

1 RICHARD L. GALLAGHER (CSB # 208714)  
*richard.gallagher@ropesgray.com*  
2 ANNE JOHNSON PALMER (CSB # 302235)  
*anne.johnsonpalmer@ropesgray.com*  
3 MATTHEW A. TOLVE (CSB # 267334)  
*matthew.tolve@ropesgray.com*  
4 ROPES & GRAY LLP  
Three Embarcadero Center  
5 San Francisco, CA 94111-4006  
Tel: (415) 315-6300  
6 Fax: (415) 315-6350

7 Attorneys for Defendants  
8  
9

10 UNITED STATES DISTRICT COURT  
11 NORTHERN DISTRICT OF CALIFORNIA  
12 SAN JOSE DIVISION

13  
14 HOWARD WELGUS, Individually and  
15 on Behalf of All Others Similarly Situated,  
16 Plaintiff,  
17 v.  
18 TRINET GROUP, INC., BURTON M.  
19 GOLDFIELD and WILLIAM PORTER  
20 Defendants.  
21  
22  
23

Case No. 5:15-cv-03625-BLF  
CLASS ACTION  
**STIPULATION AND ~~PROPOSED~~  
ORDER CONCERNING SCHEDULING  
OF PLAINTIFF'S AMENDED  
COMPLAINT, DEFENDANTS'  
RESPONSE THERETO, AND INITIAL  
CASE MANAGEMENT CONFERENCE**

24  
25  
26  
27  
28

1 Pursuant to Civil Local Rules 16-2 and 7-12, Plaintiff Howard Welgus and Defendants  
2 TriNet Group, Inc., Burton Goldfield, and William Porter hereby agree and stipulate that good  
3 cause exists to request an order from the Court extending Defendants' time to respond to the  
4 complaint, rescheduling the Initial Case Management Conference currently set for December  
5 10, 2015 pursuant to this Court's August 7, 2015 Order Setting Initial Case Management  
6 Conference and ADR Deadlines (Dkt. 5), and adjusting the related deadlines set forth therein.

7 **RECITALS**

8 WHEREAS, the above-captioned putative federal securities class action was filed on  
9 August 7, 2015 by Plaintiff Howard Welgus, individually and on behalf of all others similarly  
10 situated, against Defendants TriNet Group, Inc. ("TriNet"), Burton Goldfield, and William  
11 Porter;

12 WHEREAS, Defendants have been served with the summons and complaint in this  
13 action or, in the case of Defendant Goldfield, agreed to waive service of the summons;

14 WHEREAS, because the claims in this action arise under the Securities Exchange Act of  
15 1934 ("Exchange Act") (*i.e.*, Chapter 2B of title 15, U.S.C.) and this action "is brought as a  
16 plaintiff class action pursuant to the federal Rules of Civil Procedure" (15 U.S.C. § 78u4(a)(1)),  
17 Section 21D of the Exchange Act (15 U.S.C. § 78u-4) applies, including its provisions  
18 governing the appointment of the lead plaintiff and its counsel, which are set forth in Section  
19 21D(a)(3);

20 WHEREAS, Title 15, Section 78u-4(a)(3)(A)-(B), of the United States Code provides  
21 that (i) not later than twenty (20) days after the date on which the first complaint is filed the  
22 plaintiff shall publish a notice advising members of the purported plaintiff class "of the  
23 pendency of the action, the claims asserted therein, and the purported class period"; (ii) not later  
24 than sixty (60) days after the date on which the notice is published any member of the purported  
25 class may move the court to serve as lead plaintiff; and (iii) not later than ninety (90) days after  
26 the date on which a notice is published the Court shall appoint the "most adequate plaintiff" as  
27 lead plaintiff for the class;

28

1           WHEREAS, on August 7, 2015, counsel for Plaintiff caused such notice to be published,  
2 pursuant to 15 U.S.C. § 78u-4(a)(3)(A)(i)(I-II), which noticed was subsequently filed with the  
3 Court on August 24, 2015, *see* Dkt. No. 7;

4           WHEREAS, any member of the putative class may move the Court to serve as lead  
5 plaintiff no later than October 6, 2015, pursuant to 15 U.S.C. § 78u-4(a)(3)(A)-(B) and Civil  
6 L.R. 23-1(b);

7           WHEREAS, pursuant to the Court's August 7, 2015 Order Setting Initial Case  
8 Management Conference and ADR Deadlines, an initial case management conference is  
9 scheduled for December 10, 2015, and associated deadlines have been scheduled pertaining to  
10 the submission of a Rule 26(f) report and joint case management statement, and to certain ADR  
11 requirements, in accord with the Federal Rules of Civil Procedure and the Court's local rules;

