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Civil Action No. 84-3040 Court Transcript (301-448A)

United States District Court for the District of Columbia

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IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

ANN B. HOPKINS,

PLAINTIFF

-VERSUS-

CIVIL ACTION
NO. 84-3040

PRICE WATERHOUSE,

DEFENDANT

WASHINGTON, D. C.

MARCH 27, 1985

THE ABOVE-ENTITLED MATTER CAME ON FOR FURTHER
HEARING BEFORE THE HONORABLE GERHARD A. GESELL, UNITED STATES
DISTRICT JUDGE, COMMENCING AT 9:30 A. M.

APPEARANCES:

FOR THE PLAINTIFF:

JAMES H. HELLER, ESQUIRE
DOUGLAS B. HURON, ESQUIRE

FOR THE DEFENDANT:

WAYNE A. SCHRADER, ESQUIRE
STEPHEN TALLENT, ESQUIRE
KATHY D. IRELAND, ESQUIRE
ULRIC SULLIVAN, ESQUIRE

THOMAS BEYER,
PRICE WATERHOUSE REPRESENTATIVE

SANTA THERESA ZIZZO
OFFICIAL COURT REPORTER
U. S. COURTHOUSE
WASHINGTON, D. C. 20001

301-448A

I N D E X

	<u>WITNESSES:</u>	<u>DIRECT</u>	<u>CROSS</u>	<u>REDIRECT</u>	<u>RE CROSS</u>
1					
2	R. MARCELLIN	305	317	--	--
3	T. COFFEY	338	354	--	--
4	B. BOEHM	362	368	--	--
5	D. EPELBAUM	373	391	--	--
6	K. NOLD	417	423	423	--
7	S. KINSEY	424	434	--	--
8	H. BARSCHDORF	436	--	--	--
9					
10	<u>EXHIBITS:</u>	<u>FOR IDENTIFICATION</u>		<u>IN EVIDENCE</u>	
11	FOR THE DEFT.				
12	83, 84			417	
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P R O C E E D I N G S

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THE COURT: GO RIGHT AHEAD.

MR. TALLENT: THANK YOU.

(WHEREUPON, VIDEOTAPE DEPOSITION OF JOSEPH CONNOR WAS CONTINUED)

THE COURT: THIS ISN'T LOUD ENOUGH TODAY. I'M HAVING TROUBLE HEARING IT AND I HAVEN'T HAD BEFORE.

(WHEREUPON, THE VIDEOTAPE DEPOSITION OF MR. JOSEPH CONNOR WAS CONCLUDED AT 10:30 A. M.)

THE COURT: COULD WE TAKE OUR MID-MORNING RECESS A LITTLE EARLY? I WOULD LIKE BRIEFLY TO GREET OUR DISTINGUISHED GUESTS THAT ARE IN THE COURTROOM AND EXPLAIN WHAT THEY HAVE JUST COME INTO THE MIDDLE OF AND SO PERHAPS IF COUNSEL WOULD AGREE WE'D TAKE OUR TEN MINUTES NOW RATHER THAN AT ELEVEN O'CLOCK AND --

MR. HELLER: THAT'S FINE, YOUR HONOR. DO YOU WANT US HERE AS YOU'RE EXPLAINING?

THE COURT: YOU CAN STAY OR GO, AS YOU WISH. I ASSUME YOU MIGHT HAVE A DESIRE TO DO BOTH. YOU'LL HAVE TO CHOOSE YOUR OWN SOLUTION, AND I WANT TO TALK TO THESE VISITORS FOR A MOMENT.

(BRIEF RECESS)

THE COURT: YOU MAY CALL YOUR NEXT WITNESS.

MR. HELLER: YOUR HONOR, BEFORE THAT HAPPENS, MAY I JUST IN CONNECTION WITH THE DEPOSITION YOU JUST HEARD STATE

1 FOR THE RECORD THAT THE DOCUMENT, THE NOTES THAT WERE REFERRED
2 TO FOR SOME PERIOD OF TIME DURING THAT DEPOSITION I SHOWED
3 MR. CONNOR, AND HE LOOKED AT PAGES 5133 AND 5134 OF PLAINTIFF'S
4 EXHIBIT 20, WHICH ARE THOSE NOTES BY MISS MERTSON, AND SINCE
5 IT'S ONLY THREE LINES I WONDER IF YOUR HONOR WOULD LET ME READ
6 THE ENTRY ON ANN HOPKINS INTO THE RECORD BECAUSE IT'S AT THE
7 BOTTOM OF THE PAGE AND IT MAY NOT BE CLEAR.

8 THE COURT: I HAVE NO DIFFICULTY WITH THAT, DO YOU?

9 MR. SCHRADER: I HAVE NO PROBLEM WITH THAT.

10 MR. HELLER: "A. B. HOPKINS WAS DISCUSSED BY DRZ,"
11 AND I BELIEVE THAT'S DONALD R. ZIEGLER, "JRJ," AND THAT'S
12 MR. JORDAN, AND I DON'T KNOW HIS FIRST NAME, "OBSERVED THAT
13 SHE HAD DONE A GOOD JOB ON A PROPOSAL. HOWEVER, EVEN WITH
14 A LOT OF TALENT SHE NEEDS SOCIAL GRACE. PBG," WHO IS PAUL B.
15 GOODSTAT, "STATED THAT HE WOULD COUNSEL HER AND HE INTENDS TO
16 GET HER INVOLVED IN A NUMBER OF PROJECTS. JEC," WHO IS
17 MR. CONNOR, "SAID HE WOULD SPEAK TO HER AS WELL AS PBW.
18 BOARD CONCLUDED TO HOLD." NOW, THAT'S HOW IT SPELLS OUT.

19 THE COURT: ALL RIGHT. WHAT IS THAT?

20 MR. HELLER: PLAINTIFF'S EXHIBIT 20.

21 MR. TALLENT: YOUR HONOR, I THINK THE RECORD SHOULD
22 BE CLEAR THAT I REVIEWED AND I THINK COUNSEL FOR THE PLAINTIFF
23 DID TOO REVIEW THE TRANSCRIPT OF THE MOVIE, IF YOU WILL, AND
24 IT IS -- IF WE EVER WANT A TRANSCRIPT FOR ANY PURPOSE WE'LL
25 HAVE TO MAKE ANOTHER. IT IS TOTALLY UNACCEPTABLE.

1 THE COURT: WELL, YOU INDICATED THAT TO ME AT THE
2 BEGINNING AND I THINK THAT'S A PROBLEM FOR ME TO DEAL WITH
3 AFTER I RESOLVE THE CASE RATHER THAN NOW.

4 MR. TALLENT: I THINK THAT'S CORRECT, YOUR HONOR.

5 MR. HELLER: RIGHT.

6 MR. SCHRADER: THE DEFENDANT CALLS ROGER MARCELLIN.
7 WHEREUPON,

8 ROGER MARCELLIN,
9 HAVING APPEARED AS A WITNESS ON BEHALF OF THE DEFENDANT, AND
10 HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND TESTIFIED, AS
11 FOLLOWS:

12 DIRECT EXAMINATION

13 BY MR. SCHRADER:

14 Q COULD YOU STATE YOUR NAME AND SPELL IT FOR THE
15 RECORD?

16 A ROGER MARCELLIN, M-A-R-C-E-L-L-I-N.

17 Q ARE YOU A PARTNER IN THE FIRM OF PRICE WATERHOUSE?

18 A YES, I AM.

19 Q HOW LONG HAVE YOU BEEN A PARTNER?

20 A SIXTEEN YEARS.

21 Q WHEN DID YOU JOIN THE FIRM OF PRICE WATERHOUSE?

22 A IN 1953.

23 Q OUT OF WHICH OFFICE DO YOU CURRENTLY PRACTICE?

24 A DALLAS.

25 Q HOW LONG HAVE YOU BEEN IN THE DALLAS OFFICE?

1 A EIGHT AND A HALF YEARS.

2 Q PRIOR TO THAT DID YOU PRACTICE OUT OF OTHER OFFICES?

3 A YES, I DID.

4 Q WHAT WERE THOSE OFFICES?

5 A LOS ANGELES AND CENTURY CITY.

6 Q ARE YOU A MEMBER OF THE POLICY BOARD?

7 A YES, I AM.

8 Q HOW WERE YOU SELECTED TO THE POLICY BOARD?

9 A A NOMINATING COMMITTEE IS SENT AROUND TO SOLICIT
10 THE VIEWS OF THE PARTNERS AND THEN WE ARE ELECTED BY THE
11 PARTNERS.

12 Q WHEN DID YOU BECOME A MEMBER OF THE POLICY BOARD?

13 A AS OF JULY 1, 1981.

14 Q ARE YOU A MEMBER OF THE ADMISSIONS COMMITTEE?

15 A YES, I AM.

16 Q WHEN DID YOU BECOME A MEMBER OF THE ADMISSIONS
17 COMMITTEE?

18 A SHORTLY AFTER JULY 1, '81.

19 Q PURSUANT TO YOUR ADMISSIONS COMMITTEE RESPONSIBILITIES
20 DID YOU HAVE OCCASION TO CONDUCT AN OFFICE VISIT TO OGS IN
21 NOVEMBER, 1982, TO DISCUSS THE CANDIDACY OF ANN HOPKINS FOR
22 PARTNERSHIP?

23 A YES, I DID.

24 Q PRIOR TO MAKING THAT OFFICE VISIT DID YOU REVIEW
25 ANY DOCUMENTS RELEVANT TO MISS HOPKINS?

1 A YES, I DID.

2 Q WHAT WERE THOSE DOCUMENTS?

3 A THEY WERE EXTRACTS FROM THE LONG AND SHORT FORM
4 REPORTS PREPARED BY THE PARTNERS AND HOPKINS' PERSONNEL FILE.

5 Q WHAT WAS THE PURPOSE OF YOUR VISITS TO OGS?

6 A THE PURPOSE OF THE VISIT WAS TO TALK WITH THE
7 PARTNERS IN THE PROPOSING OFFICE AND TO SEE IF THEY HAD ANY
8 ADDITIONAL INPUT SINCE THE TIME THAT THEY HAD WRITTEN THEIR
9 REPORTS, TO SEE IF THEY HAD CHANGED THEIR VIEWS IN ANY RESPECT,
10 TO CLARIFY OR AMPLIFY SOME OF THE COMMENTS THAT THEY MIGHT
11 HAVE MADE, AND ANOTHER GENERAL PURPOSE OF THE VISIT IS THAT
12 SOMETIMES PARTNERS IN AN OFFICE MAY FEEL PRESSURED BECAUSE
13 OF THE PARTNER IN CHARGE OR OTHER PARTNERS THAT THEY'RE CLOSE
14 TO, TO RESPOND IN A CERTAIN MANNER TO THE INITIAL CIRCULARIZA-
15 TION AND THEY MIGHT FEEL MORE COMFORTABLE TALKING TO SOMEONE
16 IN PERSON IN EXPRESSING DIFFERING VIEWS, SLIGHTLY DIFFERING
17 VIEWS.

18 Q IN THIS VISIT TO OGS IN NOVEMBER OF 1982 DID YOU
19 VISIT WITH ANY OF THE PARTNERS IN THE WASHINGTON PRACTICE
20 OFFICE?

21 A YES, I DID.

22 Q IS THE WASHINGTON PRACTICE OFFICE LOCATED NEAR OR --
23 NEARBY OGS?

24 A YES.

25 Q HOW CLOSE?

1 A THE SAME BUILDING. A FEW FLOORS APART.

2 Q DID YOU DISCUSS MISS HOPKINS AND HER CANDIDACY WITH
3 THE PARTNERS IN OGS IN THE WASHINGTON PRACTICE OFFICE?

4 A YES, I DID.

5 Q DID YOU FOLLOW ANY PARTICULAR METHODOLOGY FOR YOUR
6 DISCUSSIONS?

7 A YES, I DID.

8 Q CAN YOU DESCRIBE THAT?

9 A I EXPLAINED TO THE PARTNERS THE PURPOSE OF THE
10 VISIT. I TOLD THEM THAT IF THEY HAD CHANGED THEIR VIEWS ON
11 THE -- PREVIOUSLY EXPRESSED ON THE LONG AND SHORT FORM I'D
12 LIKE TO KNOW ABOUT THAT. IF THEY HAD THE SAME VIEWS IT
13 DIDN'T DO ME ANY GOOD TO HAVE THEM JUST REPEAT WHAT THEY HAD
14 ALREADY TOLD THE ADMISSIONS COMMITTEE IN THOSE COMMENTS. IF
15 THERE WERE ANY ADDITIONAL INFORMATION, THAT I WOULD LIKE TO
16 KNOW THAT. IF THEY FELT THAT THERE WERE ANY SUBTLETIES THAT
17 NEEDED TO BE CONVEYED, THAT THEIR WRITTEN COMMENTS HADN'T
18 CONVEYED, THAT I'D LIKE TO KNOW THAT. AND ONCE THEY HAD TOLD
19 ME WHATEVER THEY HAD TO SAY WITHOUT IDENTIFYING WHO HAD SAID
20 WHAT, I DID READ OFF A NUMBER OF COMMENTS, EITHER OUT OF THE
21 PERSONNEL FILE OR EXPRESSED TO ME ORALLY BY THE OTHER PARTNERS
22 OR IN THE LONG AND SHORT FORM REPORTS, ASKED FOR THEIR
23 REACTIONS.

24 Q WHAT DID YOU LEARN FROM YOUR OFFICE VISIT AND YOUR
25 DISCUSSIONS WITH THE PARTNERS IN OGS AND THE WASHINGTON

1 OFFICE CONCERNING MISS HOPKINS?

2 A WELL, VERY BRIEFLY, I LEARNED THAT THE INITIAL
3 IMPRESSION WHICH I HAD FORMED JUST FROM READING THE EXTRACTS
4 OF THE LONG AND SHORT FORMS WAS PRETTY WELL SHARED BY THE
5 PARTNERS THAT I HAD SPOKEN TO IN PERSON, NAMELY, THAT SHE
6 DID SEEM TO HAVE SOME PROBLEMS WITH INTERPERSONAL SKILLS.

7 Q DID ANYONE INDICATE TO YOU THAT THEY HAD CHANGED
8 THEIR RECOMMENDATION OR WEAKENED IN THE STRENGTH WITH WHICH
9 THEY HELD THE RECOMMENDATION?

10 A I DON'T RECALL ANYBODY CHANGING BUT I REMEMBER THAT
11 EPELBAUM'S POSITION SEEMED TO HAVE WEAKENED CONSIDERABLY
12 BETWEEN THE TIME HE WROTE THE LONG FORM AND THE TIME I SPOKE
13 WITH HIM.

14 Q DID YOU CONDUCT ANY OTHER INVESTIGATION OR INTER-
15 VIEWS, TELEPHONE OR OTHERWISE, OTHER THAN THESE THAT YOU
16 CONDUCTED IN THE OGS OFFICES IN WASHINGTON CONCERNING HOPKINS'
17 CANDIDACY?

18 A WELL, ASIDE FROM THE COMMITTEE DISCUSSIONS I
19 SPECIFICALLY REMEMBER MAKING TELEPHONE CALLS TO DEVANEY IN
20 HOUSTON AND TO STATLAND IN THE NATIONAL OFFICE.

21 THE COURT: MAY I INTERRUPT A MOMENT? WHILE YOU
22 WERE IN WASHINGTON YOU WERE HEARING PEOPLE, I TAKE IT, SAY
23 THAT THE PLAINTIFF HAD TROUBLE WITH STAFF, RIGHT?

24 THE WITNESS: YES, SIR.

25 THE COURT: DID YOU TALK TO ANY STAFF?

1 THE WITNESS: NO, SIR. THAT'S NOT PART OF OUR
2 NORMAL PROCEDURE.

3 THE COURT: WELL, I'D LIKE TO KNOW WHY NOT. IT'S
4 ALL SECONDHAND. IT'S ALL SECONDHAND. YOU'RE NOT TALKING TO
5 ANY OF THE PEOPLE WHO ARE INVOLVED. YOU'RE TALKING TO PEOPLE
6 WHO HEARD GOSSIP FROM SOMEBODY ELSE, AREN'T YOU?

7 THE WITNESS: I THINK IT WOULD MAKE A VERY AWKWARD
8 SITUATION TO HAVE SPOKEN WITH STAFF AND PARTICULARLY IF ANY
9 RECORD IS MADE OF THAT AND THEN THIS PERSON LATER BECOMES
10 ADMITTED AS A PARTNER. I JUST DON'T VIEW THAT AS A VERY
11 DESIRABLE WAY OF DOING THINGS. IT'S CERTAINLY ANOTHER WAY.

12 THE COURT: WELL, YOU'RE MAKING A RECORD OF WHAT
13 OTHER PARTNERS THINK OF HER, IF SHE HAD BEEN TAKEN IN, THERE'S
14 A GREAT BIG SPREAD OF ALL THEIR ATTITUDES ABOUT HER.

15 THE WITNESS: WE TRY TO KEEP THAT CONFIDENTIAL.

16 THE COURT: WELL, COULDN'T YOU KEEP THE OTHER CONFI-
17 DENTIAL TOO?

18 THE WITNESS: YES, BUT I THINK THERE'S MORE OF A
19 DANGER IN THAT SITUATION THAN THERE IS -- IF ONE OF MY
20 PARTNERS LEARNED LATER THAT I MADE AN UNFAVORABLE COMMENT
21 ABOUT HIM AT THE TIME THAT HE WAS BEING ADMITTED I THINK I CAN
22 DEAL WITH THAT AS A PARTNER BETTER THAN A STAFF MEMBER WOULD,
23 IF THAT WOULD HAVE COME OUT.

24 THE COURT: SO YOU HAD NO DIRECT CONTACT WITH THE
25 PEOPLE SHE WAS SUPPOSED TO HAVE DIFFICULTY WITH.

1 THE WITNESS: NO, SIR.

2 BY MR. SCHRADER:

3 Q I BELIEVE I ASKED YOU WHETHER OR NOT YOU MADE ANY
4 OTHER INVESTIGATORY INQUIRIES OTHER THAN THESE INTERVIEWS
5 WITH PEOPLE IN OGS AND THE WASHINGTON OFFICE. CAN YOU TELL US
6 WHAT THOSE WERE?

7 A THEY WERE PHONE CALLS TO DEVANEY IN HOUSTON AND
8 STATLAND IN OUR NATIONAL OFFICE AND THE RESULTS OF THOSE CALLS
9 WERE THAT THEY ESSENTIALLY SUBSTANTIATED WHAT THEY HAD SAID
10 IN THEIR REPORTS, PREVIOUS REPORTS.

11 Q DURING YOUR INVESTIGATION DID YOU COME UPON ANYTHING
12 THAT CAUSED YOU TO QUESTION THE ACCURACY OF THE COMMENTS THAT
13 WERE MADE CONCERNING MISS HOPKINS AS TO HER INTERPERSONAL
14 SKILLS?

15 A I THINK A NUMBER OF PEOPLE EXPLAINED THE CIRCUMSTANCES
16 AND MAYBE QUESTIONED THE ACCURACY OF SOME OF THE STATEMENTS
17 THAT HAD BEEN MADE BUT THE OVERALL IMPRESSION AS TO THE PROBLEM
18 ON INTERPERSONAL SKILLS I HAD NO FEELING THAT THERE WAS ANY-
19 THING WRONG WITH THAT IMPRESSION.

20 Q WERE YOU AWARE AT SOME POINT IN TIME THAT MR. COFFEY
21 IN THE ST. LOUIS OFFICE HAD CHANGED HIS RECOMMENDATION THAT
22 HE HAD ORIGINALLY MADE ON HIS LONG FORM FROM A HOLD TO A LATER
23 RECOMMENDATION OF A YES FOR ADMISSIONS?

24 A YES.

25 Q DID YOU UNDERSTAND MR. COFFEY OR ANY OTHER ST. LOUIS
PARTNERS TO RETRACT ANY OF THE COMMENTS THAT THEY HAD MADE

1 IN THEIR LONG OR SHORT FORM CONCERNING MISS HOPKINS' INTER-
2 PERSONAL SKILLS?

3 A NO.

4 Q DID YOU PREPARE A MEMORANDUM FOR THE ADMISSIONS
5 COMMITTEE CONTAINING THE COMMITTEE'S STATEMENT OF THE RECOMMENDA-
6 TION FOR THE DISPOSITION OF MISS HOPKINS' CANDIDACY?

