,
			and otherwise
			denied. The mere
			fact that the
			information relates
			to payroll data does
			not constitute good
			cause.
			Granted with
			respect to the
			employee names
			and the IDs in the
			first column for
			privacy reasons,
			and otherwise
		Exhibit D to the Amissah-Aidoo	denied. The mere
		declaration is a confidential	fact that the
		McDonald's report generated	information relates
	Employee Data &	exclusively for Smith based on Smith	to payroll data doe
	Analysis Generated by	payroll data and related employee data.	not constitute good
6	Report	See Smith Declaration ¶ 7 (9:6-9:14).	cause.
			Granted with
			respect to the
			employee names
			and the IDs in the
			second column for
			privacy reasons,
			and otherwise
		Exhibit E to the Amissah-Aidoo	denied. The mere
		declaration is a confidential	fact that the
		McDonald's report generated	information relates
		exclusively for Smith based on Smith	to payroll data doe
7	Employee Data	payroll data and related employee data.	not constitute good
7	Generated by Report	See Smith Declaration ¶ 7 (8:14-9:5).	cause. Denied. The mere
		Exhibit F to the Amissah-Aidoo	
		declaration is a confidential	fact that the
	Employee Date 0-	McDonald's report generated	information relates
	Employee Data &	exclusively for Smith based on Smith	to payroll data doe
8	Analysis Generated by	payroll data and related employee data.	not constitute good
0	Report	See Smith Declaration ¶ 7 (9:6-9:14).	cause.
	TT 7 15 (2.21 22 24 25	This portion of the Breshears	Denied. The mere fact that defendant
	¶¶ 7-15 (2:21-22, 24-25, 2:27 2:1 EN: 22:4 6 11:	Declaration cites to and relies on	
	2:27-3:1, FN; 23:4, 6, 11; EN3: 3:12, 16, 18; EN4:	confidential payroll data, this	have designated this information
	FN3; 3:12, 16-18; FN4;	information is not available to the	confidential and
0	FN5; 4:5-7, 9-11; 4:18-	public and could not be recreated from	
9	19, 21-22; FN5; FN7)	publicly-available sources. See Smith	that it is not

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		Declaration ¶ 11 (11:2-11:6).	currently public
			does not constitute
			good cause.
			Denied. The mere
			fact that defendants
		This portion of the Breshears Declaration cites to and relies on	have designated this information
		confidential payroll data, this	confidential and
		information is not available to the	that it is not
		public and could not be recreated from	currently public
		publicly-available sources. See Smith	does not constitute
	¶ 16 (5:3-7; FN 8)	Declaration, ¶ 11 (11:2-11:6).	good cause.
			Denied. The mere
			fact that defendants
		This portion of the Breshears	have designated
		Declaration cites to and relies on	this information
		confidential payroll data, this	confidential and
		information is not available to the	that it is not
	© 17 (5.11 15, EN10	public and could not be recreated from	currently public does not constitute
	¶ 17 (5:11-15; FN10, FN11, FN12)	publicly-available sources. <i>See</i> Smith Declaration, ¶ 11 (11:2-11:6).	good cause.
	11111, 11112)	Declaration, ¶ 11 (11.2-11.0).	Denied. The mere
			fact that defendants
		This portion of the Breshears	have designated
		Declaration cites to and relies on	this information
		confidential payroll data, this	confidential and
		information is not available to the	that it is not
		public and could not be recreated from	currently public
		publicly-available sources. See Smith	does not constitute
	¶ 18 (5:19-20)	Declaration, ¶ 11 (11:2-11:6).	good cause.
			Denied. The mere
		This portion of the Dreshauer	fact that defendants
		This portion of the Breshears Declaration cites to and relies on	have designated this information
		confidential payroll data, this	confidential and
		information is not available to the	that it is not
		public and could not be recreated from	currently public
	¶¶ 20-21 (6:9-11, 14-15;	publicly-available sources. See Smith	does not constitute
	FN14; FN15)	Declaration, ¶ 11 (11:2-11:6).	good cause.
		This portion of the Breshears	Denied. The mere
		Declaration cites to and relies on	fact that defendants
		confidential payroll data, this	have designated
		information is not available to the	this information
	SET 00 05 (6 00 04	public and could not be recreated from	confidential and
	¶¶ 22-25 (6:20-24;	publicly-available sources. See Smith	that it is not
	FN16; 7:3, 5-6, 8-10, 13)	Declaration, ¶ 11 (11:2-11:6).	currently public