12           WHEREAS, in order to avoid the unnecessary expenditure of effort by the parties and  
13 the Court prior to the appointment of lead plaintiff and the filing of an amended complaint, the  
14 parties have agreed, subject to the Court's approval, below;

15           NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED THAT:

16           1. Defendants need not answer, move, or otherwise respond to the Complaint in this  
17 action or any related, subsequently filed actions transferred to this Court until a date to be set  
18 following the appointment of a lead plaintiff pursuant to 15 U.S.C. § 78u-4(a)(3)(B) and  
19 following the filing by such lead plaintiff of a consolidated amended complaint;

20           2. Within sixty (60) days from the date the Court appointments lead plaintiff(s) and  
21 lead counsel pursuant to 15 U.S.C. § 78u-4(3)(B), such lead plaintiff(s) shall file an  
22 consolidated amended complaint (the "Amended Complaint");

23           3. Within sixty (60) days from the date that an Amended Complaint is filed and  
24 served by the Court-appointed lead plaintiff(s), Defendants shall file and serve a motion to  
25 dismiss, answer, or other response to such Amended Complaint;

26  
27  
28

1           4.       In the event the Defendants file a motion to dismiss the Amended Complaint,  
2 lead plaintiff(s) shall have sixty (60) days from the filing and service of such motion to file and  
3 serve papers in opposition to the motion;

4           5.       Defendants shall have thirty (30) days from the filing and service of lead  
5 plaintiff(s)' opposition papers to file reply papers;

6           6.       The case management conference presently scheduled for December 10, 2015,  
7 along with any associated deadlines under the Federal Rules of Civil Procedure and Local Rules  
8 (including ADR deadlines), shall be vacated and reset to a date after the Court rules on  
9 Defendants' anticipated motion to dismiss the Amended Complaint;

10          7.       This Stipulation is entered into without prejudice to any party seeking any  
11 interim relief;

12          8.       Nothing in this Stipulation shall be construed as a waiver of any of Defendants'  
13 rights or positions in law or equity, or as a waiver of any defenses that Defendants would  
14 otherwise have, including, without limitation, jurisdictional defenses;

15          9.       The Parties have not sought any other extensions of time in this action;

16          10.       The Parties do not seek to reset these dates for the purpose of delay, and the  
17 proposed new dates will not have an effect on any pre-trial and trial dates as the Court has yet to  
18 schedule these dates; and

19          11.       The parties seek the Court's approval of this Order on the basis that it would be  
20 an inefficient use of the Court's time to consider motions to dismiss and joint case management  
21 statements and hear case management conferences prior to resolution of lead-plaintiff motions,  
22 the filing of an amended complaint, and the resolution of Defendants' anticipated motion to  
23 dismiss.

24        //

25        //

26        //

27        //

28

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

**SO STIPULATED AND AGREED TO BY:**

August 31, 2015

/s/ Shawn A. Williams  
Shawn A. Williams

Shawn A. Williams, SBN 213113  
*shawnw@rgrdlaw.com*  
ROBBINS GELLER RUDMAN  
& DOWD LLP  
Post Montgomery Center  
One Montgomery Street, Suite 1800  
San Francisco, CA 94104  
Tel: (415) 288-4545  
Fax: (415) 288-4534

Attorneys for Plaintiff

August 31, 2015

/s/ Richard L. Gallagher  
Richard L. Gallagher

RICHARD L. GALLAGHER (CSB # 208714)  
*richard.gallagher@ropesgray.com*  
ANNE JOHNSON PALMER (CSB # 302235)  
*anne.johnsonpalmer@ropesgray.com*  
MATTHEW A. TOLVE (CSB # 267334)  
*matthew.tolve@ropesgray.com*  
ROPES & GRAY LLP  
Three Embarcadero Center  
San Francisco, CA 94111-4006  
Tel: (415) 315-6300  
Fax: (415) 315-6350

Attorneys for Defendants

\*\*\*

**~~PROPOSED~~ ORDER**

PURSUANT TO STIPULATION, the parties' proposed schedule is adopted with one exception: the December 10, 2015 Initial Case Management Conference in this case is HEREBY CONTINUED to **April 21, 2016 at 11:00 a.m.** in Courtroom 3, 5th Floor, San Jose. The parties may stipulate to a further continuance of the Initial Case Management Conference in the event that Defendants have not answered the complaint by that date.

**IT IS SO ORDERED.**

DATED: September 1, 2015

  
\_\_\_\_\_  
THE HONORABLE BETH LABSON FREEMAN  
UNITED STATES DISTRICT JUDGE

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28