

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

THE HONORABLE JOHN H. CHUN

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT SEATTLE**

FEDERAL TRADE COMMISSION, *et al.*,

Plaintiffs,

v.

AMAZON.COM, INC., a corporation,

Defendant.

CASE NO.: 2:23-cv-01495-JHC

**STIPULATION AND ORDER
REGARDING PRIVILEGE
LOGGING**

NOTE ON MOTION CALENDAR:
October 25, 2024

The Court’s June 11, 2024 Order Regarding Discovery of Electronically Stored Information (the “ESI Order”) directed the parties to “meet and confer regarding the scope of logging for internal Federal Trade Commission communications, internal Plaintiff State communications, and internal Defendant Amazon communications.” Dkt. #256 ¶ E.8.

Having met and conferred pursuant to the ESI Order, the parties, by and through their respective attorneys of record, hereby stipulate and agree that the following privileged or otherwise protected communications need not be placed on a privilege log: Email, notes, drafts, communications, memoranda, documents, or other work product produced by or exchanged solely among and between:

- 1 a. Outside counsel for Amazon;
- 2 b. Outside counsel for Amazon (for this Action and Related Actions)¹ and
3 Amazon employees, as long as such communications are related directly
4 to the representation of Amazon in the pre-Complaint investigation,
5 litigation of this Action, or Related Actions;
- 6 c. Amazon’s In-House Counsel who are members of Amazon’s Competition
7 team and its Litigation Regulatory team, identified herein,² involved in
8 this Action and the Related Actions as long as such communications are
9 related directly to the representation of Amazon in the pre-Complaint
10 investigation, litigation of this Action, or the Related Actions;
- 11 d. Amazon’s In-House Counsel who are Designated In-House Counsel under
12 Paragraph 5.3 of the Protective Order in this Action or Designated In-
13 House Counsel under corresponding provisions of the Protective Orders in
14 Related Actions,³ and Amazon employees, as long as such

15
16 ¹ For purposes of this stipulation, “Action” refers to the above-captioned case, *Federal Trade Commission v.*
17 *Amazon*, Case No. 2:23-cv-01495-JHC (W.D. Wash.) and “Related Actions” shall mean the following actions:
18 *Frame-Wilson v. Amazon.com, Inc.*, No 2:20-cv-00424 (W.D. Wash.); *De Coster v. Amazon.com, Inc.*, No. 2:21-cv-
19 00693 (W.D. Wash.); *Hogan v. Amazon.com, Inc.*, No. 2:21-cv-00996 (W.D. Wash.); *Hopper v. Amazon.com, Inc.*,
20 No. 2:23-cv-01523 (W.D. Wash.); *Zulily, LLC v. Amazon.com, Inc.*, No. 2:23-cv-01900 (W.D. Wash.); *People of the*
State of California v. Amazon.com, Inc., No. CGC-22-601826 (Cal. Super. Ct.); *District of Columbia v.*
Amazon.com, Inc., No. 2021 CA 001775 B (D.C. Super. Ct.); *Mbadiwe et al. v. Amazon.com, Inc.*, No. 1:22-cv-
09542 (S.D.N.Y.); *Taylor v. Amazon.com, Inc.*, No. 2:24-cv-00169 (W.D. Wash.); *Brown v. Amazon.com, Inc.*, No.
22-cv-00965 (W.D. Wash.); *State of Arizona v. Amazon.com, Inc.*, No. CV2024-012081 (Ariz. Super. Ct. Maricopa
Cnty.); and any and all actions filed after the effective date of this Stipulation and Order that All Parties agree and/or
the Court determines meet the criteria of Local Civil Rules 3(g)&(h).

21 ² The Amazon In-House Counsel referenced in subparagraph (c) and (d) are limited to: Nate Sutton, Bryson
22 Bachman, Cristina Fernandez, Scott Fitzgerald, Amy Posner, Jasmine Rosner, Andrew Willekes, Omid Banuelos,
23 Caroline Jones, Erna Mamikonyan, Lee Roach, Aaron Ross, Stelios Xenakis, Elisa Perlman, Larry Reicher, Alexis
Collins, Zach Jackson, Jeffrey Goldberg, Ashley Boizelle, Brad Elias, Ben Langner, Serena Orloff, Chris Pickett,
Tanisha Creed, Kevin Kramer, David Metcalf, Robert Miller, Brian Buckley, Lauren Rothenberg, Sarah
Eichenberger, Mike Macko, and Kyle Maurer.