7 A YES, I DID.

8 MR. SCHRADER: I'D LIKE TO SHOW THE WITNESS
9 DEFENDANT'S EXHIBIT 37.

10 Q CAN YOU TELL US, IF YOU KNOW, WHAT DEFENDANT'S
11 EXHIBIT 37 IS?

12 A YES. IT'S A MEMORANDUM THAT I PREPARED AT THE
13 CONCLUSION OF THE DELIBERATIONS OF THE ADMISSIONS COMMITTEE.

14 Q IN THAT EXHIBIT YOU INDICATE IN THE SECOND SENTENCE
15 THAT "SHE HAS PROVEN THAT SHE CAN MARKET, MANAGE AND CONTROL
16 LARGE COMPUTER BASE SYSTEMS, DESIGN AND DEVELOPMENT PROJECTS,
17 WHICH SKILL IS CONSIDERED ADAPTABLE TO BOTH COMMERCIAL AND
18 PUBLIC SECTOR CLIENTS." IS THAT LANGUAGE YOU MADE UP?

19 A NO, IT'S NOT. THE PURPOSE OF THE MEMORANDUM IS THAT
20 THE AREA PRACTICE PARTNERS AND THE PARTNERS IN CHARGE OF
21 OFFICES WILL BE ABLE TO EXPLAIN TO THE CANDIDATE THE DECISION
22 OF THE ADMISSIONS COMMITTEE, BUT IT ALSO HAS THE PURPOSE OF
23 INFORMING THE POLICY BOARD AS TO THE REASON FOR THE CONCLUSION
24 IN THE CASE OF HOPKINS THE COMMENTS WERE SO STRONG THAT I KNEW
25 THE POLICY BOARD WOULD BE QUESTIONING WHY IT WAS A HOLD RATHER

1 THAN A NO AND I TOOK THAT LANGUAGE DIRECTLY OUT OF THE
2 PROPOSAL DOCUMENT AS A REASON WHY THIS PERSON SHOULD BE GIVEN
3 ANOTHER CHANCE.

4 Q NOW, I NOTE ALSO THAT IN THE MEMORANDUM WHERE YOU
5 TALK ABOUT SHE SHOULD BE HELD AT LEAST A YEAR, WAS THERE A
6 PARTICULAR REASON FOR INCLUDING THE WORDS AT LEAST?

7 A YES. I VIEW THE PROBLEMS THAT HAD COME UP DURING
8 THE CIRCULARIZATION AS SO PERVASIVE, SO STRONG AND SO CURRENT
9 THAT I HAD SOME DOUBTS THAT THE CANDIDATE WOULD BE ABLE TO
10 OVERCOME IN A PERIOD OF JUST A YEAR.

11 Q IN ANY OF YOUR INVESTIGATION OR DURING YOUR PARTI-
12 CIPATION IN THE DELIBERATIONS AT THE ADMISSIONS COMMITTEE OR
13 POLICY BOARD DID YOU EVER HAVE ANY REASON TO BELIEVE THE
14 DECISION ON MISS HOPKINS OR ANY COMMENTS THAT HAD BEEN SUB-
15 MITTED ON MISS HOPKINS WERE BASED UPON HER SEX?

16 A ABSOLUTELY NOT.

17 Q DID THE COMMITTEE, THE ADMISSIONS COMMITTEE AND
18 POLICY BOARD WEIGH THE COMMENTS ON MISS HOPKINS THE SAME AS
19 IT WEIGHS THE COMMENTS FOR MALE CANDIDATES?

20 A YES, THEY DID.

21 Q ARE YOU AWARE OF WHETHER ANY MAIL CANDIDATES HAD
22 BEEN PLACED ON HOLD OR IN A NO OR BEEN TOLD NO FOR REASONS,
23 INCLUDING INTERPERSONAL SKILLS PROBLEMS?

24 A YES, QUITE A FEW HAVE.

25 Q CAN YOU TELL US THE NAMES OF SOME?

1 A I GUESS I REMEMBER THE ONES WHERE I MADE THE VISITS
2 THE MOST CLEARLY. IT WAS FRIEDMAN IN PHOENIX. COHEN IN
3 LOS ANGELES. HOMER IN NEWPORT BEACH. BEALS OUT OF DETROIT.
4 I ALSO REMEMBER A FAIRLY EXTENSIVE POLICY BOARD -- ADMISSIONS
5 COMMITTEE DISCUSSION ON BOKOWSKI IN NEW YORK. THERE ARE MANY
6 OTHERS, I'M SURE, BUT THEY DON'T COME TO MIND.

7 THE COURT: WELL, THIS MEMORANDUM DOESN'T SAY WHAT
8 INTERPERSONAL RELATIONS YOU'RE TALKING ABOUT. IF I WERE TO
9 PICK THAT UP AND LOOK AT IT I WOULDN'T KNOW WHETHER YOU'RE
10 TALKING ABOUT CLIENTS OR YOU'RE TALKING ABOUT STAFF.

11 THE WITNESS: I DON'T THINK --

12 THE COURT: NOW, AS I GATHER IN THIS CASE -- AT
13 LEAST FROM WHAT I'VE HEARD, OTHER PARTNERS, OTHER OF YOUR
14 PARTNERS, AND FROM THE CLIENTS THEMSELVES THERE WAS NO SUCH
15 PROBLEM WITH THE CLIENTS.

16 THE WITNESS: THE COMMENTS WE RECEIVED ALL TALKED
17 ABOUT STAFF AND PARTNERS.

18 THE COURT: YOU'RE NOT INTERESTED IN HOW SOMEONE
19 GETS ALONG WITH CLIENTS?

20 THE WITNESS: THERE WERE STRONG REPRESENTATIONS
21 MADE THAT SHE GOT ALONG WELL WITH CLIENTS. I PERSONALLY
22 FOUND IT HARD TO BELIEVE THAT SOMEONE WHO HAD THIS MANY
23 PROBLEMS WITH PARTNERS AND STAFF WOULD NOT EVENTUALLY HAVE
24 THE SAME PROBLEMS WITH CLIENTS. SHE REALLY HAD NOT BEEN
25 EXPOSED --

1 THE COURT: WOULDN'T IT HAVE BEEN JUST AS EASY TO
2 BELIEVE THAT SINCE SHE GOT ALONG WELL WITH DEMANDING CLIENTS
3 THAT THE STAFF WAS RESPONSIBLE FOR THE DIFFICULTY AND NOT THE
4 LADY?

5 THE WITNESS: SHE REALLY HAD NOT BEEN EXPOSED TO
6 THAT MANY CLIENT SITUATIONS. MY RECOLLECTION IS THAT SHE HAD
7 BEEN AT TWO MAJOR ENGAGEMENTS SINCE COMING TO THE FIRM, WHEREAS
8 SHE HAD BEEN EXPOSED TO QUITE A FEW PEOPLE ON THE STAFF, AND
9 THAT COMMENT WAS COMING FROM TOO MANY DIRECTIONS.

10 THE COURT: WELL, DID YOU LOOK INTO THAT? BECAUSE
11 APPARENTLY THE FACT OF THE MATTER IS THAT IN THE DEVELOPMENT
12 OF THE TWO PHASES OF THE STATE DEPARTMENT PROGRAM WHICH WENT
13 OVER A PERIOD OF MONTHS AND YEARS SHE WENT ALL OVER THE WORLD
14 TALKING TO CLIENTS AND SHE'S ALL OVER THE WORLD TALKING TO
15 YOUR PEOPLE, THOUGH THEY'RE IN SOME OTHER KIND OF A CORPORA-
16 TION. YOU DIDN'T EVEN FIND OUT WHAT THEY THOUGHT OF HER WHEN
17 SHE WENT TO TIMBUCTU, OR WHEREEVER IT WAS.

18 THE WITNESS: WE GAVE HER THE BENEFIT OF THE DOUBT
19 ON THAT. WE JUST ASSUMED THAT SHE GOT ALONG WELL WITH CLIENTS.
20 IT'S NOT UNCOMMON FOR SOMEBODY WHO IS FAIRLY INTELLIGENT THAT
21 THEY ACT ONE WAY WITH ONE PERSON AND A DIFFERENT WAY WITH
22 ANOTHER. A LOT OF PEOPLE ACT BEAUTIFULLY IN FRONT OF THE
23 PARTNERS AND WHEN THEY'RE DEALING WITH STAFF THEY'RE A LITTLE
24 ROUGH.

25 THE COURT: SURE.

1 THE WITNESS: AND I WOULD PRESUME THAT IN DEALING
2 WITH CLIENTS ONE WOULD BE ESPECIALLY CAREFUL BECAUSE THERE'S
3 NOTHING THAT'S GOING TO KILL OFFA CANDIDACY FASTER THAN TO HAVE
4 A CLIENT COMPLAIN ABOUT YOU.

5 THE COURT: BUT READING THIS MEMO YOU WOULDN'T KNOW
6 WHERE HER PROBLEMS WERE, WOULD YOU?

7 THE WITNESS: I WOULD HAVE NO DOUBT THAT TOM BEYER
8 WOULD BE THE ONE THAT WOULD HAVE TO TALK WITH HER. HE KNEW
9 EXACTLY WHERE THE PROBLEMS WERE.

10 THE COURT: OH, WITH HER. I UNDERSTAND THAT.

11 THE WITNESS: AND THEN THE AREA PRACTICE PARTNER
12 WHO WOULD HAVE TO CONVEY THE MESSAGE TO THE PARTNER IN CHARGE
13 ALWAYS GETS COPIES OF THE EXTRACTS OF THE LONG AND SHORT FORMS
14 AND THEY ARE WELL AWARE OF THE PROBLEMS AS WELL.

15 THE COURT: GO AHEAD.

16 BY MR. SCHRADER:

17 Q WERE YOU SURPRISED WHEN MISS HOPKINS WAS NOT
18 PROPOSED AGAINST BY OGS IN THE FOLLOWING YEAR?

19 MR. HELLER: OBJECTION. I DON'T KNOW WHAT THAT HAS
20 TO DO WITH THIS WITNESS AT ALL. I DON'T KNOW WHAT HIS SUR-
21 PRISE WOULD CONTRIBUTE TO THE RESOLUTION OF THE CASE.

22 THE COURT: I DON'T SEE THE RELEVANCE. HE'S
23 ALREADY SAID HE THOUGHT IT WOULD TAKE MORE THAN A YEAR FOR
24 HER TO GET STRAIGHTENED AROUND AND SHE CAME UP THE SECOND
25 TIME WAY LESS THAN A YEAR BECAUSE BY THE TIME THIS PROCESS IS

1 OVER THE NEW YEAR HAS ALREADY STARTED SO YOU DON'T REALLY
2 GIVE A YEAR DOESN'T MEAN ANYTHING. AS A PRACTICAL MATTER
3 YOU'RE OUT SOLICITING COMMENTS WELL SHORT OF A FULL CALENDAR
4 YEAR HAVING GONE BY AND YOU EXPRESSED THE VIEW THAT YOU THOUGHT
5 SHE'D NEED MORE THAN THAT TIME.

6 MR. SCHRADER: I PASS THE WITNESS, YOUR HONOR.

7 CROSS-EXAMINATION

8 BY MR. HELLER:

9 Q MR. MARCELLIN, DO YOU KNOW WHETHER OTHER PEOPLE DO
10 THESE OFFICE VISITS THE WAY YOU DO?

11 A GENERALLY WE FOLLOW THE SAME PROCEDURE BUT I'M SURE
12 IT'S NOT EXACT. EACH ONE MUST HAVE HIS OWN STYLE.

13 Q WELL, SPECIFICALLY YOU SAID YOU READ TO THE OFFICE
14 PEOPLE IN THE CANDIDATE'S OFFICE SHORT FORM COMMENTS. DO YOU
15 READ LONG FORM COMMENTS AS WELL, BY THE WAY?

16 A OH, YES.

17 Q AREN'T THOSE SUPPOSED TO BE CONFIDENTIAL?

18 A I KEEP THEM CONFIDENTIAL. I DON'T SAY SO AND SO
19 SAID SO AND SO. I SAY HERE IS THE PICTURE I HAVE OF THIS
20 CANDIDATE AND THEN I GIVE A GENERAL DESCRIPTION OF WHAT THE
21 COMMENTS ARE.

22 Q DO YOU READ MORE NEGATIVE COMMENTS OR POSITIVE
23 COMMENTS TO THE PEOPLE THAT YOU INTERVIEW?

24 A PROBABLY MORE THE NEGATIVE BECAUSE THOSE ARE THE
25 ONES THAT WE'RE TRYING TO GET BEHIND. A POSITIVE COMMENT

1 DOESN'T REALLY NEED FOLLOW-UP. WE'RE PREPARED TO TAKE THOSE
2 ON THEIR FACE VALUE.

3 Q SO THAT THE PEOPLE THAT YOU'RE INTERVIEWING TEND
4 TO HEAR FROM YOU OR TO SEE FROM YOU THE WARTS AND WENS ON
5 PEOPLE'S FACES, THE CANDIDATE'S FACE, RATHER THAN THE GOOD
6 THINGS, IS THAT CORRECT?

7 A YES, BUT NOT UNTIL I'VE ALLOWED THEM TO TELL ME WHAT THEY
8 HAD TO SAY ON THE CANDIDATE. THAT'S THE LAST STEP THAT I
9 FOLLOW. THEY'VE GONE AHEAD AND SAID WHATEVER THEY WANT. NOW
10 I'M LOOKING FOR A REACTION TO SOME OF THE UNFAVORABLE COMMENTS.

11 Q NOW, LET ME ASK YOU TO LOOK -- DO YOU HAVE IN FRONT
12 OF YOU DEFENDANT'S EXHIBIT 30, A COPY OF YOUR OFFICE VISIT?
13 I'LL GIVE YOU ONE IF YOU DON'T.

14 JUST MAYBE TO AVOID CONFUSION IT WOULD BE BETTER IF
15 WE TOOK THESE BACK.

16 YOU HAVE IN FRONT OF YOU NOW, DON'T YOU, A COPY OF
17 DEFENDANT'S EXHIBIT 30?

18 A YES, SIR.

19 Q NOW, ARE YOU SAYING TO ME THAT THE COMMENTS WHICH
20 BEGIN ON NUMBERED PAGE TWO AFTER YOU'VE REVIEWED THE FILE ARE
21 COMMENTS THAT YOU HAVE GOTTEN BEFORE YOU START READING TO
22 THESE PEOPLE THE NEGATIVE COMMENTS?

23 A NOT NECESSARILY. THEY'RE BOTH -- IF THEY MADE
24 CERTAIN COMMENTS THAT MAYBE BEFORE I READ THE NEGATIVE COMMENTS
25 THAT ARE DIFFERENT FROM WHAT ARE ON THE LONG AND SHORT FORMS,

1 THOSE WOULD BE ON THERE AND THEN THE REACTION TO THE COMMENTS
2 WOULD ALSO BE ON THERE.

3 Q AND A LOT OF THOSE ARE VERY POSITIVE, ARE THEY NOT,
4 ON PAGES TWO AND THREE?

5 A YES, SIR.

6 Q NOW, LET ME ASK YOU TO LOOK SPECIFICALLY AT THE
7 COMMENT, FOR EXAMPLE, FROM MR. HALLER, THE SECOND ONE DOWN.

8 A YES.

9 THE COURT: ARE YOU ON PAGE TWO?

10 MR. HELLER: WELL, IT'S NUMBERED PAGE TWO, YOUR
11 HONOR. IT'S BEYOND THE FIRST TWO REAL PAGES. I DON'T QUITE
12 GET THE NUMBERING MYSELF, BUT IF YOU GO TO THE THIRD PAGE --

13 THE COURT: OH, I SEE. IT'S THE THIRD PAGE NUMBER
14 TWO, RIGHT.

15 MR. HELLER: YES, I'M SORRY.

16 BY MR. HELLER:

17 Q WAS MR. HALLER ACTUALLY IN THAT OFFICE OR WAS HE
18 IN THE BETHESDA, MARYLAND OFFICE?

19 A I BELIEVE HE WAS ATTACHED TO THE BETHESDA OFFICE
20 BUT HE WAS PHYSICALLY IN OGS, THE DAY THAT I SPOKE WITH HIM.

21 Q WAS THE THING YOU REMEMBERED MOST ABOUT YOUR INTER-
22 VIEW WITH HIM WAS THAT HE SAID SHE BROUGHT HER KIDS INTO THE
23 OFFICE?

24 A I WOULDN'T SAY IT WAS THE THING I REMEMBER MOST.

25 Q THAT'S THE THING YOU PUT DOWN THOUGH. THIS IS YOUR

1 DISTILLATION OF YOUR INTERVIEWS WITH THESE PEOPLE, ISN'T IT?

2 THE COURT: WELL, THAT ISN'T THE ONLY THING HE PUT
3 DOWN. HE PUT DOWN THREE THINGS.

4 BY MR. HELLER:

5 Q THAT'S THE MOST SPECIFIC THING THERE THOUGH, ISN'T
6 IT?

7 A TO ME THE MOST IMPORTANT THING IS THAT SHE IS
8 WORTH SAVING. I WOULD THINK THAT WOULD MEAN MORE TO ME THAN
9 ANYTHING ELSE.

10 THE COURT: HE ALSO SAID "HAD BROAD GAUGE ABILITIES."

11 BY MR. HELLER:

12 Q HOW LONG WAS YOUR INTERVIEW WITH MR. HALLER?

13 A I DON'T RECALL BUT PROBABLY NO MORE THAN HALF AN
14 HOUR. I BELIEVE I WAS ON A SCHEDULE OF EVERY HALF-HOUR
15 SOMEBODY WAS SCHEDULED, SO IF THEY WEREN'T THROUGH TALKING
16 WITH THE END OF THE HALF AN HOUR, I WOULD START FIDGETING AND
17 THE INTERVIEW WOULD BE OVER.

18 Q ALL RIGHT. NOW, LET ME ASK YOU TO -- IT MAY BE GOOD
19 WHILE WE'RE DOING THIS, YOUR HONOR, TO HAVE DEFENDANT'S EXHIBIT
20 27 IN FRONT OF YOU AS WELL.

21 THOSE ARE THE COMMENTS, ARE THEY NOT?

22 A YES.

23 Q FIRST, LET'S GO NEXT TO MR. KRULWICH. THERE'S A
24 FAIRLY EXTENSIVE ENTRY ON THE BASIS OF YOUR MEETING WITH
25 MR. KRULWICH. NOW, YOU SEE ABOUT -- I'D SAY SIX LINES DOWN

1 INTO THAT KRULWICH ENTRY.

2 A YES.

3 Q THE REFERENCE TO "MANY MALE PARTNERS ARE WORSE THAN ANN
4 (LANGUAGE AND TOUGH PERSONALITY)."

5 A RIGHT.

6 Q LET ME ASK YOU TO FOCUS PARTICULARLY ON THE WORD
7 MALE. WHY DID THAT COME UP THAT WAY? DO YOU RECALL?

8 A I HAD PICKED UP IN THE PERSONNEL FILE, I BELIEVE,
9 SOME REFERENCE TO USE OF PROFANITY AND THEN SEVERAL OTHER
10 PARTNERS THAT I SPOKE WITH HAD BROUGHT UP THE USE OF PROFANITY
11 SO THAT WAS ONE OF THE NEGATIVES THAT I WAS PUTTING IN FRONT OF
12 THE PARTNERS WHEN I BROUGHT IT UP TO KRULWICH. THAT WAS
13 INTENDED ON HIS PART TO EXPLAIN THE WAY THE PROFANITY ISSUE --
14 AND SAYING, I THINK, PEOPLE ARE JUST FOCUSING ON THAT BECAUSE
15 IT'S A LADY USING FOUL LANGUAGE. SHE'S NO WORSE THAN ANY OF
16 THE MALE PARTNERS.

17 Q SO IN OTHER WORDS, THE IDEA THAT THIS WAS PERHAPS
18 A MORE REPREHENSIBLE THING ON THE PART OF A WOMAN THAN ON THE
19 PART OF A MAN IN THE FIRM WAS MR. KRULWICH'S OR WAS IT YOURS
20 OR WAS IT THE OTHER PARTNERS THAT HAD TRIGGERED YOUR DISCUSSION
21 WITH MR. KRULWICH?

22 A THAT WAS A COMPLICATED QUESTION AND I DIDN'T REALLY
23 FOLLOW.

24 Q WHO INITIATED INTO YOUR DISCUSSION WITH MR. KRULWICH
25 THE QUESTION OF WHETHER THIS WAS WORSE IN A WOMAN THAN IN A

1 MAN PERHAPS, TO BE PROFANE OR TO BE A TOUGH PERSON?

2 A NO ONE INTERJECTED THAT INTO IT. I ASKED HIM ABOUT
3 THE PROFANITY ISSUE. I SAID -- I DON'T KNOW WHAT I SAID. BUT
4 ACTUALLY I PROBABLY SAID SOMETHING LIKE HOW BAD A PROBLEM IS
5 IT? IS SHE A DIRTY MOUTH? AND HE SAID, NO, I DON'T THINK SO.
6 SHE DOESN'T USE ANY WORSE LANGUAGE THAN ANY OF THE MEN DO.