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
	Scarca		does not constitute
			good cause.
			Denied. The mere
			fact that defendants
		This portion of the Breshears	have designated
		Declaration cites to and relies on	this information
		confidential payroll data, this	confidential and
		information is not available to the	that it is not
	¶¶ 26-30 (7:20-22; 8:2-5,	public and could not be recreated from	currently public
	7-23; FN17, FN18; 8:24	publicly-available sources. See Smith	does not constitute
	-9:1-2, 5, 7-8)	Declaration, ¶ 11 (11:2-11:6).	good cause.
	¶¶ 33-47 (10:1-3, 7-10,		
	12-19, 22-23, 26; 11:1, 6,		
	8-11, 13, 16, 25; FN 20;		
	FN 23; 12:1, 5-8; FN24;		
	FN25; 12:10-13; FN26;		
	FN27; 12:15-17; FN28;		
	FN29; 12:20-21)		
	ATT 51 64 (10.16.10.01		
	¶¶ 51-64 (13:16-19, 21-		
	24, 26; 14:1-11, 13-21, 24, 26, FN31, 15:1, 6, 9-		
	11, 13, 15, 18, 20, 23,		
	FN33)		
	11(33)		Denied. The mere
	¶¶ 66-71 (16:4, 6-7, 9-12,		fact that defendants
	14-17, 19-20, 21-22,	This portion of the Breshears	have designated
	FN34, FN35, FN36,	Declaration cites to and relies on	this information
	FN37, FN38, FN39,	confidential payroll data, this	confidential and
	FN40, FN41; 17:1-2, 4-	information is not available to the	that it is not
	12, 14, 16-18, FN42,	public and could not be recreated from	currently public
	FN43, FN44, FN45,	publicly-available sources. See Smith	does not constitute
	FN46)	Declaration, ¶ 11 (11:2-11:6).	good cause.
			Denied. The mere
		This portion of the Breshears	fact that defendants
		Declaration cites to and summarizes	have designated
		confidential payroll data and related	this information
		employee data, this information is not	confidential and
		available to the public and could not be	that it is not
		recreated from publicly-available	currently public
	674 (D. 10 C)	sources. See Smith Declaration, ¶ 11	does not constitute
	¶74 (Page 18, Chart)	(11:2-11:6).	good cause.
		This portion of the Drogin Declaration	Denied. The mere
	TO (40 10) T11 (51 4)	cites to and summarizes confidential	fact that defendants
0	$\P 9 (4:9-12); \P 11 (5:1-4);$	payroll data and related employee data,	have designated
.0	Appendix 2	this information is not available to the	this information

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
			that it is confidential. <i>See</i> Dkt. No. 103-5.
		This portion of the Michael Smith Deposition Transcript discusses details and confidential terms of the franchise agreements between Smith and	Denied. No good cause has been
		McDonald's USA, including specific fee arrangements between Smith and McDonald's USA, disclosure of which	shown to seal this information generally
		would undermine McDonald's USA's ability to negotiate future franchise	concerning to the relationship
	117.0.121.25	agreements and compete in the marketplace. <i>See</i> Vaghani Declaration,	between McDonald's and
	117:9-121:25	¶ 7 (10:20-11:7). This portion of the Michael Smith	Smith.
		Deposition Transcript discusses the functionality of ISP and POS systems, proprietary hardware and software	
		applications developed by McDonald's specifically for use in running a	
		McDonald's restaurant business, and reports generated through these	
		systems. The franchise agreement between McDonald's and the Smith's	
		provides that McDonald's "own[s] all proprietary rights in and to the	
		McDonald's system," and that required operations procedures and methods	
		"constitute confidential trade secrets." Information relating to POS and ISP	
		functionality, along with the output of such systems (e.g., sales data, order	Denied. The
		data, product mix, etc.), has commercial value to competitors and would provide them with an unfair business adventors	declarations' claims of
		them with an unfair business advantage, including knowledge of how to imitate and/or duplicate the McDonald's	competitive harm from the disclosure of this information
	133:1-15; 137:13-25;	System. See Vaghani Declaration, ¶ 7 (11:8-11:22); Smith Declaration, ¶ 6	are conclusory, and do not constitute
	159:1-162:8	(7:13-7:20). This portion of the Guadalupe Ortega	good cause. Granted for
		Deposition Transcript discusses the functionality of ISP and POS systems,	privacy reasons with respect to the
12	132:25 – 139:25	proprietary hardware and software applications developed by McDonald's	name at 139:18, 23, and otherwise