24 ³ Stipulation and Protective Order ¶ 20(b), *People of the State of California v. Amazon.com, Inc.*, No. CGC-22-
601826 (Cal. Super. Ct. Jan. 27, 2023); Protective Order ¶ 5.3(g), *Frame-Wilson v. Amazon.com, Inc.*, No. 2:20-cv-

1 communications are related directly to the representation of Amazon in the
2 pre-Complaint investigation, litigation of this Action, or the Related
3 Actions;

4 e. Counsel for the Federal Trade Commission involved in litigating this
5 Action or in the pre-Complaint investigation, persons employed by or
6 contracted with the Federal Trade Commission involved in litigating this
7 Action or in the pre-Complaint investigation, or Commissioners, as long
8 as such communications are related directly to the pre-Complaint
9 investigation, litigation of this Action, or the Related Actions;

10 f. Counsel for each Plaintiff State involved in litigating this Action or in the
11 pre-Complaint investigation, persons employed by or contracted with that
12 State's Office of the Attorney General involved in litigating this Action or
13 in the pre-Complaint investigation, or that State's Attorney General, as
14 long as such communications are related directly to the pre-Complaint
15 investigation, litigation of this Action, or the Related Actions;

16 g. The individuals described in subparagraph (e) and (f), above, as long as
17 such communications are related directly to the pre-Complaint
18 investigation, litigation of this Action, or Related Actions; and

19 h. The individuals described in subparagraphs (e) and (f), above, and outside
20 counsel, counsel, employees, or contractors for a plaintiff or other State
21 (or that State's Attorney General) where the parties to the communication
22

23 00424 (W.D. Wash. Feb. 27, 2023); Stipulated Motion and Protective Order ¶ 5.3(g), *De Coster v. Amazon.com,*
24 *Inc.*, No. 2:21-cv-00693 (W.D. Wash. Mar. 15, 2023); Amended Stipulated Protective Order ¶ 5.3(g) *Brown v.*
Amazon.com, Inc., No. 22-cv-00965 (W.D. Wash. July 29, 2024); Amended Stipulated Protective Order ¶ 5.3(g),
Mbadiwe et al. v. Amazon.com, Inc., No. 1:22-cv-09542 (S.D.N.Y. Sept. 18, 2024).

1 shared a common legal interest, as long as such communications are
2 related directly to the pre-Complaint investigation, litigation of this
3 Action, or Related Actions.
4

5 Stipulated to and respectfully submitted this 25th day of October, 2024, by:

6 *s/ J. Wells Harrell*

7 SUSAN A. MUSSER (DC Bar # 1531486)
8 EDWARD H. TAKASHIMA (DC Bar # 1001641)
9 J. WELLS HARRELL (DC Bar # 995368)
10 SHIRA STEINBERG (NY Reg. # 5695580)
11 Federal Trade Commission
12 600 Pennsylvania Avenue, NW
13 Washington, DC 20580
14 Tel.: (202) 326-2122 (Musser)
15 (202) 326-2464 (Takashima)
16 Email: smusser@ftc.gov
17 etakashima@ftc.gov
18 jharrell@ftc.gov
19 ssteinberg1@ftc.gov

20 *Attorneys for Plaintiff Federal Trade Commission*
21
22
23
24

1 s/ Michael Jo
Michael Jo (admitted *pro hac vice*)
2 Assistant Attorney General, Antitrust Bureau
New York State Office of the Attorney
3 General
28 Liberty Street
4 New York, NY 10005
Telephone: (212) 416-6537
5 Email: Michael.Jo@ag.ny.gov
Counsel for Plaintiff State of New York

6 s/ Rahul A. Darwar
7 Rahul A. Darwar (admitted *pro hac vice*)
Assistant Attorney General
8 Office of the Attorney General of Connecticut
165 Capitol Avenue
9 Hartford, CT 06016
Telephone: (860) 808-5030
10 Email: Rahul.Darwar@ct.gov
Counsel for Plaintiff State of Connecticut