7 Q HAVE YOU BEEN ON OFFICE VISITS FOR CANDIDATES WHO
8 WERE DIRTY MOUTHS, AS YOU PUT IT, AND NONETHELESS MADE PART-
9 NERSHIP?

10 A OH, YES.

11 Q DO YOU RECALL ANY OTHER CASES IN WHICH THAT
12 CANDIDATE WAS A WOMAN?

13 A NOT SPECIFICALLY, NO.

14 Q HOW MANY TIMES HAVE YOU BEEN ON OFFICE VISITS FOR
15 A WOMAN CANDIDATE? DO YOU RECALL?

16 A AT LEAST TWO. THERE MAY BE MORE. I CAN JUST THINK
17 OF TWO AT THE MOMENT.

18 Q DID THEY MAKE IT?

19 A ONE DID, YES.

20 Q CAN YOU GIVE ME THE NAME OF THE ONE WHO DID?

21 A SHIRLEY DALL OF SEATTLE.

22 Q NOW, I DON'T SEE ANY INTERVIEW WITH MR. WARDER.
23 DO YOU KNOW WHY THAT IS?

24 A MY PROCEDURE WAS TO INVITE EVERYBODY THAT WANTED TO,
25 TO TALK TO ME, TO TALK. I'D USUALLY HAVE A TELEPHONE CONVERSA-

1 TION WITH THE PARTNER IN CHARGE OF THE OFFICE AND SAY I'D
2 ENCOURAGE EVERYBODY TO TALK TO ME BUT IF SOMEBODY HAS NOTHING
3 TO ADD, ALL THEY'RE GOING TO DO IS REPEAT THE COMMENTS THAT
4 THEY'VE MADE ON THE LONG AND SHORT FORMS, I'M NOT GOING TO
5 INSIST THAT THEY TALK WITH ME AND I PRESUME THAT MR. WARDER
6 JUST DECIDED HE HAD NOTHING TO ADD AND WASN'T GOING TO TAKE UP
7 MY TIME AND HIS TIME. OR IN THE CASE OF A PARTNER THAT'S NOT
8 EVEN IN THE OFFICE I ALWAYS ENCOURAGE THAT THEY CONTACT ME BY
9 TELEPHONE IF THEY HAD ANYTHING TO ADD,

10 Q NOW, YOUR REVIEW OF THE OFFICE FILE, IF WE CAN JUST
11 JUMP BACK TO THE PRECEDING TWO PAGES FOR A MOMENT, ON
12 DEFENDANT'S EXHIBIT 33? YOUR REVIEW OF THE OFFICE FILE GOES
13 DOWN THROUGH THE EVALUATIONS GIVEN TO A CANDIDATE BY A PARTNER
14 PRETTY RIGOROUSLY, IT LOOKS LIKE IT FROM THIS, IS THAT CORRECT?
15 YOU REFER TO ALMOST EVERY ONE OF THEM, ISN'T THAT CORRECT?

16 A TO EVERY REPORT THAT WAS PREPARED?

17 Q EVERY EVALUATION BY A PARTNER.

18 A YES, I TRY TO SUMMARIZE THE ONES THAT WERE NOT
19 CURRENT IN THE FILE IN DETAIL AND THEN IF THERE ARE TOO MANY
20 I'LL MAKE A GENERAL STATEMENT AS TO THE REST OF THE FILE.

21 Q LET ME SHOW YOU DEFENDANT'S EXHIBIT 15, WHICH YOU
22 DIDN'T REFER TO, AND ASK YOU WHY.

23 A THAT'S NOT A PERFORMANCE REPORT. THAT WAS AN ANNUAL
24 SUMMARY THAT IS SUPPOSED TO SUMMARIZE THE SUBSTANCE OF THE
25 ACTUAL REPORTS THEMSELVES.

1 Q BUT THAT'S AN EVALUATION BY A PARTNER WHO HAS MADE
2 A HOLD COMMENT WHICH GIVES THE CANDIDATE ALL ONE'S AND TWO'S
3 AT A LATER MORE RECENT DATE, ISN'T THAT CORRECT? OR AT -- AT
4 NOT A MORE RECENT DATE BUT AT A RECENT DATE AND GIVES IT TO
5 HER FOR A WHOLE YEAR, ISN'T THAT CORRECT?

6 A YOU SAID IT'S AN EVALUATION BY A PARTNER. I DON'T
7 THINK IT'S AN EVALUATION. I THINK IT'S A SUMMARY OF THE
8 EVALUATIONS THAT WERE ALREADY IN THE FILE. THIS FORM WAS NOT
9 INTENDED TO BE USED IN LIEU OF THE NORMAL PERSONNEL REPORTING
10 FILE. THIS WAS SUPPOSED TO BE A SUMMARY OF REPORTS THAT ARE
11 ALREADY IN THE FILE.

12 Q BUT ISN'T IT JUST EXACTLY THE KIND OF THING THAT
13 YOUR OFFICE VISIT IS ABOUT, TO FIND OUT WHETHER THERE ARE
14 DISCREPANCIES OR CHANGES OF THE MIND BETWEEN PARTNERS WHO HAVE
15 MADE PERHAPS NEGATIVE COMMENTS OR POSITIVE COMMENTS AND WHAT
16 THEY NOW SEEK? ISN'T THAT EXACTLY THE SORT OF THING YOU'RE
17 AFTER?

18 A I DON'T FOLLOW WHAT YOU'RE SAYING. THIS --
19 THE COURT: YOU SAID THAT IT WAS. YOU SAID THAT
20 YOU WENT TO SEE WHETHER THEIR VIEWS HAD CHANGED.

21 THE WITNESS: YES, BUT THIS WAS NOTHING THAT WAS
22 PREPARED AFTER WARDER HAD EXPRESSED HIS VIEWS IN A LONG AND
23 SHORT FORM COMMENT AND THIS WOULD NOT BE ANYTHING THAT
24 EXPRESSED A CHANGE IN HIS VIEW FROM THAT DATE. THIS WAS
25 PREPARED BEFORE THOSE COMMENTS.

1 BY MR. HELLER:

2 Q BUT, MR. MARCELLIN, DO YOU SEE THAT IT RAISED A
3 QUESTION ABOUT WHETHER MR. WARDER HAS ANY NEGATIVE VIEWS ABOUT
4 MISS HOPKINS? WHETHER IT AT LEAST RAISES A QUESTION WHICH I
5 THOUGHT WAS THE PURPOSE OF YOUR OFFICE VISIT.

6 A NO, THIS DOES NOT. THIS IS INTENDED TO TELL THE
7 NATIONAL OFFICE, THE NATIONAL PERSONNEL DEPARTMENT THAT HERE
8 WE HAVE SOMEBODY THAT IS DOING WELL. PEOPLE TAKE LIBERTIES
9 IN PREPARING THESE THINGS. I'VE PREPARED THEM MYSELF ON
10 PEOPLE IN MY OFFICE AND I KNOW THAT IT'S INTENDED TO PRESENT
11 ONE VIEW, NAMELY THAT HERE WE HAVE A GOOD PARTNER CANDIDATE.
12 THEY'RE OFTEN INCONSISTENT WITH THE ACTUAL REPORTS IN THE FILE.

13 Q BUT IT ALSO SAYS IN THE FINAL SENTENCE, "I UNDER-
14 STAND THAT MR. WARDER COULD OUT OF LOYALTY OR ANYTHING ELSE,
15 AND YOU'RE TRYING TO FIND OUT WHETHER PEOPLE ARE DOING SOME-
16 THING OUT OF LOYALTY, I UNDERSTOOD YOU TO SAY, BUT I UNDER-
17 STOOD MR. WARDER TO SAY AT THE BOTTOM LINE, "SHE COULD BE
18 CONSIDERED," BUT DID YOU SEE THAT HE ALSO SAID, "HAS MADE
19 PROGRESS IN IMPROVING HER INTERPERSONAL RELATIONSHIPS"?

20 A YES.

21 Q NOW, DIDN'T THAT CONNOTE TO YOU SOME CHANGE?

22 A THAT DID NOT INDICATE TO ME THAT BEN WARDER THOUGHT
23 THAT THAT WAS A PARTY LINE BEING TAKEN BY THE OFFICE. WARDER
24 WAS NOT SPEAKING FOR WARDER. HE WAS SPEAKING TO OGS. BEYER
25 MUST HAVE TOLD WARDER YOU PREPARE THESE FORMS.

1 Q IN OTHER WORDS, YOUR ASSESSMENT OF THE POSITIVE
2 COMMENTS SUCH AS MR. WARDER MADE ON DEFENDANT'S EXHIBIT 15 IS
3 THAT THOSE ARE THE PARTY LINE, IS THAT CORRECT?

4 A YES.

5 THE COURT: IN OTHER WORDS, THAT MR. BEYER HAD TOLD
6 HIM TO WRITE THIS?

7 THE WITNESS: HE MAY NOT HAVE TOLD HIM EXACTLY WHAT
8 TO WRITE BUT HE PROBABLY TOLD HIM PREPARE THIS FORM AND THOSE
9 FORMS. IF YOU HAVE SOMEBODY THAT YOU'RE GOING TO PROPOSE FOR
10 THE PARTNER YOU'RE NOT GOING TO SPLASH NEGATIVES ALL OVER THE
11 FORM.

12 Q DID YOU DISCOUNT MR. KRULWICH'S COMMENTS TO YOU FACE
13 TO FACE ON THE SAME BASIS THAT HE WAS REALLY GIVING YOU THE
14 PARTY LINE?

15 A NO, SIR. I THOUGHT KRULWICH WAS SINCERE AND A REAL
16 SUPPORTER.

17 Q AND WHAT ABOUT MR. -- YOU KNEW MR. WARDER WAS NOT
18 A SUPPORTER, IS THAT CORRECT?

19 A I ASSUME HE WASN'T FROM HIS LONG OR SHORT FORM
20 COMMENTS, WHICHEVER IT WAS. SINCE HE CHOSE NOT TO TALK TO
21 ME I ASSUMED THAT HE ALSO HAD NOT CHANGED HIS VIEWS.

22 Q NOW, DID YOU DISCOUNT THE COMMENTS YOU GOT FROM
23 MR. BEYER BECAUSE THEY WOULD BE NOT ONLY THE PARTY LINE BUT
24 THE COMMISSAR'S LINE?

25 A YES, I MUST ADMIT I PROBABLY DISCOUNTED HIS COMMENTS.

1 THE COURT: YOU'DID? YOU DISCOUNTED HIS COMMENTS?

2 THE WITNESS: I ASSUME THAT MR. BEYER WAS VERY
3 SINCERE WHEN HE HAS SAID THAT SHE HAS DONE A GREAT JOB FOR
4 ME ON A STATE DEPARTMENT JOB. TOM IS A VERY AGGRESSIVE
5 PERSON WITH VERY STRONG FEELINGS AND I DIDN'T EXPECT HIM TO
6 BE COMPLETELY OPEN WITH ME WHEN HE WAS DESCRIBING HER, WHEN HE
7 WAS DISCOUNTING HER INTERPERSONAL SKILLS PROBLEM.

8 BY MR. HELLER:

9 Q BUT HE ACKNOWLEDGED THAT THEY EXISTED, DID HE NOT?

10 A YES, BUT HE MADE LIGHT OF THEM OR EXPLAINED IT AWAY.

11 Q IS THIS THE USUAL ROUTINE OF AN OFFICE VISIT
12 PARTNER COMING BACK TO REPORT TO THE ADMISSIONS COMMITTEE
13 TO SORT OF STRESS WHAT THE NGATIVES WERE AND TO SAY THE POSI-
14 TIVES SEEMED LIKE THEY PROBABLY WERE PARTY LINE AND CERTAINLY
15 THE PARTNER IN CHARGE IS A PERSON WHOSE WORD ON THESE THINGS
16 REALLY SHOULDN'T BE TAKEN AT FACE VALUE? IS THAT THE USUAL
17 ROUTINE IN YOUR OFFICE VISITS?

18 A NO, I DON'T THINK I SAID THAT WAS MY ROUTINE AND
19 IT CERTAINLY IS NOT THE USUAL ROUTINE.

20 Q NOW, LET'S GO TO MR. EPELBAUM ON THE LAST PAGE OF
21 DEFENDANT'S EXHIBIT 30. NOW, I WANT TO GO DOWN THIS QUITE
22 CAREFULLY BECAUSE I WANT TO BE VERY SURE THAT YOU THINK YOU
23 HAVE ACCURATELY RECORDED THE ESSENCE OF YOUR MEETING WITH
24 MR. EPELBAUM, SO I ASK YOU TO LOOK AT IT, PLEASE, AND PARTI-
25 CULARLY TO LOOK AT THE STATEMENT, "HER MANAGEMENT STYLE IS ONE

1 OF PERPETUAL CRISIS. IF SHE CAN'T CONVINCe YOU THERE IS A
2 CRISIS SHE WILL GO OUT AND CREATE ONE." IS THAT SOMETHING THAT
3 MR. EPELBAUM SAID TO YOU OR IS THAT SOMETHING THAT YOU YOUR-
4 SELF INTERPRETED INTO HIS WORDS?

5 A YOU PROBABLY NEED TO REALIZE THAT IT WAS IN RESPONSE
6 TO A SPECIFIC QUESTION OR TO A SPECIFIC ISSUE I HAD RAISED
7 WITH HIM. ONE OF THE ISSUES IN THE HOPKINS CASE WAS THAT SHE
8 HAD EITHER CREATED A LOT OF TURMOIL OR SOMEHOW GOTTEN THE
9 ST. LOUIS PARTNERS AND STAFF VERY UNHAPPY IN CONNECTION WITH
10 ASSISTING IN SOME PROPOSAL AND IN TALKING WITH BEYER AND
11 EXPLAINING THAT BEYER TOLD ME SHE HAD TERRIBLE PROBLEMS THERE,
12 THEY WOULDN'T EVEN HELP HER WITH TYPING. AND MY REACTION TO
13 THAT WAS BALONEY. IT SOUNDS INCREDIBLE TO ME THAT YOU CAN'T
14 GET TYPING HELP FROM ANOTHER OFFICE. KNOWING THAT EPELBAUM
15 WAS FORMERLY WITH ST. LOUIS AND MIGHT HAVE HAD SOME DIRECT
16 INPUT INTO THAT I ASKED HIM THAT SPECIFIC QUESTION. I SAID
17 IS IT YOUR UNDERSTANDING THAT HOPKINS COULDN'T EVEN GET ANY
18 TYPING ASSISTANCE OUT OF ST. LOUIS? AND IN RESPONDING TO THAT
19 HE SAID, WELL, IT'S PROBABLY BEEN OVER EXAGGERATED, THIS AND
20 THAT. ANN'S STYLE IS SUCH THAT SHE THRIVES ON CRISIS. IF THERE
21 ISN'T A CRISIS SHE'LL CREATE ONE.

22 Q WELL, DID YOU MENTION SINCE YOU HAD RAISED IT ON THE
23 BASIS OF THE ST. LOUIS INCIDENT THAT THERE WAS A REAL DEADLINE
24 TO BE MET THERE?

25 A I THINK HE WAS FAMILIAR WITH THE ST. LOUIS SITUATION

1 AT THAT TIME.

2 Q ALL RIGHT. BUT GOING BACK TO MY ORIGINAL QUESTION
3 TO YOU IN THIS MATTER, ARE THOSE -- WELL, ARE THOSE YOUR WORDS
4 OR ARE THOSE MR. EPELBAUM'S WORDS?

5 A I SAT THERE TAKING NOTES AS HE WAS TALKING, SO --

6 Q SO THOSE ARE HIS WORDS?

7 A THEY SHOULD BE HIS WORDS, RIGHT.

8 Q AND AS I NOTE, WHEN YOU WENT THROUGH THE OFFICE FILE
9 YOU PRETTY CLOSELY PARAPHRASED A NUMBER OF THINGS YOU FOUND
10 THERE, DID YOU NOT?

11 A YES.

12 Q TO THE POINT OF USING THE WORD "ANN" REPEATEDLY
13 BECAUSE OTHER PEOPLE HAD USED IT IN THE OFFICE FILE MEMOS. ALL
14 RIGHT. NOW, LET ME TAKE YOU DOWN A COUPLE OF MORE LINES IN THE
15 EPELBAUM ENTRY. THE STATEMENT, "ANN WANTS TO WIN. I DON'T
16 KNOW WHERE SHE WOULD DRAW THE LINE." THAT, OF COURSE, IS A
17 PRETTY SERIOUS SUGGESTION OF UNETHICAL CONDUCT, AND YOU HEARD
18 SUCH CHARGES FROM MR. DEVANEY, I ASSUME, WHEN YOU HAD TALKED
19 WITH HIM, IS THAT CORRECT?

20 A NOT UNETHICAL BUT IT BORDERED ON DISHONESTY. IT
21 INVOLVED INTEGRITY RATHER THAN ETHICS.

22 Q I'M SORRY, THAT'S WHAT I MEANT. I DIDN'T MEAN TO
23 DRAW A NICE DISTINCTION BETWEEN THEM. THIS SUGGESTS THAT
24 MISS HOPKINS REALLY WOULD DO WHAT WAS NECESSARY, EVEN IF IT
25 WAS IMPROPER. NOW, ARE THOSE MR. EPELBAUMS WORDS OR YOURS?

1 A I KNOW HE WAS ANSWERING A SPECIFIC QUESTION ON THE
2 INTEGRITY ISSUE. HE WAS SAYING THAT ANN IS A VERY INTENSE
3 PERSON AND KIND OF WONDERED WHERE SHE MIGHT DRAW THE LINE,
4 ALTHOUGH HE DID NOT TAKE POSITIONS ON THE ISSUE INVOLVING
5 INTEGRITY.

6 Q ALL RIGHT. NOW, THE LAST SENTENCE. "I AVOID HER
7 SOCIALLY." NOW, I GATHER YOU GOT A COMMENT FROM MR. EPELBAUM
8 ABOUT MR. HIGGINS, DID YOU NOT, AS WELL?

9 A YOU MEAN ON HIS CANDIDACY?

10 Q YES.

11 A YES.

12 Q DID MR. EPELBAUM TELL YOU THAT IN CONNECTION WITH
13 MR. HIGGINS THAT HE AVOIDED HIM SOCIALLY, TOO?

14 A I DON'T RECALL.

15 Q DID MR. EPELBAUM TELL YOU THAT HE DOESN'T, IN FACT,
16 SOCIALIZE AT ALL WITH PEOPLE BELOW THE PARTNER LEVEL IN THE
17 OFFICE?

18 A I DON'T BELIEVE HE DID.

19 Q DID YOU ASK HIM WHY HE MADE THE COMMENT ABOUT AVOID-
20 ING HER SOCIALLY?

21 A IT FIT IN SO WELL WITH THE PREVIOUS COMMENT, "I
22 DON'T ENJOY WORKING WITH HER. I AVOID HER SOCIALLY," I HAD
23 NO REASON TO ASK ANY MORE QUESTIONS ABOUT THAT.

24 Q WERE YOU AWARE THAT MR. EPELBAUM, IN FACT, MAKES A
25 PRACTICE OF NOT SOCIALIZING WITH PEOPLE AT ALL BELOW THE

1 PARTNERSHIP LEVEL?

2 A NO, I WASN'T.

3 Q WITHIN PRICE WATERHOUSE. NOW, YOU SAID THAT YOU
4 BELIEVE MR. EPELBAUM REMAINED A "YES" ALTHOUGH HE HAD GIVEN
5 YOU A SERIES OF REALLY QUITE NEGATIVE COMMENTS ABOUT MISS
6 HOPKINS. ARE YOU SURE OF THAT? ARE YOU SURE HE DIDN'T TELL
7 YOU THAT HE NOW WAS A HOLD?

8 A I'M NOT SURE OF IT BUT I CAN'T BELIEVE THAT I WOULD
9 NOT BELIEVE THAT I WOULD NOT HAVE WRITTEN IT DOWN IF HE HAD
10 SAID THAT I'M NOW CHANGING MY RECOMMENDATION TO HOLD. THAT
11 WOULD HAVE BEEN AN IMPORTANT PIECE OF INFORMATION.

12 Q ARE YOU THE ONE WHO REPORTS TO THE COMMITTEE ON HOW
13 THE LONG FORM PEOPLE ARE NOW VOTING AS WELL AS THE SHORT FORM
14 PEOPLE?

15 A I WOULD HAVE NO WAY OF KNOWING HOW PEOPLE ARE VOTING.
16 THESE ARE RECOMMENDATIONS. THE VOTE DOESN'T HAPPEN UNTIL THE
17 BALLOT GOES OUT AND THOSE ARE CONFIDENTIAL VOTES AND I AM NOT
18 PRIVY TO THOSE.