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			specifically for use in running a	denied. No good
_			McDonald's restaurant business, and	cause has been
3			the contents of reports generated	shown to seal this
4			through these systems. The franchise	information, and
4			agreement between McDonald's and	the request is not
5			the Smith's provides that McDonald's	narrowly tailored.
			"own[s] all proprietary rights in and to	In addition, to the
6			the McDonald's system," and that	extent defendants
7			required operations procedures and methods "constitute confidential trade	move to seal other
/			secrets." Information relating to POS	portions of the Ortega deposition
8			and ISP functionality, along with the	transcript not
			output of such systems (e.g., sales data,	included in their
9			order data, product mix, etc.), has	proposed order,
10			commercial value to competitors and	see, e.g., Dkt. 100-
10			would provide them with an unfair	2 ¶ 6, at 7:13-22,
11			business advantage, including	that request is
10			knowledge of how to imitate and/or	denied.
12			duplicate the McDonald's System. See	
13			Vaghani Declaration, ¶ 7 (11:23-12:7).	
			This portion of the Smith Interrogatory	
14			Responses lists the names of Smith	
15			employees, their job titles and, in some	
13			instances, their dates of employment. These individuals are not parties to this	
16			lawsuit and have not consented to the	
17		Response to Special	public disclosure of their employment	
1 /		Interrogatory No. 2 (2:19	information. See Smith Declaration, ¶ 5	Granted for
18	13	-2:26; 3:4 - 5:20)	(2:13-3:4).	privacy reasons.
10			This portion of the Smith Interrogatory	
19			Responses discusses in detail the	
20			functionality of the ISP and POS	
			systems, proprietary hardware and	
21			software applications developed by McDonald's specifically for use in	
22			running a McDonald's restaurant	
			business. The franchise agreement	
23			between McDonald's and the Smith's	Denied. No good
24			provides that McDonald's "own[s] all	cause has been
∠4			proprietary rights in and to the	shown to seal
25			McDonald's system," and that required	general
26			operations procedures and methods	functionality of
26		Despense to Special	"constitute confidential trade secrets."	defendants' Point of Sale and In-
27		Response to Special Interrogatory No. 3 (6:4	Information relating to POS and ISP functionality, along with the output of	Store Processor
		- 6:19)	such systems (e.g., sales data, order	systems.
28		1/	1	- y