11 s/ Alexandra C. Sosnowski
12 Alexandra C. Sosnowski (admitted *pro hac*
vice)
13 Assistant Attorney General
Consumer Protection and Antitrust Bureau
14 New Hampshire Department of Justice
Office of the Attorney General
15 One Granite Place South
Concord, NH 03301
16 Telephone: (603) 271-2678
Email: Alexandra.c.sosnowski@doj.nh.gov
17 *Counsel for Plaintiff State of New Hampshire*

18 s/ Robert J. Carlson
19 Robert J. Carlson (admitted *pro hac vice*)
Assistant Attorney General
Consumer Protection Unit
20 Office of the Oklahoma Attorney General
15 West 6th Street, Suite 1000
21 Tulsa, OK 74119
Telephone: (918) 581-2885
22 Email: robert.carlson@oag.ok.gov
Counsel for Plaintiff State of Oklahoma

s/ Timothy D. Smith
Timothy D. Smith, WSBA No. 44583
Senior Assistant Attorney General
Antitrust and False Claims Unit
Oregon Department of Justice
100 SW Market St
Portland, OR 97201
Telephone: (503) 934-4400
Email: tim.smith@doj.state.or.us
Counsel for Plaintiff State of Oregon

6 s/ Jennifer A. Thomson
7 Jennifer A. Thomson (admitted *pro hac vice*)
Senior Deputy Attorney General
Pennsylvania Office of Attorney General
Strawberry Square, 14th Floor
Harrisburg, PA 17120
Telephone: (717) 787-4530
8 Email: jthomson@attorneygeneral.gov
Counsel for Plaintiff Commonwealth of
9 *Pennsylvania*

12 s/ Michael A. Undorf
13 Michael A. Undorf (admitted *pro hac vice*)
Deputy Attorney General
Delaware Department of Justice
820 N. French St., 5th Floor
Wilmington, DE 19801
Telephone: (302) 683-8816
14 Email: michael.undorf@delaware.gov
Counsel for Plaintiff State of Delaware

18 s/ Christina M. Moylan
19 Christina M. Moylan (admitted *pro hac vice*)
Assistant Attorney General
Chief, Consumer Protection Division
Office of the Maine Attorney General
6 State House Station
Augusta, ME 04333-0006
Telephone: (207) 626-8800
20 Email: christina.moylan@maine.gov
Counsel for Plaintiff State of Maine

1 s/ Gary Honick
Gary Honick (admitted *pro hac vice*)
2 Assistant Attorney General
Deputy Chief, Antitrust Division
3 Office of the Maryland Attorney General
200 St. Paul Place
4 Baltimore, MD 21202
Telephone: (410) 576-6470
5 Email: Ghonick@oag.state.md.us
Counsel for Plaintiff State of Maryland

6 s/ Katherine W. Krems
7 Katherine W. Krems (admitted *pro hac vice*)
Assistant Attorney General, Antitrust Division
8 Office of the Massachusetts Attorney General
One Ashburton Place, 18th Floor
9 Boston, MA 02108
Telephone: (617) 963-2189
10 Email: katherine.krems@mass.gov
Counsel for Plaintiff Commonwealth of
11 *Massachusetts*

12 s/ Scott A. Mertens
Scott A. Mertens (admitted *pro hac vice*)
13 Assistant Attorney General
Michigan Department of Attorney General
14 525 West Ottawa Street
Lansing, MI 48933
15 Telephone: (517) 335-7622
Email: MertensS@michigan.gov
16 *Counsel for Plaintiff State of Michigan*

17 s/ Zach Biesanz
Zach Biesanz (admitted *pro hac vice*)
18 Senior Enforcement Counsel
Office of the Minnesota Attorney General
19 445 Minnesota Street, Suite 1400
Saint Paul, MN 55101
20 Telephone: (651) 757-1257
Email: zach.biesanz@ag.state.mn.us
21 *Counsel for Plaintiff State of Minnesota*

s/ Lucas J. Tucker
Lucas J. Tucker (admitted *pro hac vice*)
Senior Deputy Attorney General
Office of the Nevada Attorney General
100 N. Carson St.
Carson City, NV 89701
Telephone: (775) 684-1100
Email: LTucker@ag.nv.gov
Counsel for Plaintiff State of Nevada

