

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

UNITED STATES EQUAL EMPLOYMENT)	
OPPORTUNITY COMMISSION,)	Case No. 05 CV 0208
)	
Plaintiff,)	Honorable James Zagel
)	
v.)	Magistrate Judge Ashman
)	
SIDLEY AUSTIN BROWN & WOOD LLP,)	
)	
Defendant.)	

**SIDLEY AUSTIN BROWN & WOOD LLP'S
RESPONSES TO EEOC'S FIRST REQUEST FOR ADMISSIONS**

Sidley Austin Brown & Wood LLP ("Sidley") responds to Plaintiff United States Equal Employment Opportunity Commission's (the "EEOC") First Request for Admissions (the "Requests") as follows:

RESPONSES AND OBJECTIONS

Subject to the General Objections set forth in Appendix A and further specific objections, and without waiver thereof, Sidley responds to the EEOC's Requests as set forth below. The following response reflect Sidley's current knowledge and the result of investigation conducted to date. Sidley expressly reserves the right to amend or supplement its responses as may be necessary or appropriate, including the right to assert additional general or specific objections to the EEOC's Requests.

Request for Admission No. 1: Admit that the members of the Executive Committee of Sidley & Austin in years from 1990 through 2000 were selected by partners holding a majority of percentages.

RESPONSE: Sidley objects to the use of the undefined term “selected” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1990-2000, members of the Executive Committee were designated in the manner consistent with the applicable Sidley Partnership Agreement, which provides, in part: “The Executive Committee shall consist of such individual lawyers . . . as may from time to time be designated by Partners then holding a majority of all Percentages.” (*See, e.g.* Bates Nos. SA000293; SA000387.)

Request for Admission No. 2: Admit that in the years from 1995 through 2000 individuals working at Sidley & Austin with the title partner who were not members of the Management or Executive Committees did not vote on the selection of members of the Management or Executive Committees.

RESPONSE: Sidley objects to the use of the undefined terms “working” and “selection” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1995-2000, members of the Management and Executive Committees were designated or appointed in accordance with the applicable Sidley Partnership Agreement, which provides in part: “the Executive Committee shall consist of such individual lawyers . . . as may from time to time be designated by Partners then holding a majority of all Percentages,” and that “[t]he Executive Committee shall appoint a Management Committee” (*See e.g.*, Bates Nos. SA000293; SA000387). Therefore, those partners who were not members of the Management or Executive Committees did not vote on the designation of members of the Executive Committee or appointment of the members of the Management Committee.

Request for Admission No. 3: Admit that in the years from 1995 through 2000 all new members of the Executive Committee at Sidley & Austin were selected by the Executive Committee.

RESPONSE: Sidley objects to the use of the undefined term “selected” as vague and ambiguous. Notwithstanding that objection, *see* Response to Request No. 1.

Request for Admission No. 4: Admit that in the years from 1995 through 2000 all new members of the Management Committee at Sidley & Austin were selected by the Executive Committee.

RESPONSE: Sidley objects to the use of the undefined term “selected” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1995-2000, all new members of the Management Committee were appointed by the Executive Committee, consistent with the applicable Sidley Partnership Agreement, which provides in part: “[t]he Executive Committee shall appoint a Management Committee.” (*See, e.g.*, Bates Nos. SA000293, SA000387.) (*See, e.g.*, Bates Nos. SA000292, SA000387.)

Request for Admission No. 5: Admit that in the years from 1990 through 1995 individuals working at Sidley & Austin with the title partner who were not members of the Management or Executive Committees did not vote on the selection of members of the Management or Executive Committees.

RESPONSE: Sidley objects to the use of the undefined terms “working” and “selection” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1990-1995 members of the Management and Executive Committees were designated or appointed in accordance with the applicable Sidley Partnership Agreement, which provides in part: “the Executive Committee shall consist of such individual lawyers . . . as may from time to time be designated by Partners then holding a majority of all Percentages,” and that “[t]he Executive Committee shall appoint a Management Committee” (*See e.g.*, Bates Nos. SA000293; SA000387). Therefore, those partners who were not members of the Management or Executive

Committees did not vote on the designation of members of the Executive Committee or appointment of the members of the Management Committee.