19 Q I DIDN'T MEAN VOTE IN THAT SENSE, I MEANT ARE YOU
20 THE ONE THAT REPORTS TO THE COMMITTEE ON THE BOTTOM LINE
21 RECOMMENDATION OF THE PEOPLE WHO MAKE LONG FORMS AND SHORT
22 FORMS?

23 A YES.

24 Q AND YOU REPORTED THAT THERE WERE THREE YESES, TWO
25 HOLDS, AND ONE NO FOR MISS HOPKINS, IS THAT CORRECT?

1 A I DIDN'T REPORT THAT. THAT'S WHAT THE ORIGINAL
2 CIRCULARIZATION SHOWED AND IF I HAD BEEN AWARE OF A CHANGE
3 AS IN COFFEY'S CASE, THAT GETS KNOWN TO THE COMMITTEE BUT I
4 WOULDN'T CHECK THE ARITHMETIC FOR THEM.

5 Q THAT WOULD HAVE MADE 4, 1, 1.

6 A I DON'T RECALL WHAT THE STATISTICS WERE.

7 Q MR. BEYER WAS IN FAVOR?

8 A YES.

9 Q MR. KRULWICH WAS IN FAVOR?

10 A RIGHT.

11 Q AND ORIGINALLY MR. EPELBAUM HAD BEEN IN FAVOR?

12 A YES.

13 Q AND NOW MR. COFFEY SAYS HE'S IN FAVOR. THAT'S FOUR,
14 ISN'T IT?

15 A RIGHT.

16 Q THAT LEAVES ONLY MR. WARDER AS A HOLD AND MR.
17 STATLAND AS A NO, DOESN'T IT?

18 A I DON'T KNOW, UNLESS REVIEIING THE THING.

19 Q WHEN YOU CAME BACK SAYING THREE, TWO TO ONE WHEN
20 YOU SAY MR. COFFEY HAD SWITCHED YOU ALSO MUST KNOW MR. EPELBAM
21 HASN'T SWITCHED, DIDN'T YOU?

22 A I DIDN'T FOLLOW THAT AT ALL. I DIDN'T COME BACK
23 AND SAY THREE, TWO AND ONE, SO --

24 Q BUT SOMEHOW OR OTHER SOMEBODY ON THE COMMITTEE
25 COUNTED VOTES AND THE ONLY PERSON WHO MIGHT HAVE KNOWN

1 MR. EPELBAUM WAS NOW TELLING YOU HE FAVORED A HOLD. I DON'T
2 WANT TO BE SECRETIVE WITH YOU. HE SAID THAT IN HIS DEPOSITION.
3 HE SAID HE TOLD YOU THAT, IF MR. EPELBAUM HAD TOLD YOU HE WAS
4 NOW A HOLD YOU WOULD BE THE ONLY PERSON WHO WOULD SAY THE
5 VOTE REMAINS THE SAME, BUT THE PEOPLE VOTING ARE IN DIFFERENT
6 POSITIONS?

7 A I DON'T RECALL IF HE TOLD ME THAT. I DON'T RECALL
8 GETTING INTO THAT ISSUE AT ALL.

9 Q NOW, AT THE POLICY BOARD LEVEL, DO YOU RECALL ANY
10 COMMENT BY ANYBODY SAYING -- WERE YOU AT THE POLICY BOARD
11 MEETING ON ANN HOPKINS?

12 A YES.

13 Q DO YOU RECALL ANYBODY SAYING AT THAT MEETING THAT
14 SHE LACKED SOCIAL GRACE?

15 A NO, I DON'T.

16 Q DO YOU RECALL MR. GOODSTAT SAYING THAT HE WAS TRYING
17 TO GET HER INVOLVED IN A NUMBER OF PROJECTS AND COUNSEL WITH
18 HER?

19 A NO, I DON'T.

20 Q DO YOU RECALL ANYTHING OF THAT DISCUSSION AT THE
21 POLICY BOARD?

22 A NOT REALLY.

23 Q WAS IT LONG OR SHORT? DO YOU RECALL THAT?

24 A NO, I DON'T.

25 Q ARE YOU FAMILIAR WITH THE KIND OF NOTES THAT

1 MISS MERTSON TAKES OF THOSE DECISIONS?

2 A I HAVE JUST RECENTLY LEARNED THAT SHE TOOK NOTES.
3 I DIDN'T REALIZE SHE TOOK NOTES.

4 Q OKAY. NOW, I UNDERSTOOD YOUR ANSWER TO JUDGE GESELL'S
5 QUESTION THAT YOU WOULDN'T GO OUT AND TALK TO CLIENTS PERHAPS
6 ABOUT MISS HOPKINS OR ANY OTHER CANDIDATE. BUT DID YOU IN YOUR
7 DISCUSSIONS WITH THE WASHINGTON OFFICE PARTNERS STRESS WHETHER
8 HER RELATIONS WITH CLIENTS WERE GOOD OR BAD? DID YOU DISCUSS
9 THAT MATTER SUBSTANTIVELY?

10 A NOT TO ANY GREAT EXTENT. I THINK THAT'S ONE THAT
11 THE PEOPLE THAT KNEW HER BEST HAD ALREADY TOLD ME, THAT THOSE
12 WERE GOOD RELATIONS AND I WAS PREPARED TO TAKE THOSE AT FACE
13 VALUE.

14 Q LET ME ASK YOU WHETHER YOU TALKED TO MR. KERCHER
15 ABOUT HIS SHORT FORM COMMENT SINCE IN DEFENDANT'S EXHIBIT 30
16 ON THE SECOND PAGE OF YOUR REVIEW OF THE OFFICE FILE YOU NOTE
17 A QUITE RECENT REPORT BY KERCHER ON THE HOUSTON MAS QUALITY
18 CONTROL REVIEW WHICH ARE ALL ONE'S AND TWO'S AND NO ADVERSE
19 COMMENTS. DID YOU TALK TO MR. KERCHER?

20 A I DON'T REMEMBER TALKING TO HIM. LET ME SEE IF
21 HE'S ON HERE. NO, HE DOESN'T SEEM TO BE ON THIS. HE MUST
22 HAVE NOT HAVE ASKED TO TALK WITH ME.

23 Q WELL, DID YOU ASK TO TALK TO HIM AND THEN GIVE HIM
24 THE CHANCE TO DO IT SINCE HE HAD MADE A RATHER NEGATIVE SHORT
25 FORM COMMENT?

1 A NO. I EXPLAINED PREVIOUSLY WHAT THE PROCEDURE WAS,
2 THAT ANYBODY WHO WANTED TO TALK TO ME I WOULD BE IN THE OFFICE
3 THAT DAY, THAT IF THEY WERE -- IF THERE WERE NO CHANGES TO
4 WHAT THEY HAD SAID, NOTHING TO ADD, THAT I WASN'T GOING TO
5 FORCE MYSELF ON PEOPLE WHO DIDN'T WANT TO TALK ABOUT IT.

6 Q MR. KERCHER ISN'T THERE? HE'S OUT IN TAMPA, IS HE
7 NOT?

8 A I DON'T EVEN KNOW WHERE HE IS.

9 Q NOW, DID YOU CALL MR. DEVANEY OR DID HE CALL YOU?

10 A NO, I CALLED DEVANEY.

11 Q AND YOU DIDN'T CALL MR. KERCHER?

12 A NO.

13 Q AND WERE MR. DEVANEY'S COMMENTS TO YOU ANY DIFFERENT
14 FROM HIS WRITTEN COMMENTS ABOUT MISS HOPKINS?

15 A NO.

16 Q AND THOSE COMMENTS REALLY DON'T TALK ABOUT HER
17 PERSONALLY. THEY TALK ABOUT THIS QUESTION OF INTEGRITY AGAIN.

18 A YES.

19 MR. HELLER: IF YOUR HONOR WILL JUST GIVE ME ONE
20 MOMENT.

21 BY MR. HELLER:

22 Q DID YOU DO ANY CHECKING IN TERMS OF THESE PROBLEMS
23 OF MISS HOPKINS' DIFFICULTIES AS THEY WERE TOLD TO YOU WITH
24 STAFF OR WITH OTHER PARTNERS? DID YOU DO ANY CHECKING ABOUT
25 WHETHER OR NOT THAT REFLECTED HER TRACK RECORD IN PRIOR PLACES

1 SHE WORKED, WHETHER OR NOT ANYBODY IN THE WASHINGTON OFFICE
2 HAD HEARD THAT SHE HAD THE SAME PROBLEMS BEFORE?

3 A NO.

4 Q WERE YOU AWARE OF ANY PERSONAL HOSTILITY BETWEEN
5 MR. WARDER AND MISS HOPKINS?

6 A NO.

7 Q ANY PERSONAL RESENTMENT ON MR. WARDER'S PART THAT
8 HE HAD BEEN TAKEN OFF A PROJECT THAT MISS HOPKINS WAS ON?

9 A THAT MAY HAVE COME UP BUT I DON'T RECALL IT NOW.

10 Q ALL RIGHT. NOW, IN CONNECTION WITH HOLDS, YOUR
11 ADMISSIONS COMMITTEE NORMALLY EXPLICITLY RECOMMENDS WHEN THEY
12 WANT A TWO-YEAR HOLD RATHER THAN A ONE-YEAR HOLD, DO THEY NOT?

13 A YES.

14 Q AND YOU DIDN'T MAKE THAT RECOMMENDATION HERE, DID
15 YOU?

16 A THIS WAS KIND OF AN IN BETWEEN. WE DIDN'T FEEL
17 STRONGLY THAT IT SHOULD BE TWO-YEAR; BUT DID HAVE DOUBTS THAT
18 ONE YEAR WOULD DO IT.

19 MR. HELLER: I DON'T BELIEVE I HAVE ANYTHING MORE.

20 JUST A MOMENT, YOUR HONOR.

21 BY MR. HELLER:

22 Q WHEN YOU SAY YOU SPEND HALF-HOURS, HALF-HOUR PERIODS
23 WITH THE WASHINGTON OGS PARTNERS, WERE THOSE HALF HOURS FOR
24 DISCUSSING ALL CANDIDATES THAT THEY COMMENTED ON OR WERE THOSE
25 HALF HOURS FOR EACH CANDIDATE?

1 A FOR ALL CANDIDATES.

2 Q SO IF YOU WERE DISCUSSING MR. SCHICK AND MR. LUM AND
3 MR. HIGGINS WITH THE SAME PARTNER OR ANY ONE OF THOSE IT WOULD
4 BE A HALF HOUR DIVIDED BETWEEN ALL THOSE CANDIDATES?

5 A THAT'S RIGHT.

6 MR. HELLER: ALL RIGHT. I HAVE NO FURTHER QUESTIONS
7 OF MR. MARCELLIN.

8 MR. SCHRADER: NO QUESTIONS.

9 THE COURT: YOU'RE EXCUSED, SIR. THANK YOU.

10 MR. SCHRADER: YOUR HONOR, I HAVE A WITNESS THEY'RE
11 GOING TO GET FROM THE WITNESS ROOM.

12 MR. HELLER: WOULD IT BE POSSIBLE, YOUR HONOR, AT
13 SOME NEAR POINT TO GET THE LIST OF THEIR OTHER WITNESSES AND
14 SOME ESTIMATE OF THE DIRECT EXAMINATION, BECAUSE OBVIOUSLY
15 WE'LL WANT TO BE READY WITH REBUTTAL WITNESSES AND NOT HOLD
16 YOU UP.

17 THE COURT: WELL, I GATHER THERE ARE FOUR MORE
18 WITNESSES, IS THAT RIGHT?

19 MR. TALLENT: THAT'S CORRECT, YOUR HONOR.

20 THE COURT: FOUR MORE WITNESSES. WHY DON'T YOU
21 TALK THAT OVER AT LUNCH HOUR.

22 MR. HELLER: ALL RIGHT, YOUR HONOR.

23 THE COURT: I'LL TAKE LUNCH AFTER THIS WITNESS.

24 MR. HELLER: ALL RIGHT. THANK YOU.

25 THE COURT: AND THEN YOU CAN TALK OVER SCHEDULE

1 AMONG YOURSELVES .

2 MR. SCHRADER: THE DEFENDANT CALLS TIMOTHY COFFEY.
3 WHEREUPON,

4 TIMOTHY COFFEY,
5 HAVING APPEARED AS A WITNESS ON BEHALF OF THE DEFENDANT, AND
6 HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND TESTIFIED, AS
7 FOLLOWS:

8 DIRECT EXAMINATION

9 BY MR. SCHRADER:

10 Q CAN YOU STATE YOUR NAME AND SPELL IT FOR THE RECORD,
11 PLEASE?

12 A IT'S TIMOTHY MICHAEL COFFEY, T-I-M-O-T-H-Y,
13 M-I-C-H-A-E-L, C-O-F-F-E-Y.

14 Q ARE YOU A PARTNER IN THE FIRM OF PRICE WATERHOUSE??

15 A YES, I AM.

16 Q AND FOR HOW LONG HAVE YOU BEEN A PARTNER?

17 A SINCE 1975.

18 Q OUT OF WHICH OFFICE OF THE FIRM DO YOU PRACTICE?

19 A I PRACTICE OUT OF THE ST. LOUIS OFFICE.

20 Q HOW LONG HAVE YOU PRACTICED OUT OF THE ST. LOUIS
21 OFFICE?

22 A SINCE 1976.

23 Q WERE YOU INVOLVED IN THE FARMERS' HOME ADMINISTRATION
24 PROPOSAL EFFORT IN WHICH ANN HOPKINS WAS ENGAGED IN 1982?

25 A YES, I WAS.

1 Q CAN YOU TELL US WHAT THE NATURE OF YOUR INVOLVEMENT
2 WAS AND WHEN IT BEGAN?

3 A MY INVOLVEMENT BEGAN IN ABOUT ON -- PROBABLY SIX
4 OR NINE MONTHS BEFORE THE SUMMER OF 1982. TOM BLYTHE RECEIVED
5 AN INDICATION FROM A MANAGER IN CLEVELAND THAT THE FARMERS'
6 HOME ADMINISTRATION WOULD BE SEEKING COMMENTS ON A REQUEST FOR
7 PROPOSAL PERFORMING A LARGE PROJECT, AND ONE OF THE THINGS
8 THAT HE WAS AWARE OF IT WOULD HAVE TO INVOLVE BOTH ST. LOUIS
9 AND WASHINGTON PERSONNEL. WE, THROUGH THE CLEVELAND MANAGER'S
10 EFFORTS, OBTAINED A COPY OF THE REQUEST FOR PROPOSAL THEY
11 WANTED COMMENTS ON, PREPARED OUR COMMENTS AND SUBMITTED THEM
12 AND BEGAN CONTACTS WITH THE OFFICE OF GOVERNMENT SERVICES
13 RELATIVE TO THIS PROPOSAL. MY ROLE WAS ONE OF DECIDING,
14 ONE, WHETHER WE SHOULD BE INVOLVED AND, SECONDLY, IF WE WERE
15 INVOLVED HOW WE WOULD BE INVOLVED AND FINALLY, WHAT STRATEGY
16 WE WOULD UNDERTAKE TO TRY AND BE SUCCESSFUL IN THE PROPOSAL
17 EFFORT. AFTER I CONTACTED THE OFFICE OF GOVERNMENT SERVICES
18 I CALLED LEW KRULWICH AND TALKED ABOUT IT. HE TALKED TO TOM
19 BEYER. TOM BEYER HEADED THROUGH LEW -- IT WAS MY UNDERSTANDING
20 THAT IT WAS ALL RIGHT FOR ST. LOUIS TO GO AHEAD. SINCE THIS
21 WAS A WASHINGTON ORGANIZATION I WANTED TO CHECK WITH OUR
22 WASHINGTON OFFICE. AND HE SUGGESTED TO ME THAT WE CONSIDER
23 USING ANN HOPKINS TO ASSIST ON THE PROPOSAL EFFORT FROM THE
24 STANDPOINT OF HER EXPOSURE IN THE FIRM RELATIVE TO HER PARTNER
25 ADMISSION IN THE FUTURE, WHICH WE AGREED TO, AND THEN MY

1 RESPONSIBILITY ONCE WE STARTED ON THE PROPOSAL ITSELF WAS TO
2 ASSURE THAT THE PROPOSAL WAS PREPARED AND THAT THE STRATEGY
3 UNDERTAKEN WAS APPROPRIATE AND THAT THE FIRM WAS REPRESENTED
4 APPROPRIATELY IN THE PROPOSAL PROCESS.

5 Q WERE YOU INVOLVED IN ANY WAY IN DECIDING WHO THE
6 OTHER STAFF MANAGERS WOULD BE THAT WOULD WORK ON THAT PROPOSAL
7 EFFORT?

8 A YES, I WAS. WE -- I SHOULD BACK UP A LITTLE. TOM
9 BLYTHE AND -- TOM BLYTHE SUGGESTED THAT THIS IS A VERY IMPORTANT
10 PROPOSAL FOR ST. LOUIS, FOR A LOT OF DIFFERENT REASONS, WHICH
11 DON FRIDLEY AND TOM BLYTHE AND I AGREED TO, AND WE MET WITH
12 JOHN JORDAN, WHO IS THE PARTNER IN CHARGE OF THE OFFICE, ONE
13 MORNING FOR BREAKFAST AT HIS HOME AND DISCUSSED THE POTENTIAL
14 IMPORTANCE OF THIS PROPOSAL TO PRICE WATERHOUSE IN ST. LOUIS
15 AND THEREFORE WHEN IT BECAME TIME TO PREPARE THE PROPOSAL
16 WE HAD ALREADY DECIDED THAT THIS WAS PROBABLY THE MOST IMPORTANT
17 UNDERTAKING AT THAT POINT IN THE TIME REALM OF OUR RELATIVE
18 PROPOSAL EFFORT, SO WE ASSIGNED THE BEST PEOPLE WE COULD FIND
19 FOR THE PROPOSAL EFFORT, WHICH CONSISTED OF PEOPLE LIKE BARRY
20 BOEHM AND OTHERS. I SHOULD SAY IN ADDITION TO THAT WE ALSO
21 MADE THEM AVAILABLE AS NEED BE AND USUALLY THEY WERE OFF ON AN
22 AN ACTUAL FULLTIME BASIS. A GROUP OF THEM WERE INVOLVED IN
23 THE PREPARATION PROPOSAL.

24 Q DID YOU HAVE ANY DISCUSSIONS WITH MISS HOPKINS
25 CONCERNING THE ASSISTANCE SHE COULD EXPECT TO RECEIVE FROM THE

1 ST. LOUIS OFFICE IN PREPARING THE PROPOSAL?

2 A ANN AND I MET AT THE OUTSET WHEN SHE FIRST CAME TO
3 ST. LOUIS AND DISCUSSED HER ROLE RELATIVE TO PROPOSAL AND OUR
4 STAFFING OF THE PROPOSAL. AND I INFORMED ANN AT THAT POINT
5 IN TIME THAT SHE COULD HAVE WHATEVER ASSISTANCE SHE NEEDED
6 FROM OUR STAFF AND WE VIEWED THIS AS A VERY IMPORTANT PROJECT
7 AND PROPOSAL EFFORT. THEREFORE WE WOULD MAKE AVAILABLE THE
8 RESOURCES THAT SHE NEEDED.

9 Q WHEN MISS HOPKINS ARRIVED IN ST. LOUIS TO BEGIN
10 WORK ON THE PROPOSAL EFFORT WAS THE EFFORT IN ANY WAY IN CHAOS
11 OR IN A STATE OF DISARRAY AT THAT POINT IN TIME?

12 A WE HADN'T STARTED ON THE PROPOSAL AT THAT POINT IN
13 TIME. THERE WAS NO DISARRAY AT ALL.

14 Q DID YOU AT ANY POINT IN TIME UNDERSTAND THAT
15 MISS HOPKINS WAS NOT GIVEN SUFFICIENT SUPPORT IN TERMS OF
16 MANAGERS AND STAFF TO WORK ON THE PROPOSAL EFFORT?

17 A NO.

18 THE COURT: WELL, NOW, THAT ISN'T THE WAY I UNDER-
19 STAND THE TESTIMONY. I UNDERSTAND THE TESTIMONY TO BE THAT
20 MR. COFFEY'S STAFF THAT HAD DEALT ON OTHER PROJECTS RELATING
21 TO GOVERNMENT HAVE BEEN WORKING LARGELY WITH STATE GOVERN-
22 MENTS NATURALLY OUT IN THE MIDDLE OF THE COUNTRY, AND THAT
23 MOST OF THOSE CONTRACTS WERE SORT OF A COST-PLUS BASIS OR
24 SOMETHING OF THAT KIND, AND THIS WAS TO BE A COMPETITIVE BID
25 TAKE IT OR LEAVE IT TYPE OF CONTRACT AND THAT SOME OF YOUR

1 PEOPLE HADN'T HAD MUCH EXPERIENCE WITH THE TYPE OF ESTIMATING
2 AND STRUCTURING OF SUCH A PROPOSAL BECAUSE UNLIKE A COST-PLUS
3 CONTRACT THERE'S A LITTLE MORE LEEWAY, YOU WORK THE COSTS IN
4 AS YOU GO ALONG. AND THAT THE PLAINTIFF, AMONG OTHER THINGS,
5 FOUND SOME DIFFICULTY, ACCORDING TO WHAT SHE HAS SAID, TO GET
6 YOUR STAFF ACCUSTOMED TO THE DIFFERENT NATURE OF THE GOVERN-
7 MENT BIDDING ON THE PROJECT THAT SHE WAS INVOLVED IN.