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		data, product mix, etc.), has commercial	•
		value to competitors and would provide	
		them with an unfair business advantage,	
		including knowledge of how to imitate	
		and/or duplicate the McDonald's	
		System. See Smith Declaration, ¶ 5	
		(2:13-3:4).	
		This portion of the Smith Interrogatory	
		Responses discusses in detail the	
		functionality of the ISP system and a	
		specific report. The franchise	
		agreement between McDonald's and	
		the Smith's provides that McDonald's	
		"own[s] all proprietary rights in and to	
		the McDonald's system," and that	
		required operations procedures and	
		methods "constitute confidential trade	
		secrets." Information relating to POS	
		and ISP functionality, along with the	Denied. No good
		output of such systems (e.g., sales data,	cause has been
		order data, product mix, etc.), has	shown to seal
		commercial value to competitors and	general
		would provide them with an unfair	functionality of
		business advantage, including	defendants' Point
	Response to Special	knowledge of how to imitate and/or	of Sale and In-
	Interrogatory No. 5 (7:17	duplicate the McDonald's System. See	Store Processor
	-7:21)	Smith Declaration, ¶ 5 (2:13-3:4).	systems.
		This portion of the Smith Interrogatory	
		Responses discusses in detail the	
		functionality of the ISP system. The	
		franchise agreement between	
		McDonald's and the Smith's provides	
		that McDonald's "own[s] all	
		proprietary rights in and to the	
		McDonald's system," and that required	
		operations procedures and methods	
		"constitute confidential trade secrets."	
		Information relating to POS and ISP	Denied. No good
		functionality, along with the output of	cause has been
		such systems (e.g., sales data, order	shown to seal
		data, product mix, etc.), has commercial	general
		value to competitors and would provide	functionality of
		them with an unfair business advantage,	defendants' Point
	Response to Special	including knowledge of how to imitate	of Sale and In-
	Interrogatory No. 7 (8:13	and/or duplicate the McDonald's	Store Processor
	-8:16)	System. See Smith Declaration, ¶ 5	systems.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		(2:13-3:4).	•
	Response to Special Interrogatory No. 10	This portion of the Smith Interrogatory Responses lists the names of both Smith and McDonald's employees, and in many instances, their job titles. These individuals are not parties to this lawsuit and have not consented to the public disclosure of their employment	
	(10:10 – 10:18; 10:20 –	information. See Smith Declaration, ¶ 5	Granted for
	13:7; 13:14 – 13:17)	(2:13-3:4).	privacy reasons.
		Exhibit A to the Smith Interrogatory Responses lists Smith employee names, positions, dates of hire and wage rates. These individuals are not parties to this lawsuit and have not consented to the public disclosure of their personal information related to their employment with Smith. See Smith Declaration, ¶ 5	Granted for privacy reasons with respect to the names and employee number columns, and
	Exhibit A (in its entirety)	(2:13-3:4).	otherwise denied .
	Exhibit II (iii its entirety)	(2.13 3.1).	Denied. No good cause has been shown to seal
		This portion of McDonald's USA's	general information
		Interrogatory Responses summarizes in detail the terms included in the	regarding McDonald's USA's
		franchise agreements between Smith	responsibilities
		and McDonald's USA, disclosure of which would undermine McDonald's	with respect to Smith. No
	Response to	USA's ability to negotiate future franchise agreements and compete in	concrete evidence of potential
14	Interrogatory No. 2 (8:3-12)	the marketplace. <i>See</i> Vaghani Declaration, ¶ 6 (3:9-3:28).	competitive harm has been provided.
17	12)	Declaration, 0 (3.7-3.20).	Denied. No good
		This portion of McDonald's USA's Interrogatory Responses summarizes in	cause has been shown to seal
		detail the terms included in the	general information
		franchise agreements between Smith and McDonald's USA and the benefits	regarding services McDonald's
		provided to Smith as a McDonald's	provides with
	Response to	USA franchisee, disclosure of which would undermine McDonald's USA's	respect to Smith. No concrete
	Interrogatory No. 5	ability to negotiate future franchise	evidence of
	(11:18 – 12:7); Response	agreements and compete in the	potential
	to Interrogatory No. 6 (12:25 – 13:14)	marketplace. <i>See</i> Vaghani Declaration, ¶ 6 (3:9-3:28).	competitive harm has been provided.
	Response to	This portion of McDonald's USA's	Denied. No good