Request for Admission No. 6: Admit that in the years from 1990 through 1995 all new members of the Executive Committee at Sidley & Austin were selected by the Executive Committee.

RESPONSE: Sidley objects to the use of the undefined term “selected” as vague and ambiguous. Notwithstanding that objection, see Response to Request No. 1.

Request for Admission No. 7: Admit that in the years from 1990 through 1995 all new members of the Management Committee at Sidley & Austin were selected by the Executive Committee.

RESPONSE: Sidley objects to the use of the undefined term “selected” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1990-1995, all new members of the Management Committee were appointed by the Executive Committee, consistent with the applicable Sidley Partnership Agreement, which provides in part: “[t]he Executive Committee shall appoint a Management Committee.” (*See, e.g.*, Bates Nos. SA000293, SA000387.) (*See e.g.*, Bates Nos. SA000292, SA000387.)

Request for Admission No. 8: Admit that in the year[s] 1995 through 2000 individuals working at Sidley & Austin with the title partner who were not members of the Management or Executive Committee did not vote on whether to amend Sidley & Austin’s Partnership Agreement.

RESPONSE: Sidley objects to the undefined term “working” as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1995-2000, many partners who were not members of the Management or Executive Committees were consulted regarding, and provided input for, proposed amendments to Sidley’s Partnership Agreement, but did not vote on whether to amend Sidley’s Partnership Agreement.

Request for Admission No. 9: Admit that in the years from 1995 through 2000 the Executive Committee approved amendments to Sidley & Austin's Partnership Agreement.

RESPONSE: Sidley admits that, in the years 1995-2000, the Executive Committee, in accordance with the applicable Sidley Partnership Agreement, approved amendments to Sidley's Partnership Agreement.

Request for Admission No. 10: Admit that in the years 1990 through 1995 individuals working at Sidley & Austin with the title partner who were not members of the Management or Executive Committee did not vote on whether to amend Sidley & Austin's Partnership Agreement.

RESPONSE: Sidley objects to the undefined term "working" as vague and ambiguous. Notwithstanding that objection, Sidley admits that, in the years 1990-1995, many partners who were not members of the Management or Executive Committees were consulted regarding, and provided input for proposed amendments to Sidley's Partnership Agreement, but did not vote on whether to amend Sidley's Partnership Agreement.

Request for Admission No. 11: Admit that in the years from 1990 through 1995 the Executive Committee approved amendments to Sidley & Austin's Partnership Agreement.

RESPONSE: Sidley admits that, in the years 1990-1995, the Executive Committee, in accordance with the applicable Sidley Partnership Agreement, approved amendments to Sidley's Partnership Agreement.

Request for Admission No. 12: Admit that in the years from 1995 through 2000, Sidley & Austin's Executive Committee admitted additional persons as Partners without approval from partners not on Executive Committee.

RESPONSE: Sidley denies that it admitted additional persons to the partnership without approval from partners who were not members of the Executive Committee, and further states that through practice group and administrative committee meetings, among others, as well as through personal meetings with members of the Executive Committee, partners who were not

members of the Executive Committee were consulted regarding, and provided input for, the decision to admit additional persons to the partnership.

Request for Admission No. 13: Admit that in the years from 1995 through 2000, no partner who was not a member [of] Sidley & Austin's Executive Committee voted on the admission of any other person as partner in Sidley & Austin.

RESPONSE: Sidley admits that, in the years 1995-2000, no partner who was not a member of Sidley's Executive Committee cast a formal vote on the admission of any other person becoming a partner in Sidley, but further states that through practice group and administrative committee meetings, among others, as well as through personal meetings with members of the Executive Committee, partners who were not members of the Executive Committee were consulted regarding, and provided input for, the decision to admit additional persons to the partnership.