8 MR. HELLER: YOUR HONOR, I DON'T -- I THINK MAYBE --

9 THE COURT: THAT'S WHAT I UNDERSTOOD SHE SAID.

10 MR. HELLER: COULD I TRY AND CORRECT THAT? I THINK
11 THAT'S A LITTLE BACKWARD. I THINK WHAT SHE SAID WAS THAT THE
12 ST. LOUIS STAFF, AS SHE SAW IT, HAD HAD MORE FAMILIARITY WITH
13 FIXED PRICE CONTRACTS AND THIS WAS A COST-PLUS CONTRACT.

14 THE COURT: WELL, I HAVE IT THE OTHER WAY AROUND.

15 MR. HELLER: IN WHICH THE FIGURING DIDN'T HAVE TO BE
16 QUITE AS CAREFUL AND THERE WAS MORE FREEDOM IN IT.

17 THE COURT: I GOT IT WRONG, BUT THERE WAS A
18 DIFFERENCE IN THE NATURE OF THE WORK, THE NATURE OF THE
19 CONTRACT INVOLVED, THAT HAD SOME EFFECT ON THE ABILITY OF THE
20 STAFF TO WORK ON THE TYPE OF PROJECT THAT WAS BEING OFFERED
21 HERE WHICH HAD MORE FLEXIBILITY TO IT.

22 THE WITNESS: DO YOU WANT ME TO COMMENT ON THAT?

23 THE COURT: WERE YOU AWARE OF THAT OR DID THAT EVER
24 COME UP?

25 THE WITNESS: OH, ABSOLUTELY. I WAS ONE OF THE

1 FOUNDERS OF THE OFFICE OF GOVERNMENT SERVICES. I HAVE A FULL
2 UNDERSTANDING OF COST-PLUS VERSUS FIXED CONTRACT.

3 THE COURT: I'M TALKING ABOUT THE STAFF.

4 THE WITNESS: THE STAFF I WAS VERY FAMILIAR WITH
5 BECAUSE THEY WORKED FOR ME. THAT IS CORRECT, THEY HAD WORKED
6 PRIMARILY ON A FIXED PRICE CONTRACT. HOWEVER, WHETHER A
7 CONTRACT IS A FIXED PRICE CONTRACT OR A COST-PLUS CONTRACT
8 HAS RELEVANCE FROM A PRICING STANDPOINT, BUT AS FAR AS THE
9 ACTUAL STRATEGIES THAT ARE UNDERTAKEN IN WINNING THE CONTRACT
10 ARE HIGHLY DEPENDENT ON A LOT OF OTHER FACTORS. THAT ISN'T
11 THE SOLE FACTOR THAT COMES INTO PLAY. ONE OF ANN'S CHARGES
12 FROM ME WAS TO HELP TO COMMUNICATE THE UNDERSTANDING OF A
13 FIXED PRICE AND A COST-PLUS CONTRACT, WHICH I UNDERSTOOD
14 AT THE OUTSET.

15 BY MR. SCHRADER:

16 Q MY QUESTION WAS DID YOU EVER UNDERSTAND MISS HOPKINS
17 TO HAVE BEEN GIVEN INADEQUATE SUPPORT FROM THE PROFESSIONAL
18 STAFF IN TERMS OF TIME COMMITMENT OF THOSE PEOPLE?

19 A NOT AT ALL.

20 Q WERE THERE FULLTIME PEOPLE ASSIGNED TO IT? THAT
21 IS, WERE PEOPLE ASSIGNED ON A FULLTIME BASIS?

22 A YES, THERE WERE.

23 Q AND WHO WERE THOSE PEOPLE?

24 A WELL, TO THE BEST OF MY RECOLLECTION THEY INCLUDED
25 BARRY BOEHM, LAURA WURWINE (SPELLED PHONETICALLY), AND FOR
DIFFERENCES OF FULLTIME PERIODS OF TIME OVER THIS FOUR-WEEK

1 PERIOD, DICK ZIMMER, ED KLEINART. SOMEONE ELSE. LYDIA FARR.
2 THE KEY FULLTIME PEOPLE AT THE OUTSET WERE PROBABLY ED KLEINART,
3 BARRY BOEHM, DICK ZIMMER.

4 Q DID YOU EVER UNDERSTAND MISS HOPKINS TO HAVE A
5 PROBLEM IN TERMS OF GETTING TYPING DONE ON THE PROPOSAL
6 EFFORT?

7 A THE ONLY THING I RECALL IN THAT REGARD IS THE NEED
8 THAT SHE EXPRESSED TO HAVE CERTAIN CAPABILITIES THAT WERE
9 EXISTENT IN OGS THAT WEREN'T EXISTENT IN ST. LOUIS AND I
10 FRANKLY DON'T REMEMBER THE TECHNICAL PARTS OF THAT. THAT HAD
11 SOMETHING TO DO WITH EQUIPMENT AND A PARTICULAR INDIVIDUAL
12 IN OGS, TO WHICH I REPLIED IF YOU NEED HER, BRING HER OUT, FLY
13 HER IN AND WE'LL USE HER HERE. I CAN'T REMEMBER WHETHER
14 EQUIPMENT CAME IN OR WHAT, BUT I THINK THAT WAS DONE DURING
15 THE PROCESS OF THE PROPOSAL ITSELF.

16 THE COURT: HOW DID SHE DEMONSTRATE, AS YOU OBSERVED
17 IT, HER NEED TO IMPROVE PEOPLE SKILLS AND THE FACT THE STAFF
18 DIDN'T LIKE WORKING WITH HER AND THE VARIOUS THINGS YOU'VE
19 COMMENTED ON? HOW DID YOU OBSERVE THAT? I MEAN IN CONCRETE
20 TERMS.

21 THE WITNESS: I OBSERVED IT IN SEVERAL WAYS AND ANN
22 AND I TALKED ABOUT IT AT SOME LENGTH IN A COUNSELING FASHION.
23 ONE WAS A FEEL OF THE EFFORT, AND THAT ISN'T CONCRETE, AND
24 IT'S HARD TO GET SPECIFICS AROUND IT BUT WHEN YOU HAVE AN
25 OFFICE LIKE I DID WHERE I FELT VERY CLOSE TO THE ENTIRE STAFF

1 AND WAS CONSTANTLY THERE, THERE WAS A DIFFERENT FEEL AS TO
2 WHAT WAS GOING ON IN THE OFFICE AND THE LOCAL MORALE OF THE
3 INDIVIDUALS. THE ONES WORKING ON THE PROPOSALS WERE THE ONES
4 THAT WERE GENERALLY IN THE OFFICE AS OPPOSED TO THE CLIENT
5 SIDE. SO I'M GENERALLY IN THE OFFICE AND JUST WALKING AROUND
6 IN THE SENSE OF URGENCY, YES, BUT THIS WAS MORE THAN AN URGENCY.
7 IT WAS ALMOST LIKE THEY WERE SOMEWHAT FEARFUL. I DISCUSSED
8 THAT WITH SEVERAL OF THE INDIVIDUALS FROM THE STANDPOINT OF
9 TRYING TO UNDERSTAND WHAT ANN WAS COMING FROM. SHE WAS FROM
10 A DIFFERENT OFFICE AND COMING IN WITH STAFF THAT SHE HADN'T
11 WORKED WITH BEFORE AND WOULD BE VERY ACCOMMODATING TO HER AND
12 TO UNDERSTAND WHAT SHE WAS TRYING TO COME FROM, WE HAD A SHORT
13 TIMEFRAME TO DO A VERY LARGE PROPOSAL. SO I THINK THE AMOUNT
14 OF FEEDBACK THAT I GOT AS A RESULT OF THAT WAS SOMEWHAT
15 LIMITED BUT I DID HAVE JUST BRIEF DISCUSSIONS THAT, GEE,
16 THIS IS TOUGH. BUT WE'RE GOING THROUGH IT. ONE OF THE
17 THINGS THAT CAME TO ME WAS THE FACT THAT IT SEEMS LIKE THE
18 STAFF WERE ASKED TO DO SOMETHING. WE RUN OFF AND DO IT AND
19 THEN WE COME BACK AND WITHOUT MUCH GUIDANCE IT'S WRONG AND WE
20 HAVE TO GO DO IT AGAIN AND I TALKED TO ANN ABOUT THAT TOO.
21 I CALLED IT A TRIAL AND ERROR TYPE OF MANAGEMENT. MY RECOLLEC-
22 TION AS TO WHO SAID THAT, WHAT THE CONTEXT OF THAT WAS IN I
23 DON'T RECALL, BUT I DO RECALL THAT SPECIFIC COMMENT.

24 THE COURT: WELL, YOU SAY THAT -- I GATHER YOU SAID
25 YOU THOUGHT SHE ABUSED AUTHORITY. THAT'S A -- THAT'S A FAIRLY

1 STRONG THING TO SAY ABOUT SOMEBODY, ISN'T IT?

2 THE WITNESS: WELL, I THINK IF YOU LOOK AT THE
3 RECORD I WOULD BE HIGHLY SURPRISED IF I SAID SHE ABUSED
4 AUTHORITY. I PROBABLY SAID SHE HAD THE POTENTIAL OF ABUSING
5 AUTHORITY, WHICH IS A CONCERN THAT I --

6 THE COURT: THERE IS A RISK, YOU SAID, THAT SHE MAY
7 ABUSE AUTHORITY.

8 THE WITNESS: THAT TO ME IS QUITE DIFFERENT FROM
9 SAYING THAT SOMEONE ABUSES AUTHORITY. LET ME PUT THAT IN
10 CONTEXT FOR YOUR HONOR BECAUSE YOU NEED TO UNDERSTAND ONE OF
11 OUR PROBLEMS.

12 THE COURT: YOU SEE, I READ IT A LITTLE DIFFERENTLY
13 BECAUSE ABOVE IT YOU HAD SAID SHE'S ROUGH ON PEOPLE. THAT
14 SOUNDED TO ME LIKE THAT'S ABUSE OF AUTHORITY.

15 THE WITNESS: OKAY. WELL, MAYBE I CAN PUT THAT IN
16 CONTEXT SO YOU CAN UNDERSTAND WHAT I WAS TRYING TO SAY IN MY
17 COMMENTS. I CAN UNDERSTAND HOW YOU READ THEM. WE HAVE A
18 PARTNERSHIP THAT IS SUCH THAT ONCE ONE BECOMES A PARTNER IT
19 TAKES 75 PERCENT OF THE PARTNERS' OWN VOTES TO HAVE THE PARTNER
20 EXCLUDED FROM THE PARTNERSHIP, SO IN A SENSE WE HAVE A KINDRED
21 SITUATION IN PRICE WATERHOUSE. ONE OF THE GREAT RISKS OF
22 ADMITTING PARTNERS TO OUR FIRM IS THAT, ONE, THEY'RE LESS
23 SUPERVISED AND SECONDLY, THEY ARE MORE TENURED AND THEREFORE
24 PEOPLE THAT HAVE A LIKELIHOOD OF POTENTIAL OF ABUSING AUTHORITY
25 CAN CAUSE SERIOUS LONGTERM PROBLEMS FOR THE FIRM. SO ONE OF

1 THE THINGS WE LOOK VERY CAREFULLY AT OR I LOOK CAREFULLY AT
2 IS WHETHER SOMEBODY ONCE THEY BECOME, QUOTE, UNQUOTE, ANOINTED
3 AS A PARTNER, ALL OF A SUDDEN CHANGE THEIR STRIPES AND ACT
4 DIFFERENTLY. IF WE HAVE EVIDENCE THAT SOMEONE IS ACTING IN
5 A MANNER --

6 THE COURT: JUST IN A GENERAL WAY, BEFORE I CAME
7 HERE I WAS A PARTNER IN A BIG PARTNERSHIP. DON'T YOU HAVE
8 THE DISCIPLINE OF COMPENSATION ON SUCH PEOPLE? IF YOU GET
9 SOMEBODY THAT COMES IN AND THEY DISAPPOINT YOU IN THE PARTNER-
10 SHIP BECAUSE THEY'RE ABUSING AUTHORITY OR THEY SUDDENLY THINK
11 THEY'VE REACHED VALHALLA AND DON'T DO ANY WORK OR WHATEVER,
12 DON'T YOU HAVE THE DISCIPLINE OF COMPENSATION TO DEAL WITH
13 THAT?

14 THE WITNESS: OH, SURE.

15 THE COURT: ISN'T THAT A PRETTY EFFECTIVE COMPENSA-
16 TION?

17 THE WITNESS: THAT CAN BE EFFECTIVE TO A CERTAIN
18 EXTENT. IT DEPENDS ON TO WHAT DEGREE THE ABUSE OF AUTHORITY
19 IS APPARENT TO THOSE THAT HAVE THE COMPENSATION KNOWLEDGE OR
20 COMPENSATION POWER OVER AN INDIVIDUAL PARTNER. SOMBODY THAT
21 ABUSES AUTHORITY CAN BE QUITE SUCCESSFUL, TO THE DETRIMENT
22 OF THE PEOPLE UNDER THAT INDIVIDUAL, AND IT COULD BE DIFFICULT
23 FOR THOSE BEYOND THE INDIVIDUAL THAT'S ABUSING THE AUTHORITY
24 TO EVEN BE AWARE THAT THAT WAS GOING ON AND PARTICULARLY IF
25 THE PEOPLE WERE OPERATING MORE UNDER A FEAR SITUATION THAN

1 UNDER A SUPPORTIVE DEVELOPMENT SITUATION.

2 A STRONG PERSONAL VIEW OF MINE, YOUR HONOR, IS THAT
3 IN THE PRICE WATERHOUSE PARTNERSHIP WE ARE MOTIVATED MUCH LESS
4 BY COMPENSATION AND MUCH MORE BY THE ESTEEM WITH WHICH WE ARE
5 HELD BY OUR PARTNERS AND OUR STAFF. THAT'S THE ESSENCE OF THE
6 PARTNERSHIP OF PRICE WATERHOUSE TO ME. SOME COULD CLASSIFY IT
7 AS A COMMERCIAL OPERATION. WE DON'T HAVE PARTNER BONUSES AND
8 THINGS LIKE THAT. THE COMPENSATION SYSTEM IS TIED QUITE CLOSELY
9 TO SENIORITY AS WELL AS PERFORMANCE, BUT THE PERFORMANCE
10 DIFFERENCE IS NOT THAT -- IT CERTAINLY ISN'T THE THING THAT
11 HAS MOTIVATED ME.

12 THE COURT: WELL, YOU'RE A PROFESSIONAL PARTNER AND
13 ALSO BECAUSE OF YOUR SKILL YOU HAVE SOME KNOWLEDGE OF THE TAX
14 LAWS. I'M SURE MONEY ISN'T THE WHOLE NAME OF THE GAME. I
15 WASN'T TRYING TO SUGGEST THAT. BUT THERE IS A DISCIPLINE IN
16 IT. IT ISN'T AS THOUGH THE PERSON IS TENURED --

17 THE WITNESS: LET ME WALK YOU THROUGH THAT, JUDGE.
18 LET'S ASSUME THAT ONE OF MY PARTNERS IN ST. LOUIS WAS ABUSING
19 AUTHORITY TO A HIGH DEGREE, TO THE POINT WHERE I WAS EXTREMELY
20 CONCERNED ABOUT THE INDIVIDUAL AND THE EFFECT HE WAS HAVING
21 ON THE STAFF AND SO FORTH. MY NEXT STEP WOULD THEN BE TO PRE-
22 PARE AN EVALUATION ON THAT PARTNER AND DISCUSS THAT EVALUATION
23 WITH THAT PARTNER WHICH WOULD THEN BE CARRIED FORWARD TO
24 ANOTHER EVALUATIVE PROCESS WHERE THE INDIVIDUAL WOULD THEN
25 BE ABLE TO DISCUSS THAT WITH SOMEONE AT A HIGHER LEVEL AND

1 SO FORTH, AND LET'S SAY THAT THAT ALL, YOU KNOW, CARRIED THROUGH
2 AND THE INDIVIDUAL DID GET PENALIZED AS A RESULT OF THAT.
3 THERE COULD BE A SITUATION THAT COULD RESULT WITH THAT PARTI-
4 CULAR PARTNER WHERE IT WOULD BECOME A VENDETTA BETWEEN THE TWO
5 PARTNERS AS TO WHO WAS RIGHT AND WHO WAS WRONG TO THE EXTREME
6 WHERE IT WOULD BE BROUGHT BEFORE THE PARTNERS AT LARGE, AND AS
7 A PARTNERSHIP THE PARTNERS TEND TO FAVOR AN UNDERDOG PARTNER,
8 IF YOU WILL, AND I THINK THAT'S APPROPRIATE. THERE'S A CERTAIN
9 AMOUNT OF PROTECTION INVOLVED, SO I THINK I PUT IT IN CONTEXT,
10 WHILE, YEAH, IT'S GREAT YOU HAVE THE COMPENSATION SCHEME, YOU
11 HAVE THE EVALUATION SCHEME AND YOU MUST, THAT PEOPLE -- YOU'VE
12 ALSO GOT A SITUATION WHERE YOU'VE GOT A COOPERATIVE ARRANGE-
13 MENT WHERE YOU'RE TRYING TO HELP THE PARTNER MOVE FORWARD AND
14 DO THINGS. IF YOU HAVE A DIFFICULT PARTNER YOU HAVE A VERY
15 SERIOUS PROBLEM. IT'S VERY DIFFERENT THAN HAVING A DIFFICULT
16 STAFF PERSON.

17 THE COURT: I UNDERSTAND THAT.

18 THE WITNESS: I'VE BEEN A PARTNER TEN YEARS NOW AND
19 I'M STARTING TO LEARN SOME OF THESE THINGS. YOU DON'T LEARN
20 THAT THE FIRST YEAR YOU'RE A PARTNER. YOU DON'T LEARN THAT
21 THE FIFTH YEAR YOU'RE A PARTNER. YOU START LEARNING THAT THE
22 SIXTH, SEVENTH AND TENTH YEAR WHEN YOU HAVE A PARTNER THAT HAS
23 PROBLEMS AND IT'S THE BALANCE OF HELPING THAT PARTNER AND ALSO
24 REPRESENTING THE FIRM EFFECTIVELY IN AN HONEST AND STRAIGHT-
25 FORWARD MANNER. I MAYBE SPENT TOO MUCH ON THAT TOPIC BUT I

1 WAS TRYING TO CONVEY THE FEELING THAT I HAVE.

2 THE COURT: NO, I UNDERSTAND.

3 BY MR. SCHRADER:

4 Q DO YOU RECALL ANY CONVERSATIONS WITH ANY OF THE
5 PEOPLE IN ST. LOUIS WHERE THEY EXPRESSED UNHAPPINESS WITH WORK-
6 ING WITH MISS HOPKINS?

7 A VAGUELY, WITH BARRY BOEHM, AND IT WAS, IT WAS NOT
8 ANYTHING, YOU KNOW, DIRECT WITH ANY PARTICULAR PERSON BUT THE
9 WORD GETS AROUND THOUGH IN FUNNY WAYS AND IT'S -- WHILE SOME-
10 BODY MIGHT NOT COME TO ME AND SAY, GEE, TIM, I THINK ANN
11 HOPKINS IS OVERBEARING AND DOING TOO MUCH, YOU START -- YOU
12 GET A FEEL FROM TALKING TO PEOPLE. WELL, HOW IS IT GOING?
13 WELL, WE'LL GET THROUGH THIS. IT'S COMMENTS LIKE THAT I DON'T
14 EVEN PUT A FINGER ON IT UNTIL YOU ACCUMULATE THE WHOLE KNOW-
15 LEDGE. YOU SAY THERE'S A POTENTIAL PROBLEM HERE.