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2		Interrogatory No. 7	Interrogatory Responses discusses in	cause has been
2		(14:11 – 15:1; 15:3 –	detail the functionality of the POS, ISP	shown to seal
3		15:27)	and R2D2 software and the reports generated by these tools, including	general information regarding the
4			specific reports received by Smith.	relationship
5			The franchise agreement between	between
3			McDonald's and the Smith's provides	McDonald's and
6			that McDonald's "own[s] all	Smith and the tools
7			proprietary rights in and to the McDonald's system," and that required	provided by McDonald's.
			operations procedures and methods	11102 011010 01
8			"constitute confidential trade secrets."	
9			Information relating to POS and ISP	
			functionality, along with the output of such systems (e.g., sales data, order	
10			data, product mix, etc.), has commercial	
11			value to competitors and would provide	
12			them with an unfair business advantage,	
12			including knowledge of how to imitate	
13			and/or duplicate the McDonald's System. This portion further discusses	
14			confidential terms on the franchise	
			agreement with Smith and the contents	
15			of tools offered to Smith pursuant to its	
16			franchise relationship with McDonald's	
			USA. See Vaghani Declaration, ¶ 6 (3:9-3:28).	
17			Exhibit 5 to the Murray Declaration, the	
18			VES Crew Rules and Regulations,	
19			includes the name of a Smith employee	
19			and her title. This individual is not a	
20			party to this lawsuit and has not consented to the public disclosure of	Granted for
21			her employment information. This	privacy reasons
			document further contains the personal	with respect to the
22			telephone number of Michael Smith,	name of the Smith
23		Individual Names and	who has not consented to the disclosure of this information. <i>See</i> Smith	employee and Michael Smith's
	15	Phone Numbers	Declaration, ¶ 5 (3:4-3:8).	telephone number.
24			Exhibit 45 to the Murray Declaration is	Denied. This
25			the People Practices section of the	request is not
26		Entire Document	Operations and Training Manual. The	"narrowly tailored
20		Excluding Cover Page, Confidentiality	franchise agreement specifically grants Smith access to business manuals, such	to seek sealing only of sealable
27		Disclaimers and Table of	as this document, with detailed	material." See
28	16	Contents/Headers	information, including operational	Civil L.R. 79-5(b).
20				

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			procedures, methods of inventory	
_			control, business practices and policies	
3			and advertising policies for	
4			informational purposes. Disclosure of	
7			the information contained in this	
5			document would provide competitors of McDonald's and Smith a detailed	
			account of McDonald's business	
6			strategies, policies, and practices that	
7			are available only to McDonald's	
			employees and McDonald's	
8			franchisees, who have paid fees to	
9			obtain these materials as a unique and	
			valuable benefit of their franchise	
10			relationship with McDonald's. See	
			Vaghani Declaration, ¶ 6 (4:1-4:22).	
11			Exhibit 46 to the Murray Declaration is	
12			a report generated exclusively for Smith	
12			based on Smith payroll data and related	
13			employee data. The contents,	
1.4			information and analysis provided in this report are derived from Smith	
14			employee data and have commercial	Granted for
15			value to competitors and would provide	privacy reasons
			them with an unfair business advantage,	with respect to the
16			including knowledge of how to imitate	names and
17		Employee Data &	and/or duplicate the McDonald's	employee number
1,		Analysis Generated by	System. See Smith Declaration, ¶5 (3:8-	columns, and
18	17	Report	3:16).	otherwise denied .
19			Exhibit 48 to the Murray Declaration	
19			describes in detail procedures and	D • 1 m:
20			information in connection with the use	Denied. This
			of the ISP software, disclosure would risk the likelihood that competitors will	request is not "narrowly tailored
21			reap the benefits of this document	to seek sealing only
22			without incurring the administrative	of sealable
			costs of development. The franchise	material." See
23			agreement between McDonald's and	Civil L.R. 79-5(b).
24			the Smith's provides that McDonald's	Good cause has not
∠ 4			"own[s] all proprietary rights in and to	been shown to seal
25			the McDonald's system." Information	numerous portions
2.			relating to POS and ISP functionality,	of this document
26			along with the output of such systems	for example,
27			(e.g., sales data, order data, product	general information
	18	Entire Document	mix, etc.), has commercial value to competitors and would provide them	on how to use the In-Store Processor.
28	10	Entire Document	compeniors and would provide mem	III-Store I locessor.