Request for Admission No. 14: Admit that in the years from 1990 through 1995, Sidley & Austin's Executive Committee admitted additional persons as Partners without approval from partners not on Executive Committee.

RESPONSE: Sidley denies that in the years 1990-1995, it admitted additional persons to the partnership without approval from partners who were not members of the Executive Committee, and further states that through practice group and administrative committee meetings, among others, as well as through personal meetings with members of the Executive Committee, partners who were not members of the Executive Committee were consulted regarding, and provided input for, the decision to admit additional persons to the partnership.

Request for Admission No. 15: Admit that in the years from 1990 through 1995, no partner who was not a member [of] Sidley & Austin's Executive Committee voted on the admission of any other person as partner in Sidley & Austin.

RESPONSE: Sidley admits that, in the years 1990-1995, no partner who was not a member of Sidley's Executive Committee cast a formal vote on the admission of any other person becoming a partner in Sidley, but further states that through practice group and administrative committee meetings, among others, as well as through personal meetings with members of the Executive Committee, partners who were not members of the Executive Committee were consulted regarding, and provided input for, the decision to admit additional persons to the partnership.

Request for Admission No. 16: Admit that in the years from 1990 through 2000, no issue was presented for a vote to all Sidley & Austin partners.

RESPONSE: Sidley admits that from 1990 through 2000, no issue was presented for a formal vote by all Sidley & Austin partners, but further states that through practice group and administrative committee meetings, among others, as well as through personal meetings with members of the Executive Committee, partners were consulted regarding and provided input for a broad spectrum of firm management and other issues.

Request for Admission No. 17: Admit that the decision to offer a change in status to Sidley & Austin partners who were changed to counsel or senior counsel in the fall of 1999 was made by Sidley & Austin's Executive Committee not by those to whom such a change was offered.

RESPONSE: Denied. Michael Miller made the decision to change status from partner to senior counsel.

Request for Admission No. 18: Admit that attached as Exhibit A is a true and accurate copy of a letter dated April 5, 2000 authored by Thomas Cole and Charles Douglas and addressed "To Our Clients, Alumni, Colleagues and Friends."

RESPONSE: Sidley admits that Exhibit A is a true and accurate copy of a letter dated April 5, 2000 signed by Thomas Cole and Charles Douglas, addressed "To Our Clients, Alumni, Colleagues and Friends," and written to provide a non-confidential summary of "news" and "perspectives".

Request for Admission No. 19: Admit that on page 8 of Exhibit A, Mssrs. Cole and Douglas refer to a "series of measures" adopted in October 1999.

RESPONSE: Sidley objects to the reference to one phrase taken out of context and states that all such references need to be placed in context, including Sidley's Answer and its discovery responses, as each may be amended from time to time, to understand their meanings. Notwithstanding this objection, Sidley admits that Exhibit A is a letter signed by Messrs. Cole and Douglas and that it states, among other things, "In October, the Executive Committee adopted a series of measures designed to improve the Firm's competitive position."

Request for Admission No. 20: Admit that on page 8 of Exhibit A, Mssrs. Cole and Douglas state that the series of measures included a "change in our retirement policy (formerly age 65 and now a range of 60 to 65) and the related change in status of approximately 20 partners to senior counsel."

RESPONSE: Sidley objects to the reference to one phrase taken out of context and states that all such references need to be placed in context including Sidley's Answer and its discovery responses, as each may be amended from time to time, to understand their meanings. Notwithstanding this objection, Sidley admits that Exhibit A is a letter signed by Messrs. Cole and Douglas and that it states, among other things, "Press attention to these changes focused principally on the change in our retirement policy (formerly age 65 and now a range of 60 to 65)

and the related change in status of approximately 20 partners to senior counsel. The press also noted that approximately 15 partners changed to counsel status.”