16 Q NOW, I GATHER YOU SAW SOME VERY POSITIVE THINGS IN
17 MISS HOPKINS, IS THAT CORRECT?

18 A ABSOLUTELY.

19 Q AND, IN FACT, AT SOME POINT IN TIME YOU CHANGED
20 YOUR RECOMMENDATION ON HER FROM A HOLD TO A YES?.

21 A THAT'S CORRECT.

22 Q CAN YOU TELL US WHY YOU CHANGED YOUR RECOMMENDATION
23 AND ON WHAT BASIS?

24 A OKAY. LET'S TAKE THROUGH THE CONTEXT AGAIN WHERE I
25 THINK IT CAN BE BETTER UNDERSTOOD. ANN WAS BRINGING TO ME AND

1 TO ST. LOUIS A CURRENT KNOWLEDGE OF THE FEDERAL PROCUREMENT
2 PROCESS WHICH I HAD BEEN AWAY FROM FOR SEVERAL YEARS. I UNDER-
3 STOOD IT BUT IT HAD EVOLVED -- IN OGS IT HAD EVOLVED TO QUITE
4 A DIFFERENT ORGANIZATION FROM THE TIME I WAS THERE. I WAS ONE
5 OF THE FOUR OR FIVE PEOPLE THAT STARTED IT. SO SHE WAS BRING-
6 ING SOME FEDERAL GOVERNMENT KNOWLEDGE THAT WAS OF VALUE. WE
7 WERE DOING -- HER INVOLVEMENT WAS TO SOME EXTENT DICTATED BY A
8 REQUEST FROM LEW KRULWICH. YOU KNOW, GEE, ANN IS A POTENTIAL
9 PARTNER-CANDIDATE, CAN YOU HELP HER? CAN YOU DEAL WITH HER?
10 ST. LOUIS WOULD BE A GOOD PLACE FOR HER TO GET EXPOSURE AND
11 SO FORTH. SO MY RELATIONSHIP WITH ANN, AS I VIEWED IT, WAS
12 ONE OF SUPPORT, DEVELOPMENT AND ASSISTANCE TO TRY TO HAVE HER
13 GET THE BEST SHOT POSSIBLE IN BECOMING A PARTNER AT PRICE
14 WATERHOUSE. WE HAD LONG DISCUSSIONS DURING THOSE PERIODS,
15 FRANKLY, POSTIVELY, AND SOMEWHAT ON THE NEGATIVE SIDE, AND I
16 WAS CONCERNED ABOUT THE PEOPLE SKILLS AND THE CONDESCENDING
17 ATTITUDES AND SO FORTH THAT I WAS SENSING IN THE OFFICE, AND
18 WE DISCUSSED THAT AND DISCUSSED IT OPENLY AND FRANKLY. WHEN
19 MY CHANGE OCCURRED WAS DURING THE ORAL PROCESS HERE IN
20 WASHINGTON AND THE CONSTRUCTION OF THE COSTING AND PRICING
21 ELEMENTS OF THIS PROPOSAL. TOM BEYER WAS INVOLVED IN THAT,
22 TO SOME EXTENT, TOO. WHEN WE WENT TO THE PROPOSAL PROCESS
23 THOUGH, THE THING THAT STOOD OUT THE MOST, THE ONE EVENT THAT
24 STOOD OUT THE MOST IN MY MIND WAS A QUESTION BY, IT TURNS OUT,
25 AN INDIVIDUAL FROM MYDA CORPORATION (SPELLED PHONETICALLY) WHO

1 WAS A CONSULTANT TO THE FARMERS' HOME ADMINISTRATION ABOUT A
2 PARTICULAR SEGMENT OF THE WORK PLAN, AND I THINK IN TERMS --
3 I OVERHEARD HIM SAY -- I DON'T KNOW IF WE ALL DID OR IT WAS
4 JUST ME -- SOMETHING TO THE EFFECT OF WE'RE REALLY GOING TO
5 HANG THEIR ASS ON THIS ONE AND THIS WAS AN ORAL THING WHERE
6 THEY WERE TALKING TO US AS THE CONSULTANTS, AND ANN'S RESPONSE
7 TO THE QUESTION WAS THE RIGHT RESPONSE. NUMBER ONE, IT WAS
8 APPROPRIATE BUT, NUMBER TWO, SHE SAID EVERY CONSULTANT HANGS
9 THEIR ASS ON THIS ONE. I MEAN HER ABILITY TO UNDERSTAND WHAT
10 WAS GOING ON IN THAT PROCESS WAS VERY IMPRESSIVE TO ME. MY
11 VIEW WAS THAT OGS WAS GROWING FAST. THAT WE HAD NEED OF
12 THOSE CAPABILITIES. SHE CERTAINLY HAD THEM. SHE DEMONSTRATED
13 THEM TO ME AND THAT SHE WOULD BE A VALUABLE PARTNER ON OGS
14 AT THAT POINT IN TIME. THE BEST WAY FOR ME TO DESCRIBE IT,
15 THERE'S A WHOLE SERIES OF PEOPLE INVOLVED IN THESE ORALS.
16 THERE'S PROBABLY TEN PEOPLE IN THE ROOM, MAYBE EIGHT.
17 OCCASIONALLY THERE'S A QUESTION ASKED THAT ONLY ONE PERSON
18 CAN RESPOND TO BECAUSE OF THEIR KNOWLEDGE ABOUT THE TECHNICAL
19 PROBLEM, THEIR KNOWLEDGE ABOUT THE PEOPLE INVOLVED, THEIR
20 KNOWLEDGE ABOUT THE STRATEGY OF THE PROPOSAL OR WHATEVER ELSE.
21 WHEN IT CAME TO THOSE QUESTIONS THAT DEALT HEAVILY IN THE
22 FEDERAL GOVERNMENT ARENA THAT'S WHERE ANN REALLY PERFORMED
23 AND PERFORMED VERY WELL. AND THAT'S WHAT I REALLY SAW IN
24 TERMS OF HER CAPABILITY AND THAT'S WHAT MOVED ME FROM THE HOLD
25 TO THE FOR.

1 THE COURT: IN YOUR STAFF AT ST. LOUIS HOW DOES IT
2 BREAK DOWN BETWEEN MEN AND WOMEN? MOSTLY WOMEN, MOSTLY MEN,
3 HALF AND HALF? WHAT WAS IT?

4 THE WITNESS: WELL, THERE ARE FIVE MALE PARTNERS AT
5 THE SENIOR MANAGER LEVEL. KATHY KAUFMAN IS NOW AT OGS. SHE'S
6 GONE.

7 THE COURT: WHEN YOU TALK ABOUT STAFF BEING RESTLESS
8 WITH HER, WAS IT MOSTLY MALE OR MOSTLY FEMALE?

9 THE WITNESS: I THINK THERE WAS A SLIGHT ADVANTAGE
10 TO THE MALE SIDE. THE TWO WOMEN I REMEMBER SPECIFICALLY
11 WERE LAURA WURWINE AND LILA FARR. I CAN'T RECALL IF THERE WERE
12 OTHERS INVOLVED.

13 THE COURT: SO IT WAS MIXED, IN ANY EVENT?

14 THE WITNESS: YES, THERE WERE THREE, I GUESS, THREE
15 OR FOUR FULLTIME MALES SO IT'S PROBABLY 60-40 OR 70-30. SOME-
16 THING LIKE THAT. THE STAFF IN TOTAL, IT DEPENDS ON THE LEVEL
17 AND SO FORTH.

18 THE COURT: YES.

19 BY MR. SCHRADER:

20 Q DID YOU AT ANY TIME HAVE A CONVERSATION WITH ANY
21 OF YOUR OTHER ST. LOUIS PARTNERS CONCERNING THEIR VIEWS AS
22 TO MISS HOPKINS?

23 A YES, I HAD ONE CONVERSATION WITH JOHN FRIDLEY AT
24 THE TIME THAT THE PARTNER EVALUATIONS WERE SUBMITTED RELATIVE
25 TO PARTNER-CANDIDATES. JOHN CAME TO ME. HE WAS A NEW PARTNER

1 IN THE FIRM AND SAID I'M GOING TO SUBMIT THIS EVALUATION AND
2 I'D LIKE YOUR HELP ON IT AS TO HOW IT SOUNDS AND THE TONE OF IT
3 AND SO FORTH, AND I TOLD JOHN, I SAID, LISTEN, THAT'S AN EVALUA-
4 TION THAT'S YOURS AND YOU SHOULD DO IT LIKE YOU THINK IT
5 APPROPRIATE. DON'T IN ANY WAY BE INFLUENCED BY MY VIEWS WITH
6 REGARD TO THE CANDIDATE. THE CANDIDATE WAS ANN HOPKINS. HE
7 SAID, NO, HE'S LIKE ME TO READ IT FOR THE TONE OF IT AND
8 EVERYTHING ELSE, WHICH I EITHER READ IT OR HE SUMMARIZED IT
9 FOR ME. I CAN'T RECALL. AND HIS VIEWS OF ANN WERE DIFFERENT
10 THAN MINE AND WERE NEGATIVE AND HE WAS COMING OUT WITH A NEGA-
11 TIVE CONCLUSION AND I READ IT AND I SAID THE TONE IS FINE
12 AND THAT'S YOUR CONCLUSION. I THINK IT OUGHT TO BE SUBMITTED
13 LIKE THAT IF THAT'S WHAT YOU FEEL. I DON'T THINK THERE'S ANY-
14 THING INAPPROPRIATE WITH THE WAY IT'S DONE AND I THINK YOU
15 HAVE A RESPONSIBILITY AS A PARTNER TO SUBMIT YOUR VIEWS JUST
16 AS I HAVE A RESPONSIBILITY TO SUBMIT MINE. SO THAT'S WHERE WE
17 ENDED UP.

18 MR. SCHRADER: I PASS THE WITNESS, YOUR HONOR.

19 CROSS-EXAMINATION

20 BY MR. HELLER:

21 Q MR. COFFEY, DO YOU RECALL HOW YOU COMMUNICATED YOUR
22 CHANGE OF MIND ABOUT THIS TO THE ADMISSIONS COMMITTEE?

23 A I THINK THERE WERE TWO WAYS. ONE WAS IN THE INTER-
24 VIEW -- I ASSUME THAT YOU ALL UNDERSTAND -- I HAVEN'T BEEN
25 HERE FOR THE REST OF THIS. YOU UNDERSTAND THE ADMISSIONS

1 PROCESS AND THE FORMS THAT GO IN AND THEN THERE'S INTERVIEWS
2 THAT TAKE PLACE AND IN THE INTERVIEW PROCESS I INDICATED TO,
3 I THINK IT WAS DON ZIEGLER, WHO INTERVIEWED US THAT YEAR, THAT
4 I HAD CHANGED MY MIND ON ANN AND I MOVED FROM A HOLD POSITION
5 TO A FOR POSITION. I BELIEVE AT THAT TIME HE SAID IT WOULD
6 BE HELPFUL IF A LETTER WAS WRITTEN OR I DECIDED -- THERE WAS
7 ANOTHER CANDIDATE THAT I WAS WRITING A LETTER ON, PERHAPS --
8 I CAN'T RECALL THE DETAILS BUT THERE WAS A LETTER I THINK AS
9 WELL, AND I'VE SEEN THAT SINCE THEN THAT I DID SUBMIT.

10 Q LET ME SHOW YOU DEFENDANT'S EXHIBIT 33. THAT IS
11 THE LETTER, IS IT NOT?

12 A YES, THIS IS IT.

13 Q NOW, AS TO THIS RISK OF ABUSE OF AUTHORITY THAT YOU
14 DISCUSSED WITH JUDGE GESELL, DO YOU RECALL A LUNCHEON YOU HAD
15 WITH ANN HOPKINS WHEN SHE WAS OUT THERE WHERE YOU TOLD HER
16 THAT YOU WERE PRETTY CERTAIN SHE WOULD NEVER ABUSE HER AUTHORITY
17 IF SHE WERE MADE A PARTNER?

18 A NO, I DON'T AT ALL.

19 Q ANY WAY, IF THAT WAS A PRIME CONSIDERATION IN YOUR
20 MIND YOU FINALLY RESOLVED IT IN FAVOR OF A YES VOTE, IS THAT
21 CORRECT?

22 A WELL, TO PUT THIS IN A CONTEXT, THIS RESPONSE THAT
23 I GAVE HERE WAS RELATIVE TO MY RECOMMENDATION FOR ADMISSION.
24 THAT DID NOT FULLY END MY -- RELATIVE TO SOMEONE'S ABUSE OF
25 AUTHORITY. IT'S A BALANCING SITUATION, AS I'M SURE YOU CAN
APPRECIATE. THERE'S A WHOLE BUNCH OF DIFFERENT ATTRIBUTES

1 OF AN INDIVIDUAL, SO THE BALANCE OF MY VIEW FROM WHAT I HAD
2 SEEN IN THE ORALS HAD SHIFTED. IT DOES NOT MEAN I HAD ZERO
3 CONCERN ABOUT ABUSE OF AUTHORITY.

4 Q I UNDERSTAND THAT, AND I'M NOT TRYING TO SAY YOU
5 SUDDENLY HAD A RELIGIOUS CONVERSION ABOUT THAT.

6 A THE WAY THE QUESTION WAS ASKED, ABUSE OF AUTHORITY
7 AND THEN A CHANGE OF MIND, AND I WANT YOU TO UNDERSTAND MY
8 CHANGE OF MIND WAS NOT WITH RESPECT TO THE ABUSE OF AUTHORITY.
9 MY CHANGE OF MIND WAS WITH RESPECT TO THE EVALUATION AND THE
10 RECOMMENDATION.

11 THE COURT: IN OTHER WORDS, AS FAR AS THE AFFIRMATIVE
12 ASPECT, YOU TAKE THE RISK OF THE NEGATIVES.

13 THE WITNESS: YES. THERE ARE NEGATIVES AND IT'S A
14 RELATIVE BALANCE OF THOSE NEGATIVES VERSUS THE POSITIVES AND
15 THAT BALANCE SWINGS ON A LOT OF DIFFERENT FACTORS AT A LOT OF
16 DIFFERENT TIMES, SO WE TAKE -- LET ME SAY ONE OTHER THING.
17 WE TAKE THIS VERY SERIOUSLY AT PRICE WATERHOUSE, NOT FROM
18 JUST THE STANDPOINT OF PRICE WATERHOUSE AND THE PARTNERSHIP
19 BUT ALSO FROM THE STANDPOINT OF THE INDIVIDUAL INVOLVED, AND
20 I THINK AT THE TIME -- I CAN ONLY SPEAK FOR MYSELF, THE TIME
21 I SPEND IN PREPARING THESE REPORTS AND SO FORTH, IT'S CON-
22 TEMPLATIVE TIME AT HOME WHERE I'M THINKING, AND MOVES LIKE THIS
23 ARE WELL THOUGHT OUT AND SINCERE.

24 Q I HAVE NO DOUBT ABOUT THAT. OBVIOUSLY I AM PLEASED
25 THAT YOU CAME DOWN ON THE RIGHT SIDE, BUT I AM TRYING TO SEE

1 WHETHER ANYTHING OTHER THAN THAT CERTAINTY THAT SHE WAS VERY
2 GOOD AT GETTING GOVERNMENT BUSINESS HAD BEEN RESOLVED IN YOUR
3 MIND TO THE POINT WHERE YOU COULD SAY IT'S NOT ANY LONGER A
4 HOLD, IN MY JUDGEMENT IT'S A YES. WHERE HAD YOU HAD ANY
5 CHANGE IN YOUR FEELINGS ABOUT HER AS A PERSON, AS A PERSON
6 WHO COULD WORK WITH AND SUPERVISE PEOPLE?

7 A WELL, WHEN YOU SAID "RIGHT SIDE" I STOPPED LISTENING
8 TO YOU BECAUSE IT'S HARD FOR ME TO REACT TO WHATEVER YOU SAID
9 BEYOND THAT. IT CAN BE READ BACK TO ME, BUT I DON'T KNOW WHAT
10 THAT MEANS. I CAME DOWN WITH A CONCLUSION RELATIVE TO THE
11 ADMISSION OF ONE OF TWENTY OR THIRTY CANDIDATES. I COMMENTED
12 ON THAT HERE AT A POINT IN TIME BASED UPON SOME CIRCUMSTANCES
13 THAT OCCURRED, SO YOU CAN GO ON IF YOU'D LIKE AND COMPLETE WHAT
14 THE QUESTION WAS, BUT I DON'T UNDERSTAND WHAT YOU WERE ASKING.

15 Q LET ME ASK THE QUESTION THIS WAY, WAS THERE ANYTHING
16 OTHER THAN HER SUCCESS AT THE ORALS THAT YOU SAW THAT PERSUADED
17 YOU TO CHANGE YOUR MIND FROM A HOLD TO AN AFFIRMATIVE FOR HER?

18 A I LIKED ANN. I ENJOYED WORKING WITH HER. WE SPENT
19 SOME TIME TOGETHER STRATEGICALLY AND SO FORTH. IT WAS
20 PRIMARILY THE ORAL SITUATION THAT SWUNG ME FROM THE HOLD,
21 WHICH IS NOT A NEGATIVE, A HOLD IS LET'S WAIT A YEAR AND
22 SEE HOW THESE THINGS WORK OUT, TO A STRONGER FEELING OF
23 POSITIVE. RECOGNIZING THAT THAT'S ONE FEELING OF MANY THAT
24 ARE GOING TO BE SUBMITTED AND HOW THAT WILL SHAKE OUT DEPENDS
25 ON THE ADMISSIONS PROCESS ITSELF.

1 Q DO YOU RECALL IN THE EVALUATION OF HER PERFORMANCE
2 THAT YOU DID, AND THAT'S DEFENDANT'S EXHIBIT 25, WHEN YOU
3 REFERRED TO THIS QUESTION OF TRIAL AND ERROR IN TASKS YOU SAID
4 YOU DO THAT TOO?

5 A YES, I RECALL THAT. I HAVE SEEN THAT EVALUATION.

6 MR. HELLER: YOUR HONOR, THAT'S AT THE BOTTOM OF
7 THE FIRST PAGE.

8 THE COURT: YES. I SEE THAT.

9 A I'D LIKE TO COMMENT ON THAT, IF I MAY.

10 Q SURE. GO AHEAD.

11 A TRIAL AND ERROR IS NOT NECESSARILY A NEGATIVE WAY
12 OF MANAGING SO LONG AS IT'S DONE IN A SUPPORTIVE FASHION, IF
13 THE TRIAL AND ERROR GIVES INDIVIDUALS THE OPPORTUNITY AND THE
14 FREEDOM TO DEVELOP AND LEARN AS OPPOSED TO JUST BEING DIRECTED
15 AT A TASK. IN OTHER WORDS, SOME PEOPLE ARE TASK ORIENTED.
16 YOU GO DO THIS AND WHEN YOU FINISH IT YOU COME BACK WHEN IT'S
17 DONE AND I'LL EVALUATE IT AND GIVE YOU SOMETHING ELSE TO DO.
18 THAT'S ONE FORM OF MANAGEMENT. ANOTHER FORM OF MANAGEMENT THAT
19 I FEEL I PRACTICE AND THAT I SENSE AT THE TIME ANN WAS PRACTICING
20 IS, ONE, HERE'S THE PROBLEM, HERE'S THE GENERAL OBJECTIVE.
21 TO GO WORK ON IT AND COME BACK WITH THE RESULTS. AND IF YOU
22 HAVE TROUBLE LET ME KNOW AND LET'S DISCUSS IT DURING THE TIME.
23 AND THAT'S THE WAY I DO IT. NOW, AS I UNDERSTAND WHAT HAPPENED
24 WHEN THE PERSON RETURNED IT WAS THAT THIS ISN'T ANY GOOD. GO
25 DO IT AGAIN. WITH ANN. I'M NOT THAT WAY. THE MANAGEMENT

1 THAT I ATTEMPT IS HERE'S THE PROBLEM WE'VE GOT NOW, LET'S
2 TALK ABOUT WHY IT EXISTED AND LET'S TALK ABOUT HOW I MIGHT
3 HELP YOU AND WHAT YOUR EXPERIENCE IS. WHAT I WAS TRYING TO
4 GET AT WITH ANN WAS, GEE, ANN, YOU'VE GOT THIS SITUATION AND
5 YOU PRACTICE IN THIS WAY. TO DO IT THIS WAY, THE BEST WAY TO
6 DO IT IS WITH A SUPPORTIVE MANAGER IF YOU'RE GOING TO USE
7 TRIAL AND ERROR TYPE APPROACHES. WE ALL HAVE A LITTLE
8 DIFFERENT STYLE, AS YOU KNOW.

9 MR. HELLER: LET ME JUST CHECK, YOUR HONOR.

10 BY MR. HELLER:

11 Q DO YOU THINK AS A RESULT OF THAT PROCESS, THE
12 FARMERS' HOME ADMINISTRATION PROPOSAL PROCESS, THAT YOUR ST.
13 LOUIS STAFF DID GAIN SOME KNOWLEDGE THAT ENABLED THEM TO DO
14 THAT KIND OF BID PROPOSAL IN THE FUTURE BETTER?