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			with an unfair business advantage,	
			including knowledge of how to imitate	
3			and/or duplicate the McDonald's	
4			System. This portion further discusses	
4			confidential terms on the franchise	
5			agreement with Smith and the contents	
			of tools offered to Smith pursuant to its	
6			franchise relationship with McDonald's	
7			USA. See Vaghani Declaration, ¶ 6	
/			(4:23-5:13).	
8			Exhibit 52 to the Murray Declaration is a Business Review Report containing	
			specifics on Smith business operations	
9			and suggested guidance from	Granted.
10			McDonald's USA as how to maximize	Although the Smith
10			profits. Disclosure of the information	declaration does
11			contained in this document would	not provide
			provide competitors of the McDonald's	specificity as to the
12			Defendants a strategic and unfair	competitive harm
13			business advantage by allowing	defendants might
13			competitors a detailed and firsthand	suffer from public
14			account of the key business strategies	disclosure of this
			and profit-driving factors considered	information, the
15			and offered as optional guidance	information
1.6			exclusively to franchisees of	appears to be of the
16		Substantive information	McDonald's USA during the interactive	type that might be
17		in Table of Contents and	business review process. See Smith	exploitable by
	19	pgs. 1-25	Declaration, ¶ 5 (3:16-4:6).	competitors.
18			Exhibit 53 to the Murray Declaration is	
19			a communication between McDonald's	
19			USA and Smith contains specifics on	
20			Smith business operations and	Granted.
			suggested guidance from McDonald's	Although the Smith declaration does
21			USA as how to maximize profits. Disclosure of the information contained	not provide
22			in this document would provide	specificity as to the
22			competitors of the McDonald's	competitive harm
23			Defendants a strategic and unfair	defendants might
			business advantage by allowing	suffer from public
24			competitors a detailed and firsthand	disclosure of this
25			account of the key business strategies	information, the
23			and profit-driving factors considered	information
26			and offered as optional guidance	appears to be of the
			exclusively to franchisees of	type that might be
27		Substantive information	McDonald's USA during the interactive	exploitable by
28	20	in pgs. 1-4	business review process. See Vaghani	competitors.
28			1 0	I

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
		Declaration, ¶ 6 (5:14-5:28).	•
21	Employee Data Generated by Report	Exhibit 54 to the Murray Declaration is a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 5 (4:7-4:15).	Granted for privacy reasons with respect to the names and employee number columns, and otherwise denied.
22	Employee Data Generated by Report	Exhibit 55 to the Murray Declaration is a spreadsheet of Smith employee data, including employee names, ID numbers, dates and hours of employment. These individuals are not parties to this lawsuit and have not consented to the public disclosure of their employment information. <i>See</i> Smith Declaration, ¶ 5 (4:16-4:20).	Granted for privacy reasons with respect to the names and badge number columns, and otherwise denied.
23	Employee Data Generated by Report	Exhibit 56 to the Murray Declaration is a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 5 (4:7-4:15).	Granted for privacy reasons with respect to the names and employee number columns, and otherwise denied.
24	Employee Data Generated by Report	Exhibit 57 to the Murray Declaration is a confidential McDonald's report generated exclusively for Smith based on Smith payroll data and related employee data. <i>See</i> Smith Declaration, ¶ 5 (5:1-5:7).	Granted for privacy reasons with respect to the names and employee number columns, and otherwise denied.
		Exhibit 58 to the Murray Declaration is a spreadsheet of Smith employee data, including employee names, rates of pay, dates and hours of employment. These individuals are not parties to this lawsuit and have not consented to the public disclosure of their employment information. Furthermore, this spreadsheet contains wage rates, earnings amounts and check numbers. Public disclosure of this information	Granted for
25	Employee Data Generated by Report	Public disclosure of this information grants competitors of Smith an unfair advantage by providing insight into Smith's wage structure. <i>See</i> Smith Declaration, ¶ 5 (5:7-5:13).	granted for privacy reasons with respect to the name column, and otherwise denied.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
26	Employee Data Generated by Report	Exhibit 59 to the Murray Declaration is a spreadsheet of Smith employee wage history, including employee names, rates of pay, dates and hours of employment. These individuals are not parties to this lawsuit and have not consented to the public disclosure of their employment information. Furthermore, this spreadsheet includes pay rates, earnings amounts and check numbers. Public disclosure of this information grants competitors of Smith an unfair advantage by providing insight into Smith's wage structure. <i>See</i> Smith Declaration, ¶ 5 (5:13-5:19).	Granted for privacy reasons with respect to the names and employee number columns, and otherwise denied.
27	Entire Document	Exhibit 60 to the Murray Declaration is the 800 Market Street Franchise Agreement, disclosure of this document would undermine McDonald's USA's ability to negotiate future franchise agreements and compete in the marketplace. <i>See</i> Smith Declaration, ¶ 5 (5:20-6:6).	Denied. The standard agreement on which this document was based was filed in the public docket is another case. See Wilson v. McDonald's Corp. No. 5:14-cv-11082 JCO-MJH (E.D. Mich.), ECF. No. 45-14, available at Dkt. No. 103-6. Defendants have not shown good cause to seal this particular version of the agreement.
21		Exhibit 61 to the Murray Declaration is the 6623 San Pablo Franchise Agreement, disclosure of this document would undermine McDonald's USA's ability to negotiate future franchise agreements and compete in the marketplace. See Vaghani Declaration,	Denied. The standard agreement on which this document was based was filed in the public docket another case. See Wilson v. McDonald's Corp No. 5:14-cv-11082 JCO-MJH (E.D.
28	Entire Document	¶ 6 (6:1-6:13).	Mich.), ECF. No.