s/ Andrew Esoldi
Andrew Esoldi (admitted *pro hac vice*)
Deputy Attorney General
New Jersey Office of the Attorney General
124 Halsey Street, 5th Floor
Newark, NJ 07101
Telephone: (973) 648-7819
Email: andrew.esoldi@law.njoag.gov
Counsel for Plaintiff State of New Jersey

s/ Jeffrey Herrera
Jeffrey Herrera (admitted *pro hac vice*)
Assistant Attorney General
New Mexico Office of the Attorney General
408 Galisteo St.
Santa Fe, NM 87501
Telephone: (505) 490-4878
Email: jherrera@nmag.gov
Counsel for Plaintiff State of New Mexico

s/ Zulma Carrasquillo Almena
Zulma Carrasquillo Almena (admitted *pro hac*
vice)
Puerto Rico Department of Justice
P.O. Box 9020192
San Juan, Puerto Rico 00902-0192
Telephone: (787) 721-2900, Ext. 1211
Email: zcarrasquillo@justicia.pr.gov
Counsel for Plaintiff Commonwealth of Puerto
Rico

1 s/ Stephen N. Provazza
Stephen N. Provazza (admitted *pro hac vice*)
2 Special Assistant Attorney General
Chief, Consumer and Economic Justice Unit
3 Department of the Attorney General
150 South Main Street
4 Providence, RI 02903
Telephone: (401) 274-4400
5 Email: sprovazza@riag.ri.gov
Counsel for Plaintiff State of Rhode Island

6 s/ Sarah L.J. Aceves
7 Sarah L.J. Aceves (admitted *pro hac vice*)
Assistant Attorney General
8 Public Protection Division
Vermont Attorney General's Office
9 109 State Street
Montpelier, VT 05609
10 Telephone: (802) 828-3170
Email: Sarah.Aceves@vermont.gov
11 *Counsel for Plaintiff State of Vermont*

12 s/ Laura E. McFarlane
Laura E. McFarlane (admitted *pro hac vice*)
13 Assistant Attorney General
Wisconsin Department of Justice
14 Post Office Box 7857
Madison, WI 53707-7857
15 Telephone: (608) 266-8911
Email: mcfarlanele@doj.state.wi.us
16 *Counsel for Plaintiff State of Wisconsin*

17
18
19
20
21
22
23
24

1 **MORGAN, LEWIS & BOCKIUS LLP**

2 By: s/ Patty A. Eakes
3 Patty A. Eakes, WSBA #18888
4 Molly A. Terwilliger, WSBA #28449
5 1301 Second Avenue, Suite 2800
6 Seattle, WA 98101
7 Phone: (206) 274-6400
8 Email: patti.eakes@morganlewis.com
9 molly.terwilliger@morganlewis.com

7 **WILLIAMS & CONNOLLY LLP**

8 Heidi K. Hubbard (*pro hac vice*)
9 John E. Schmidlein (*pro hac vice*)
10 Kevin M. Hodges (*pro hac vice*)
11 Jonathan B. Pitt (*pro hac vice*)
12 Carl R. Metz (*pro hac vice*)
13 Carol J. Pruski (*pro hac vice*)
14 Katherine Trefz (*pro hac vice*)
15 680 Maine Avenue SW
16 Washington, DC 20024
17 Phone: (202) 434-5000
18 Email: hhubbard@wc.com
19 khodges@wc.com
20 jpitt@wc.com
21 cmetz@wc.com
22 cpruski@wc.com
23 ktrefz@wc.com

17 **COVINGTON & BURLING LLP**

18 Thomas O. Barnett (*pro hac vice*)
19 Katherine Mitchell-Tombras (*pro hac vice*)
20 One CityCenter
21 850 Tenth Street, NW
22 Washington, DC 20001-4956
23 Phone: (202) 662-5407
24 Email: tbarnett@cov.com
kmitchelltombras@cov.com

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

WILKINSON STEKLOFF LLP

Kosta S. Stojilkovic (*pro hac vice*)
2001 M Street NW, 10th Floor
Washington, DC 20036
Phone: (202) 847-4045
Email: kstojilkovic@wilkinsonstekloff.com

Attorneys for Defendant Amazon.com, Inc.

1 **ORDER**

2 IT IS SO ORDERED.

3 DATED this 25th day of October, 2024.

4 
5 JOHN H. CHUN
6 UNITED STATES DISTRICT JUDGE
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24