15 A YES, IN A LOT OF DIFFERENT WAYS. I THINK IT WAS
16 A LEARNING EXPERIENCE.

17 Q YOU PROBABLY SAW SOME ERRORS AS WELL, TOO.

18 A WELL, YES, I THINK THERE WAS SOME BENEFIT FROM THE
19 PROPOSAL PROCESS ITSELF.

20 MR. HELLER: I HAVE NO FURTHER QUESTIONS OF MR.
21 COFFEY.

22 MR. SCHRADER: NO FURTHER QUESTIONS, YOUR HONOR.

23 THE COURT: WELL, AS I INDICATED, WE'LL GO TO LUNCH
24 NOW. LET'S CALL IT 1:30, BACK AT 1:30.

25 MR. HURON: YES, SIR.

1 THE COURT: ALL RIGHT. THANK YOU, MR. COFFEY.

2 (WHEREUPON, LUNCH RECESS FROM 12:15 TO 1:30 P. M.)

3 AFTERNOON SESSION
4 1:40 P. M.

5 THE COURT: IF EVERYBODY IS HERE I'LL START ON MY
6 CIVIL CASE, IF IT'S CONVENIENT. I HAD A LAWYER NOT SHOW SO I
7 CAN START FIVE MINUTES AHEAD OF TIME. WE CAN GO AHEAD NOW IN
8 MY OTHER CASE IF YOU'VE GOT THE NECESSARY PEOPLE HERE. IF
9 YOU'D RATHER NOT GO UNTIL EVERYBODY IS HERE, I'LL WAIT.

10 MR. SCHRADER: LET ME CHECK WITH MR. TALLENT. I
11 DON'T KNOW --

12 THE COURT: VERY WELL.

13 DID YOU GET STRAIGHTENED OUT ABOUT WITNESSES AND
14 SCHEDULE?

15 MR. HURON: YES, YOUR HONOR, WE DID. THANK YOU.

16 MR. HELLER: I PERCEIVE THE POSSIBILITY, SINCE
17 REBUTTAL GOES SHORTER, THAT WE MIGHT RUN OUT OF WITNESSES IN
18 THE SEQUENCE THAT WE HAD INTENDED TO TAKE THEM, SOMEWHERE NEAR
19 FOUR O'CLOCK. I NOTICE YOU HAVE A DEFERRED SENTENCING, YOUR
20 HONOR.

21 THE COURT: WELL, I WOULDN'T LET IT WORRY YOU. IF
22 WE RUN A LITTLE SHORT ON REBUTTAL TODAY WE'LL CALL IT QUITS
23 AND PUT THAT IN TOMORROW. THAT'S WITHIN THE SCOPE OF WHAT
24 WE'RE DOING. I JUST WANT TO KEEP US MOVING.

25 MR. HELLER: FINE.

MR. TALLENT: YOUR HONOR, COUNSEL ASKED YESTERDAY

1 FOR DESIGNATION OF THE PORTIONS OF THE HOPKINS' --

2 THE COURT: YES.

3 MR. TALLENT: AND I GAVE THEM A LIST OVER LUNCH.

4 I WILL NOW READ INTO THE RECORD, IF IT PLEASE THE COURT, THE
5 PAGES IN REFERENCE --

6 THE COURT: WELL, IS THERE A COUNTER-DESIGNATION OF
7 ANY KIND ON THAT?

8 MR. HELLER: I COULD NOT SAY THAT RIGHT NOW, YOUR
9 HONOR.

10 THE COURT: WHAT I WOULD PREFER TO DO IS IF YOU WOULD
11 JUST HOLD IT THEN IF THERE'S ANY COUNTER-DESIGNATION THAT
12 WILL PUT IT ALL TOGETHER IN ONE --

13 MR. HELLER: WE HAVE SHORT EXCERPTS FROM A DEPOSITION
14 THAT I JUST GAVE THEM DURING LUNCH HOUR OF A PRICE WATERHOUSE
15 WITNESS AS WELL.

16 THE COURT: AND THEY CAN COUNTER DESIGNATE ON THAT
17 AS WELL, AND WE'LL WORK IT OUT WHEN WE WRAP UP THE RECORD.
18 THANK YOU FOR DOING THAT.

19 MR. TALLENT: FINE, YOUR HONOR.

20 MS. IRELAND: YOUR HONOR, I'M KATHY IRELAND FOR THE
21 DEFENDANT. I'D LIKE TO CALL BARRY BOEHM TO THE STAND.
22 WHEREUPON,

23 BARRETT BOEHM,
24 HAVING APPEARED AS A WITNESS ON BEHALF OF THE DEFENDANT, AND
25 HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND TESTIFIED, AS

1 FOLLOWS:

2 DIRECT EXAMINATION

3 BY MS. IRELAND:

4 Q WOULD YOU PLEASE STATE YOUR NAME FOR THE RECORD?

5 A BARRETT LEE BOEHM.

6 Q WITH WHOM ARE YOU PRESENTLY EMPLOYED?

7 A PRICE WATERHOUSE.

8 Q AND IN WHAT POSITION?

9 A I'M SENIOR MANAGER.

10 Q IN WHICH DEPARTMENT AND OFFICE ARE YOU EMPLOYED?

11 A I'M IN THE MANAGEMENT CONSULTING STAFF IN OUR ST.

12 LOUIS OFFICE.

13 Q HOW LONG HAVE YOU BEEN WITH PRICE WATERHOUSE?

14 A ABOUT SIX AND A HALF YEARS.

15 Q WHAT WAS YOUR PREVIOUS EXPERIENCE BEFORE THAT?

16 A I SPENT THREE YEARS IN HEALTH CARE ADMINISTRATION.

17 Q HAVE YOU EVER WORKED WITH ANN HOPKINS?

18 A YES.

19 Q ON WHICH PROJECT DID YOU WORK?

20 A IT WAS THE FARMERS' HOME ADMINISTRATION PROPOSAL THAT
21 WE WROTE.

22 Q WHAT WAS YOUR ROLE IN THIS PROJECT?

23 A WELL, I WAS ASSIGNED AS ONE OF THE FULLTIME INDIVIDUALS
24 FROM THE ST. LOUIS OFFICE TO WORK ON THAT PROPOSAL.

25 Q WHO ARE THE OTHERS ON THIS PROJECT?

1 A WELL, THERE WERE MANY. THE OTHER FULLTIME INDIVI-
2 DUALS -- WHEN I SAY FULLTIME I MEAN FOR THE FULL ONE MONTH
3 PERIOD, BUT THERE WAS A LAURA WURWINE, ED KLEINART, AND THEY
4 WERE FULLTIME PRIMARILY. THEN THERE WAS A NUMBER OF PARTTIME
5 INDIVIDUALS. WOULD YOU LIKE NAMES? TOM EIRICH, JOHN KLATABER,
6 ALAN STIMAC, CAMILLA FARR, DICK ZIMMER (SPELLED PHONETICALLY).
7 SEVERAL OTHERS THAT INTERFACED IN AND OUT.

8 Q WHAT WERE THEIR POSITIONS? WERE THEY STAFF CONSULTANTS,
9 MANAGERS, SENIOR MANAGERS?

10 A NO. MOST OF THOSE INDIVIDUALS WERE AT THE MANAGER
11 LEVEL AND ON UP.

12 Q DID YOU REPORT TO ANN HOPKINS DURING THIS PROJECT?

13 A BASICALLY, YES.

14 Q COULD YOU DESCRIBE THE MANNER IN WHICH ANN HOPKINS
15 DEALT WITH YOU ON YOUR WORK ON THIS PROJECT?

16 A WELL, AT TIMES IT WAS, IT WAS DIRECT, ABRUPT, SOME-
17 TIMES INSENSITIVE. AND DEMEANING AT TIMES.

18 Q HOW SO?

19 A WELL, THE ONE INSTANCE THAT I CAN RECALL THAT MOST
20 NOTABLY STICKS OUT IN MY MIND WAS WHEN WE REALLY FIRST GOT
21 STARTED ON THE PROJECT AND ANN AND I WERE TALKING ABOUT THE
22 PROPOSAL AND THERE WAS REALLY NEVER AN ATTEMPT ON HER PART
23 TO DISCERN WHAT TYPE OF PREVIOUS EXPERIENCE I HAD WITH WRITING
24 PROPOSALS, WHICH I HAD EXTENSIVE EXPERIENCE, AND I FELT THAT
25 IN HER -- IN THE DISCUSSIONS THAT WE HAD THAT THERE WAS A VERY --

1 SHE LOOKED DOWN UPON ME BECAUSE I HADN'T WRITTEN A FEDERAL
2 GOVERNMENT TYPE OF PROPOSAL AND FELT THAT SHE HAD TO DO A LOT
3 OF THIS HERSELF BECAUSE OF HER EXPERIENCE WITH THE FEDERAL
4 GOVERNMENT SO, YOU KNOW, I FELT THAT -- AND I DIDN'T FEEL
5 THAT WAY. CERTAINLY THERE ARE DIFFERENCES BUT WHEN YOU WRITE
6 A NUMBER OF PROPOSALS IT'S LIKE DOING VERY MANY OTHER THINGS,
7 THERE ARE CERTAIN THINGS YOU DO IN PROPOSALS AND YOU LEARN
8 HOW TO ORGANIZE THEM, HOW TO STAFF THEM AND HOW TO PLAN FOR
9 THEM, ET CETERA.

10 Q COULD YOU DESCRIBE HER MANAGEMENT STYLE? THE WAY SHE
11 ASSIGNED WORK, ORGANIZED THE WORK?

12 A WELL, I THINK ONE OF THE MOST -- ONE OF THE MOST
13 DIF -- THE MOST DIFFICULTIES THAT I HAD WAS THAT I FELT THAT
14 THE PLANNING OF THE PROPOSAL PROCESS, THAT IS, THE DEVELOPMENT
15 OF A FAIRLY DETAILED WORK PLAN AND ASSIGNMENT OF RESPONSI-
16 BILITIES REALLY DIDN'T OCCUR AND I THOUGHT THAT WAS VERY
17 IMPORTANT FOR THAT SIZE OF A PROPOSAL EFFORT. THERE WAS AN
18 OUTLINE THAT ANN PREPARED AS TO WHAT SHE ENVISIONED THE DOCU-
19 MENT TO LOOK LIKE. BUT YOU NEEDED SOMETHING MORE EXTENSIVE
20 THAN THAT FOR A PROPOSAL OF THAT NATURE, SO I FELT THAT THE
21 PLANNING AND WHO WAS TO DO WHAT LACKED SOME DIRECTION AND
22 THERE WAS CHAOS CREATED AS A RESULT OF THAT.

23 Q HOW DID SHE REACT TO THE WORK PRODUCT OF VARIOUS --
24 OF YOUR OWN, FOR EXAMPLE?

25 A WELL, I THINK THAT WHAT I FOUND WAS THAT YOU WOULD

1 DEVELOP SOMETHING AND THERE WOULD BE NEGATIVE TYPE OF FEEDBACK
2 WITH NO REAL DIRECTION AS TO HERE'S WHAT YOU OUGHT TO DO TO
3 CORRECT IT AND MAKE IT BETTER. IT WAS MORE GO BACK AND REDO
4 IT AND LET'S TRY AGAIN ON THIS THING, AND WE KIND OF WENT
5 THROUGH A NUMBER OF ITERATIONS AND THAT WAS NOT ONLY A FEELING
6 THAT I HAD EXPERIENCED BUT IT WAS ONE THAT HAD BEEN EXPRESSED
7 TO ME BY A NUMBER OF INDIVIDUALS WORKING ON THE PROJECT.

8 Q WHO WERE THOSE INDIVIDUALS?

9 A OH, I HAD DISCUSSIONS WITH CAMILLA FARR, JOHN
10 KLATABER, ALAN STIMAC, DICK ZIMMER, LAURA WURWINE, AND THEY
11 ALL ESSENTIALLY EXPRESSED THE SAME OPINION AND FRUSTRATION,
12 THAT THEY DIDN'T FEEL THEY WERE GIVEN ADEQUATE DIRECTIONS AS
13 TO WHAT EXACTLY ANN WAS LOOKING FOR AND WHEN THEY DID MAKE AN
14 ATTEMPT TO DEVELOP A PRODUCT IT MET WITH LARGE AMOUNTS OF
15 CHANGES AND SHE DIDN'T PARTICULARLY LIKE IT AND WE HAD TO GO
16 THROUGH THE WHOLE PROCESS AGAIN.

17 THE COURT: WHAT DID YOU DO ABOUT IT? IF ALL OF YOU
18 FELT THAT WAY, WHAT DID YOU DO ABOUT IT?

19 THE WITNESS: WELL, AT THE TIME --

20 THE COURT: THAT'S WHAT I MEAN, AT THE TIME.

21 THE WITNESS: AT THE TIME WHAT WE DID WAS CONTINUE
22 ON BECAUSE WE HAD A SHORT TIMEFRAME WITH WHICH TO WORK.

23 THE COURT: WELL, DID YOU GO TO THE BOSS?

24 THE WITNESS: I DID. I WENT TO SEVERAL PARTNERS AND
25 EXPRESSED MY CONCERNS WITH THE MORALE OF THE STAFF AND WITH

1 THE FACT THAT WE SEEMED TO BE NOT MAKING THE TYPE OF HEADWAY
2 THAT WE SHOULD BE MAKING AND SO THOSE CONCERNS WERE EXPRESSED
3 AND I -- IF THOSE -- IF THERE WERE DISCUSSIONS WITH ANN BY
4 THOSE PARTNERS I DON'T KNOW ABOUT THOSE.

5 THE COURT: YES. SURE.

6 THE WITNESS: BUT I THINK THE OVERWHELMING GUIDELINE
7 THAT I CHOSE TO FOLLOW WAS LET'S GET THE THING OUT THE DOOR
8 AND LET'S DO THE BEST WE CAN AND WE'LL WORK WITH ALL OF THE
9 PROBLEMS THAT WE HAVE AND WE'LL GET THE PROPOSAL OUT. IT'S A
10 LITTLE DIFFERENT WHEN YOU HAVE A 30-DAY TIMEFRAME TO WORK IN
11 AN ENVIRONMENT WHERE THERE'S A LOT OF CHAOS AND SOME DISORGANI-
12 ZATION AND THERE'S SOME PERSONALITY AND YOU KNOW PEOPLE ARE
13 RUBBED THE WRONG WAY. YOU SEE THE END OF THE TUNNEL WHERE I
14 SUPPOSE IF YOU HAVE TO WORK IN THAT ENVIRONMENT FOR A LONG
15 PERIOD OF TIME IT OBVIOUSLY COULD LEAD TO MUCH DIFFERENT TYPES
16 OF REACTIONS.

17 BY MS. IRELAND:

18 Q WITH WHICH PARTNERS DID YOU SPEAK ABOUT ANN HOPKIN'S
19 STYLE?

20 A OH, I TALKED WITH JOHN FRIDLEY AND I TALKED WITH
21 TOM GREEN AND ULTIMATELY TIM COFFEY.

22 Q HAD YOU EVER BEEN SUPERVISED BY A WOMAN PREVIOUSLY
23 IN YOUR CAREER?

24 A WELL, PRIOR TO PRICE WATERHOUSE, YES, I WORKED FOR
25 A WOMAN.

1 Q DID YOU HAVE ANY PROBLEMS WITH HER MANAGEMENT STYLE?

2 A NO.

3 Q DID YOU EVER HAVE ANY DISCUSSION WITH MISS HOPKINS
4 ABOUT YOUR DIFFICULTIES IN DEALING WITH HER?

5 A YES. WE TALKED ABOUT IT, PARTICULARLY TOWARDS THE
6 END PART OF THE PROJECT AND WE TALKED ABOUT THE FACT THAT THE
7 STAFF HAD BECOME DISRUPTED AND THEY WERE SOMEWHAT ALIENATED
8 AND, IN FACT, I THINK -- I CAN RECALL WE WERE HAVING DINNER
9 ONE TIME AFTER THE PROJECT -- AFTER THE PROPOSAL WENT OUT THE
10 DOOR AND I THINK ANN PERCEIVED THE SAME THING BECAUSE SHE
11 COMMENTED TO ME, SHE SAID I GUESS I PISSED OFF THE WHOLE
12 ST. LOUIS STAFF ON THIS PARTICULAR PROPOSAL. QUOTE, UNQUOTE.
13 IF I RECALL THE CONVERSATION. SO I -- WE TALKED ABOUT IT
14 BRIEFLY BUT I HAD NO DESIRE TO REALLY GET INTO A VERY DETAILED
15 DISCUSSION WITH HER ON MY IN DEPTH FEELINGS OR THE OTHER FEEL-
16 INGS OF THE STAFF. WE TALKED IN GENERAL ABOUT HOW THEY FELT
17 AND WHAT HAVE YOU, BUT I THINK THAT'S HOW IT WAS LEFT.

18 Q DID YOU EVER OBSERVE MISS HOPKINS DEALING WITH OTHERS?

19 A WELL, THE ONLY ONE INCIDENT THAT I CAN RECALL WAS
20 WITH A GENTLEMAN WHO WE CONTRACT WITH IN THE OFFICE TO DO OUR
21 ARTISTIC WORK AND GRAPHICS WORK AND HE HAD COME IN ONE DAY TO
22 PRESENT A DRAFT OF SOME EXHIBITS AND SCHEDULES AND FLOW CHARTS
23 OR WHATEVER, AND I DON'T RECALL THE EXACT WORDS, BUT I DO
24 RECALL THE GENERAL SCENARIO IN THAT ANN WASN'T PLEASED AT ALL
25 WITH HIS WORK AND EXPRESSED HERSELF FAIRLY DIRECTLY AND I

1 REMEMBER WHAT REALLY MADE THAT STICK IN MY MIND WAS THAT AFTER-
2 WARDS HE CALLED ME UP BECAUSE HE WAS FEARFUL THAT HE WAS GOING
3 TO LOSE THE PRICE WATERHOUSE ACCOUNT. HE FELT THAT -- HE HAD
4 REALLY BLOWN THIS AND, YOU KNOW, WE'VE BEEN USING THIS GENTLE-
5 MAN FOR YEARS AND I HAVE NO IDEA WHAT TYPE OF DOLLARS IT
6 AMOUNTS TO IN TERMS OF OUR CONTRACT WITH HIM, BUT HE WAS VERY
7 MUCH CONCERNED THAT HE WAS IN JEOPARDY OF LOSING OUR ACCOUNT
8 AND SO I ASSURED HIM THAT THAT WAS NOT THE CASE. BUT THAT WAS
9 THE ONE INSTANCE THAT I RECALL MOSTLY.

10 Q WOULD YOU WANT TO WORK WITH MISS HOPKINS AGAIN?

11 A WELL, SOCIALLY ANN AND I ARE VERY GOOD FRIENDS AND
12 WE LEFT THE PROJECT VERY AMICABLY. I THINK I WOULD PREFER NOT
13 TO, GIVEN THE WHOLE CHAOS. I HAVE YET TO EXPERIENCE THAT TYPE
14 OF SITUATION SINCE I'VE BEEN WITH PRICE WATERHOUSE PRIOR TO
15 AND AFTER, SO MY ANSWER WOULD BE PROBABLY NO.

16 MS. IRELAND: I'LL PASS THE WITNESS.

17 CROSS-EXAMINATION

18 BY MR. HELLER:

19 Q MR. BOEHM, YOU DID GET TO BECOME GOOD FRIENDS WITH
20 ANN HOPKINS, DIDN'T YOU?

21 A WELL, I WOULDN'T CALL IT GOOD FRIENDS. WE BECAME --
22 YOU KNOW, WHEN YOU GO THROUGH A 30 DAY INTENSIVE PROCESS LIKE
23 THAT AND I DEVELOPED AN ADJUSTMENT TO ANN'S STYLE AND HER
24 CHARACTERISTICS AND WE WOULD ALL AS A STAFF GO OUT AFTER IN
25 THE EVENINGS TO HAVE DINNER TOGETHER AND THAT TYPE OF THING,

1 SO THERE WAS AN ELEMENT OF CAMARADERIE WHICH DEVELOPED IN
2 PROJECTS LIKE THAT.

3 Q SHE HAD A MEMORY, FOR EXAMPLE, THAT YOU HAD EATEN
4 TOGETHER PERHAPS AS MANY AS A DOZEN TIMES FOR LUNCHESES AND
5 DINNERS. WOULD THAT BE YOUR MEMORY AS WELL?

6 A WITH OTHER PEOPLE?

7 Q PROBABLY.

8 A I MEAN MANY LUNCHESES, WE WOULD GO OUT AS A TEAM MANY
9 TIMES. SURE.

10 Q DID THIS GIVE YOU AN OPPORTUNITY TO SAY TO HER, YOU
11 KNOW, IF WE HAD A PLAN FOR ALLOCATING WORK AND MORE CONSTRUCTIVE
12 CRITICISM FROM YOU ON THIS, WE'RE ALL UNDER TIME PRESSURE, WE
13 PROBABLY COULD DO WHAT YOU WANT QUICKER AND DO WHAT WE ALL
14 WANT QUICKER, DID YOU EVER SAY THAT TO HER?