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
			45-14, available a
			Dkt. No. 103-6.
			Defendants have
			not shown good
			cause to seal this
			particular version
			of the agreement.
			Denied. The
			standard agreemen
			on which this
			document was
			based was filed in
			the public docket
			another case. See
			Wilson v.
			McDonald's Corp
			No. 5:14-cv-1108
		Exhibit 62 to the Manney Declaration is	JCO-MJH (E.D.
		Exhibit 62 to the Murray Declaration is	Mich.), ECF. No.
		the 2301 MacDonald Ave Franchise	45-14, <i>available o</i> Dkt. No. 103-6.
		Agreement, disclosure of this document would undermine McDonald's USA's	Defendants have
		ability to negotiate future franchise	not shown good cause to seal this
		agreements and compete in the	
29	Entire Document	marketplace. <i>See</i> Vaghani Declaration, ¶ 6 (6:1-6:13).	particular version of the agreement.
<u> </u>	Entire Bocument	0 (0.1-0.1 <i>3</i>).	Denied. The
			standard agreemen
			on which this
			document was
			based was filed in
			the public docket
			another case. See
			Wilson v.
			McDonald's Corp
			No. 5:14-cv-1108
			JCO-MJH (E.D.
		Exhibit 63 to the Murray Declaration is	Mich.), ECF. No.
		the 4514 Telegraph Ave Franchise	45-14, available d
		Agreement, disclosure of this document	Dkt. No. 103-6.
		would undermine McDonald's USA's	Defendants have
		ability to negotiate future franchise	not shown good
		agreements and compete in the	cause to seal this
		marketplace. See Vaghani Declaration,	particular version
30	Entire Document	¶ 6 (6:1-6:13).	of the agreement.
31	Entire Document	Exhibit 64 to the Murray Declaration is	Denied. The