Request for Admission No. 21: Admit that the statement made by Messrs. Cole and Douglas on page 8 of Exhibit A and quoted in Paragraph 20 herein is true.

RESPONSE: Sidley admits that the statements contained in the letter dated April 5, 2000, and signed by Messrs. Cole and Douglas, when read in their entirety and placed in proper context including Sidley’s Answer and its discovery responses, as each may be amended from time to time, are true. Sidley further states that the change in status of any partners to senior counsel or counsel was made on the basis of the partners’ performance, their contribution to the firm and the need to improve Sidley’s competitive position, as stated at page 8 of Exhibit A.

Request for Admission No 22: Admit that on page 8 of Exhibit A Messrs. Cole and Douglas in referring to the series of measures, state “the underlying theme of all of these changes was the creation of opportunities for our younger lawyers.”

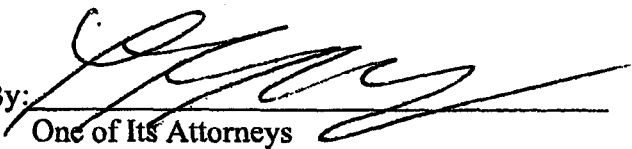
RESPONSE: Sidley objects to the reference to one phrase taken out of context and states that all such references need to be placed in context including Sidley’s Answer and its discovery responses, as each may be amended from time to time, to understand their meanings. Notwithstanding this objection, Sidley admits that Exhibit A is a letter signed by Messrs. Cole and Douglas and that it states, among other things, “Equally, if not more important were other key changes – heightened emphasis on practice development, starting with giving even greater attention to existing clients and an expansion of the ways we can serve them; and improvements in associate training and evaluation. The underlying theme of all of these changes was the creation of opportunities of our younger lawyers.”

Request for Admission No. 23: Admit that the statement made by Messrs. Cole and Douglas on page 8 of Exhibit A and quoted in paragraph 22 herein is true.

RESPONSE: Sidley admits that the statements contained in the letter dated April 5, 2000, and signed by Messrs. Cole and Douglas, when read in their entirety and placed in proper context including Sidley's Answer and its discovery responses, as each may be amended from time to time, are true. Sidley denies, however, that the underlying theme of the changes in status of certain partners to senior counsel or counsel was the creation of opportunities for Sidley's younger lawyers. Instead, the underlying reasons for the change in status of those partners was their performance, their contribution to the firm and the need to improve Sidley's competitive position, as stated at page 8 of Exhibit A. Together with other measures relating to practice development for new and existing clients, improvements in associate training and evaluation, and review and reduction of costs and expenses, these decisions were intended to improve Sidley's competitive position overall, and to create opportunities for other Sidley lawyers, both younger and older. Certain aspects of the measures, such as improvements in associate training and evaluations, had a greater impact on younger lawyers.

Dated: November 16, 2005

SIDLEY AUSTIN BROWN & WOOD LLP

By: 
One of Its Attorneys

Gary M. Elden
Lynn H. Murray
GRIPPO & ELDEN LLC
111 South Wacker Drive
Chicago, Illinois 60606
Telephone: (312) 704-7700
Facsimile: (312) 558-1195

CERTIFICATE OF SERVICE

I, Maile H. Solís, an attorney, hereby certify that on **November 16, 2005**, I caused a true and complete copy of the foregoing **SIDLEY AUSTIN BROWN & WOOD LLP'S RESPONSES TO EEOC'S FIRST REQUEST FOR ADMISSIONS** to be served via Electronic Mail and Facsimile Transmission upon the following:

Deborah L. Hamilton (deborah.hamilton@eoc.gov)
Laurie Elkin (laurie.elkin@eoc.gov)
UNITED STATES EQUAL EMPLOYMENT
OPPORTUNITY COMMISSION
500 West Madison Street
Suite 2800
Chicago, Illinois 60661



Maile H. Solís