1	Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
2			the 1330 Jackson Street Franchise	standard agreement
			Agreement, disclosure of this document	on which this
3			would undermine McDonald's USA's	document was
4			ability to negotiate future franchise	based was filed in
4			agreements and compete in the	the public docket in
5			marketplace. See Vaghani Declaration,	another case. See
			¶ 6 (6:1-6:13).	Wilson v.
6				McDonald's Corp.,
7				No. 5:14-cv-11082-
7				JCO-MJH (E.D. Mich.), ECF. No.
8				45-14, available at
				Dkt. No. 103-6.
9				Defendants have
10				not shown good
10				cause to seal this
11				particular version
				of the agreement.
12			Portions of Exhibit 66 to the Murray	Granted for
13			Declaration contains specific	privacy reasons
13			information on training tools offered to	with respect to
14			Smith in improving the operations of its	individual email
1.5			restaurant and the frequency with which	addresses, but
15			Smith takes advantage of these tools.	otherwise denied .
16			Public disclosure of this information	No particularized
			would put Smith and McDonald's at a	showing of
17	32	Portions of Pgs. 1-2	competitive disadvantage. <i>See</i> Vaghani Declaration, ¶ 7 (6:1-6:21).	competitive harm has been made.
18	32	Tortions of Fgs. 1-2	Deciaration, 1 (0.1-0.21).	Granted for
10				privacy reasons
19				with respect to the
20				names and ID
20				numbers, and
21				otherwise denied.
			Exhibit 67 to the Murray Declaration is	The mere fact that
22			a report containing commercially	the information has
23			sensitive information made available	been made
23			exclusively to franchisees of	available
24			McDonald's USA in furtherance of confidential business strategies. This	exclusively to franchisees does
25			document is a tool to be used by	not constitute good
25			franchisees as an optional resource in	cause to seal it, and
26			developing scheduling practices and	the allegations of
			staffing practices and is unique to the	competitive harm
27			McDonald's restaurant business. See	are too conclusory
28	33	Entire Document	Vaghani Declaration, ¶ 6 (8:24-9:11).	to constitute good
20				

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial o Request
			cause to seal.
			Denied with
			respect to the
			portion attached at Dkt. No. 92-10.
		Exhibit 70 to the Murray Declaration	The mere fact that
		contains specific information on	the information has
		training tools offered to Smith in	been made
		improving the operations of its	available
		restaurant and the frequency with which	exclusively to
		Smith takes advantage of these tools.	franchisees does
		See Vaghani Declaration, ¶ 6 (8:11-	not constitute good
34	Entire Document	8:23).	cause to seal it.
			Granted.
			Although the Smit
			declaration does
			not provide
		Estitica 71 to the Manner Destantion is	specificity as to th
		Exhibit 71 to the Murray Declaration is	competitive harm
		a confidential report containing detailed sales data and related information	defendants might suffer from public
		regarding the daily operations of a	disclosure of this
		Smith restaurant. The information in	information, the
		this report (e.g., sales data, order data,	information
		transaction time, etc.), has commercial	appears to be of th
	Restaurant Operations	value to competitors and would provide	type that might be
	Data Generated by	them with an unfair business advantage.	exploitable by
35	Report	See Smith Declaration, ¶ 5 (6:7-6:13).	competitors.
			Granted for
			privacy reasons
			with respect to the
			names and ID
			numbers, and
			otherwise denied. The fact that a
			report was
		Exhibit 73 to the Murray Declaration is	generated
		a confidential report generated	exclusively for
		exclusively for Smith based on Smith	Smith does not
	Employee Data	payroll data and related employee data.	constitute good
36	Generated by Report	See Smith Declaration, ¶ 5 (5:1-5:7).	cause.
	, 1	Exhibit 82 to the Murray Declaration	Denied.
		contains a specific list of training	Defendants have
		curriculum made available exclusively	not made a
		to franchisees of McDonald's USA.	particularized
37	Entire Document	The McDonald's Defendants have	showing that they

Tab	Exact Portions to be Sealed	Particularized Reason for Sealing	Grant or Denial of Request
	Sealed	expended substantial time, effort and resources to develop this curriculum. Disclosure of the information contained in this document would provide competitors of McDonald's and Smith a detailed account of McDonald's business strategies, policies, and practices that are available only to McDonald's employees and McDonald's franchisees, who have paid fees to obtain these materials as a unique and valuable benefit of their	Request will suffer competitive harm if their competitors are aware of the general topics that form part of their restaurant management curriculum.
		franchise relationship with McDonald's. <i>See</i> Vaghani Declaration, ¶ 6 (8:24-9:11).	

IT IS SO ORDERED.

Dated: June 5, 2015

JAMES TONATO United states District Judge