15 A I THINK TOWARDS THE MIDDLE PART OF THE PROJECT WHEN
16 I BEGAN TO FEEL COMFORTABLE IN AT LEAST DISCUSSING THOSE TYPES
17 OF ISSUES WITH ANN I TALKED ABOUT OR AT LEAST IMPLIED THAT
18 MAYBE WE OUGHT TO DO A FEW THINGS DIFFERENTLY AND I -- IF I
19 RECALL I THINK ANN KIND OF AGREED THAT LET'S LET YOU ALL DO
20 SOME MORE THINGS ON YOUR OWN. I CAN'T DO IT ALL AT THIS POINT.
21 WE'VE ONLY GOT TWO WEEKS LEFT TO GET THIS THING OUT ANY WAY.
22 THERE WERE SOME GENERAL CONVERSATIONS TO THAT EFFECT.

23 Q SHE WAS SOMEWHAT RESPONSIVE WHEN YOU SAID THAT, WASN'T
24 SHE?

25 A WELL, I THINK THAT WHAT ACTUALLY HAPPENED WAS THAT

1 THE TIME DEMANDS PLACED -- MADE A WHOLE -- THE ARENA TOTALLY
2 DIFFERENT AND I THINK IT WAS INEVITABLE THAT MUCH MORE WORK HAD
3 TO BE DELEGATED OUT WITHOUT THE TYPE OF STRONG CONTROL THAT
4 ANN LIKED TO HAVE AND THEREFORE SHE JUST COULDN'T FEASIBLY,
5 I THINK, GIVEN THE TIMEFRAME POSSIBLY DO WHAT SHE MANAGED IN
6 THE STYLE THAT SHE TYPICALLY WOULD LIKE TO HAVE MANAGED IN.

7 Q DO YOU RECALL ONE ASSIGNMENT GIVEN TO MR. KLEINART
8 WHERE HE HAD REALLY A DEADLINE TO GET THE WORK IN THAT WAS
9 PART OF THE PROPOSAL AND HE JUST DIDN'T DO IT?

10 A I DON'T RECALL THAT.

11 Q DID YOU EVER TALK TO MR. BLYTHE ABOUT YOUR PROBLEMS
12 WITH ANN?

13 A NO.

14 Q WAS HE AROUND DURING THIS TIME?

15 A HE WAS AROUND IN THE VERY BEGINNING OF THE PROPOSAL
16 PROCESS.

17 Q LET ME SHOW YOU A COMMENT THAT MR. BLYTHE MADE WHEN
18 HE WAS QUESTIONED DURING AN OFFICE VISIT BY ONE OF THE PARTNERS
19 OF PRICE WATERHOUSE, MR. ZIEGLER. AND THIS IS PLAINTIFF'S
20 EXHIBIT 17, YOUR HONOR. THE STAMPED PAGE NUMBER AT THE TOP IS
21 3845.

22 A I'M TO READ MR. BLYTHE'S --

23 Q NO, I JUST WANT YOU TO READ IT TO YOURSELF BUT I
24 PARTICULARLY WANT YOU TO LOOK AT THE LAST TWO SENTENCES.

25 A OKAY.

1 Q AND I'LL READ THEM, FOR THE RECORD. "SHE LEFT TOWN
2 WITH A FAVORABLE IMPRESSION. HAD A REPUTATION OF BEING TOUGH
3 ON STAFF BUT TOM DIDN'T SEE IT." THAT'S TOM BLYTHE, I GUESS.
4 YOU KNOW MR. BLYTHE. IS THAT A FAIR ASSESSMENT OF THE WAY THE
5 MATTER ENDED?

6 A WELL, I GUESS IN TERMS OF THE FIRST SENTENCE OF THE
7 LAST TWO SENTENCES --

8 Q YES.

9 A MAYBE -- I'M NOT SURE IN WHAT CONTEXT THAT WAS MADE,
10 WHETHER THAT IS TOM'S COMMENT THAT HE WAS FAVORABLY IMPRESSED.
11 I WOULD HAVE TO SAY THAT IN SPEAKING ON BEHALF OF THE INDIVIDUALS
12 THAT I WORKED WITH ON THE STAFF THAT THEY WERE NOT FAVORABLY
13 IMPRESSED.

14 Q ALL RIGHT. AND WHAT ABOUT THE SECOND SENTENCE? "HAS
15 A REPUTATION FOR BEING TOUGH ON STAFF BUT TOM DIDN'T SEE IT"?

16 A WELL, I MEAN BASED ON MY EXPERIENCE IT WAS A TOUGH
17 PROJECT AND IT WAS TOUGH DEALING WITH ANN AND I DON'T THINK
18 THAT I'VE HAD THAT TYPE OF SAME TOUGH EXPERIENCE PRIOR TO OR
19 AFTER.

20 Q HAS YOUR OFFICE DONE THAT KIND OF PROPOSAL SINCE THEN?

21 A AS A MATTER OF FACT WE'VE DONE SEVERAL OF THEM AND
22 WE JUST WROTE A -- A SEVERAL MILLION DOLLAR PROPOSAL, FEDERAL
23 GOVERNMENT PROPOSAL THAT I HAPPENED TO BE INVOLVED WITH AND WE
24 DID IT IN TEN DAYS WITH LITTLE CHAOS. IT WENT VERY SMOOTHLY.
25 WE HAD A WORK PLAN. WE KNEW WHO WAS GOING TO DO WHAT AND IT

1 JUST WENT LIKE THAT.

2 Q SO SOME OF YOUR LEARNING FROM THIS WAS ON THE NEGATIVE
3 SIDE OF WHAT SHE DIDN'T DO AND I ASKED YOU BEFORE WHETHER YOU
4 IN TURN AS ANOTHER MANAGER WENT BACK TO HER AND SAID, YOU KNOW,
5 WE COULD DO BETTER IF YOU COULD DO SOME OF THIS PLANNING AND
6 ALLOCATE IT?

7 A WELL, AS I SAID, WE DID DISCUSS IN GENERAL HOW THE
8 STAFF WAS REACTING TO THIS WHOLE PROCESS AND -- BUT AT THE
9 POINT IN TIME WE DISCUSSED IT IT WAS TOO LATE TO REALLY GET
10 INTO ANY -- WE HAD ALREADY -- WE WERE ALREADY TOO FAR INTO
11 THE PROPOSAL PROCESSING TO GO BACK AND DEVELOP A WORK PLAN.
12 IT DIDN'T MAKE ANY SENSE AT THAT POINT IN TIME. SO I DON'T
13 EVEN KNOW THAT I BORACHED THE ISSUE AT THAT JUNCTURE.

14 Q ALL RIGHT. DO YOU RECALL THAT AT ONE POINT DURING
15 THE OFF HOURS' TIME YOU SPENT WITH MISS HOPKINS YOU ASKED HER
16 IF SHE COULD NOT DO A FAVOR FOR THE FATHER OF YOUR FIANCEE
17 IN CONNECTION WITH INVESTIGATING LOAN POSSIBILITIES FOR HIS
18 PLUMBING BUSINESS?

19 A HE OWNS A LADDER COMPANY AND IT WAS --

20 Q LADDER COMPANY. THAT'S THE WAY THINGS GO BY HEARSAY.
21 I'M SORRY. GO AHEAD.

22 A YES, I DID. MY FATHER-IN-LAW'S LADDER PLANT HAD BEEN
23 FLOODED SEVERAL YEARS AGO AND HE WAS IN AN AREA THAT DIDN'T
24 QUALIFY FOR FEDERAL GOVERNMENT FLOOD INSURANCE AND ALL OF HIS
25 INVENTORY WAS DAMAGED AND SO I WAS MAKING INQUIRIES AS TO HOW

1 ONE CAN GET INFORMATION ON SBA LOANS AND I ASKED ANN TO CHECK
2 INTO THAT FOR ME SINCE SHE WAS ONE OF THE FEW PEOPLE I KNEW
3 ON OGS WHO WOULD HAVE THOSE CONTACTS WITH THE FEDERAL GOVERN-
4 MENT.

5 Q DID SHE -- WAS SHE RESPONSIVE TO YOUR REQUEST?

6 A SHE WAS. SHE GAVE ME SOME VERY GOOD INFORMATION.

7 MR. HELLER: I HAVE NO FURTHER QUESTIONS.

8 MS. IRELAND: I HAVE NO QUESTIONS, YOUR HONOR.

9 THE COURT: YOU'RE EXCUSED, SIR. THANK YOU.

10 THE WITNESS: THANK YOU.

11 WHEREUPON,

12 DONALD EPELBAUM,

13 HAVING APPEARED AS A WITNESS ON BEHALF OF THE DEFENDANT, AND
14 HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND TESTIFIED, AS
15 FOLLOWS:

16 DIRECT EXAMINATION

17 BY MR. TALLENT:

18 Q MR. EPELBAUM, WOULD YOU STATE YOUR FULL NAME FOR
19 THE RECORD, PLEASE?

20 A DONALD EPELBAUM.

21 Q BY WHOM ARE YOU EMPLOYED, SIR?

22 A MY PRICE WATERHOUSE.

23 Q IN WHAT CAPACITY?

24 A I'M A PRINCIPAL.

25 Q HOW LONG HAVE YOU BEEN A PRINCIPAL?

1 A SINCE JULY 1, 1978.

2 Q HOW LONG HAVE YOU BEEN EMPLOYED BY PRICE WATERHOUSE?

3 A SINCE JUNE OF 1971.

4 Q WHAT IS YOUR CURRENT WORK ASSIGNMENT?

5 A THE U. S. DEPARTMENT OF STATE, FINANCIAL MANAGEMENT
6 SYSTEM ENGAGEMENT. I'M THE ON SITE PROJECT PARTNER.

7 Q HOW LONG HAVE YOU BEEN IN THAT -- HAD THAT WORK
8 ASSIGNMENT?

9 A EFFECTIVELY SINCE MARCH OF 1982.

10 Q PRIOR TO MARCH OF 1982 WHERE WERE YOU ASSIGNED?

11 A FROM JULY 1, 1980 -- 1978 UNTIL MARCH OF 1982 I WAS
12 ASSIGNED TO THE ST. LOUIS OFFICE OF PRICE WATERHOUSE.

13 Q SIR, HOW DID YOU COME TO BE TRANSFERED TO WASHINGTON?

14 A I WAS SELECTED BY OUR SENIOR PARTNER TO HEAD UP THE
15 FINANCIAL MANAGEMENT SYSTEM ENGAGEMENT. IF WE WERE SELECTED
16 BY THE DEPARTMENT OF STATE MY NAME WAS INCLUDED IN A COMPETITIVE
17 BID DURING THAT TIMEFRAME.

18 Q PRIOR TO THE ACCEPTANCE BY THE STATE DEPARTMENT OF
19 THE PRICE WATERHOUSE BID WERE YOU INTERVIEWED BY THE DEPARTMENT?

20 A DURING -- AFTER MY NAME WAS PUT IN THE PROPOSAL AND
21 AFTER I AGREED TO ACCEPT THIS ASSIGNMENT, YES, MY NAME WAS
22 INCLUDED IN THE PROPOSAL AND I WAS INTERVIEWED I THINK FOR
23 FOUR OR FIVE HOURS BY ABOUT SEVEN OR EIGHT STATE DEPARTMENT
24 EMPLOYEES.

25 Q AND, SIR, WHEN YOU CAME TO OGS I TAKE IT YOU WERE

1 ASSIGNED TO OGS?

2 A THAT IS CORRECT.

3 Q WHEN YOU CAME TO OGS DID YOU HAVE OCCASION TO HAVE
4 CONTACT WITH ANN HOPKINS?

5 A PRIOR TO COMING TO --

6 Q NO, WHEN YOU CAME, AFTER.

7 A YES.

8 Q CAN YOU DESCRIBE THE NATURE OF THAT CONTACT INITIALLY?

9 A WELL, I INITIALLY -- WHEN MY NAME WAS PUT INTO THE
10 PROPOSAL ANN CAME DOWN FOR THE INITIAL ORAL PRESENTATION THAT
11 WE GAVE IN CONJUNCTION WITH, I MET ANN AND ANN AND I WORKED
12 FAIRLY CLOSELY ON PREPARING FOR THOSE ORAL PRESENTATIONS. THAT
13 WAS MY INITIAL CONTACT WITH HER. WE WORKED FAIRLY CLOSELY FOR
14 THE PERIODS OF TIME THAT I WAS IN WASHINGTON DURING THOSE ORAL
15 PRESENTATIONS.

16 Q HOW MUCH OF THAT -- WHEN DID YOU OFFICIALLY TAKE OVER
17 THE STATE DEPARTMENT PROJECT?

18 A WELL, WE WON OR WE WERE AWARDED THE CONTRACT IN MARCH
19 OF 1982. I SIGNED ON BEHALF OF MY PARTNERS THAT CONTRACT, SO
20 MARCH OF 1982 WOULD BE THE OFFICIAL TIMEFRAME WHEN I BEGAN TO
21 WORK ON THAT PROJECT FULL TIME.

22 Q IN BETWEEN MARCH OF '82 AND JUNE OF '82 WHAT WAS THE
23 NATURE OF YOUR CONTACT WITH MISS HOPKINS?

24 A ALMOST DAILY.

25 Q WHAT WAS THE NATURE --

1 A WHAT WE WERE WORKING ON?

2 Q WHAT WAS SHE WORKING ON? WHAT WERE YOU WORKING ON
3 AND WHAT WERE YOU WORKING ON TOGETHER?

4 A PRIMARILY DURING THOSE FIRST THREE MONTHS WE WERE
5 WORKING ON PROJECT PLAN, WE WERE WORKING ON COST ESTIMATES
6 SINCE THE BID THAT WE SUBMITTED HAD ONLY COSTS WITHOUT INFLA-
7 TION ESCALATORS, AND WE WERE TRYING TO PROJECT THE FUTURE COST
8 OF THAT ASSIGNMENT. WE WERE ALSO, AS I SAID, WORKING ON A
9 DETAILED WORK PLAN AND WE WERE WORKING ON A NUMBER OF LOGISTICAL
10 MATTERS, HOW TO SET UP PROGRESS REPORTING MECHANISMS, ORGANIZA-
11 TION STRUCTURE. WE WERE INTERVIEWING A NUMBER OF PEOPLE WHO
12 WOULD BE BROUGHT ON TO HELP US ON THIS ASSIGNMENT.

13 Q DID YOU HAVE OCCASION IN THOSE MONTHS TO FORM AN
14 OPINION OF MISS HOPKINS?

15 A YES. I THOUGHT THAT ANN WAS VERY TALENTED, VERY
16 BRIGHT. VERY, VERY OUTSTANDING IN ORAL AND WRITTEN COMMUNICA-
17 TION SKILLS. SHE HAD A TREMENDOUS GRASP OF THE STATE DEPART-
18 MENT, HOW IT FUNCTIONED, THE STATE DEPARTMENT CLIENTS, WHAT
19 WERE IMPORTANT TO THEM. DURING THE ORAL PRESENTATIONS I SAW
20 HER GIVE A NUMBER OF OUTSTANDING ANSWERS TO QUESTIONS THROWN
21 IN HER DIRECTION. I ALSO OBSERVED A NUMBER OF OTHER OF MY
22 MANAGERS THAT WORKED ON THE ASSIGNMENT ALSO ANSWER QUITE WELL
23 IN AN EXTEMPORANEOUS FASHION.

24 Q DID YOU HAVE OCCASION TO EVALUATE THE TEAM PEOPLE THAT
25 WERE WORKING ON THE STATE DEPARTMENT PROPOSAL THAT RESULTED

1 IN THAT?

2 A NOT DURING THAT MARCH THROUGH JUNE PERIOD.

3 Q DID YOU AFTER?

4 A YES, AFTER ANN LEFT THE STATE DEPARTMENT, THE FMS PART
5 OF IT IN JUNE, 1982, AND THEN ALL OF THE PEOPLE THAT HAD WORKED
6 ON THE STATE DEPARTMENT JOB I HAD MUCH CLOSER CONTACT WITH BUT
7 DURING THAT TIMEFRAME FROM MARCH TO JUNE I HAD PRIMARILY
8 CONTACT WITH ANN AND HAD LESSER CONTACT WITH OTHER OF THE
9 MANAGERS ON THE JOB. I MUST SAY THOUGH THAT ALSO DURING THAT
10 TIMEFRAME I HEARD SOME OUTSTANDING COMMENTS MADE ABOUT ANN FROM
11 A NUMBER OF PARTNERS IN THE OFFICE AND AGAIN NOTHING THAT I SAW
12 DURING THAT TIMEFRAME IN THE AREA OF HER STRENGTHS -- I HAD NO
13 DOUBT TO BELIEVE THAT EVERYTHING I HEARD WAS TRUE.

14 Q WHO IN PARTICULAR AT OGS DID YOU HEAR FROM IN THAT
15 REGARD, WHICH PARTNERS?

16 A LEW KRULWICH AND TOM, TOM BEYER. THOSE WERE THE ONES
17 I GUESS I HEARD MOST FROM. DURING THIS TIMEFRAME THOUGH I
18 DID HAVE SOME DIFFICULTIES WITH ANN. I HAD -- WELL, AS SOON
19 AS I CAME DOWN AND SIGNED THE CONTRACT ANN CALLED UP MY BOSS'S
20 BOSS. SHE CALLED UP JOE CONNOR AND INVITED HIM DOWN TO A
21 SIGNING CEREMONY THAT THE DEPARTMENT OF STATE HAD ARRANGED.
22 NEVER ASKED ME. WHEN I FOUND OUT THAT SHE DID THAT I SAID,
23 ANN, THAT'S INAPPROPRIATE. I CALLED. SO I HAD DIFFICULTY
24 WITH THE WAY THE HIERARCHY OF OUR FIRM WAS WORKING OR WAS NOT
25 WORKING IN THIS CASE. I HAD -- I RECALL HAVING SOME DIFFI-

1 CULTIES WITH ANN AND SHE WAS COMBATIVE, ARGUMENTATIVE. WE
2 WOULD HAVE DISCUSSIONS. SHE USED HARSH TERMS WITH ME. I WOULD
3 SAY DISREPECT WOULD BE ANOTHER TERM. SHE BARGED INTO MY
4 OFFICE WHEN THE DOOR WAS CLOSED, WITHOUT KNOCKING. SO I SAW
5 SOME WONDERFUL CHARACTERISTICS AND SOME WONDERFUL TRAITS AND
6 I HEARD SOME VERY GOOD THINGS ABOUT HER. I HAD NO REASON TO
7 BELIEVE THEY WEREN'T TRUE, PARTICULARLY IN THE AREA OF PRACTICE
8 DEVELOPMENT, BUT I ALSO HAD EXPERIENCED WHAT I CLASSIFY AS
9 INTERPERSONAL SKILL PROBLEMS THAT I WAS PERSONALLY EXPERIENCING
10 WITH HER.

11 Q MR. EPELBAUM, I SHOW YOU NOW DEFENDANT'S EXHIBIT 27,
12 WHICH IS ON PAGE 002005 AND IT CONTAINS WHAT I BELIEVE TO BE
13 YOUR COMMENTS IN CONNECTION WITH MISS HOPKINS' CANDIDACY FOR
14 PARTNER AT PRICE WATERHOUSE. DO YOU RECOGNIZE THOSE COMMENTS?

15 A YES, I DO.

16 Q WHEN APPROXIMATELY WAS THAT LONG FORM FILLED OUT?

17 A THE END OF SEPTEMBER.

18 Q HAD YOU PRIOR TO THAT TIME HAD OCCASION TO FORMALLY
19 REVIEW THIS --

20 THE COURT: DID YOU SAY SEPTEMBER?

21 THE WITNESS: YES. YES, SIR.

22 THE COURT: EXCUSE ME.

23 BY MR. TALLENT:

24 Q HAD YOU PRIOR TO THAT TIME HAD OCCASION TO FORMALLY
25 REVIEW MISS HOPKINS' WORK?

1 A THERE WERE TWO OCCASIONS THAT I FORMALLY HAD
2 COUNSELING SESSIONS WITH ANN HOPKINS. ONE WAS IN JUNE OF 1982
3 AND IN THE OFFICE OF GOVERNMENT SERVICES EACH JUNE ALL OF OUR
4 EMPLOYEES ARE REVIEWED. USUALLY BY A PARTNER. THE SUBSTANCE
5 OF THAT REVIEW IS TO LOOK AT THE GREEN SHEETS OR THE PERSONNEL
6 EVALUATION FORMS THAT HAVE BEEN PREPARED OVER THE LAST YEAR,
7 TO SUMMARIZE THE STRENGTHS AND WEAKNESSES OF AN INDIVIDUAL
8 AND TO HAVE COUNSEL WITH THAT OR TO CONDUCT A COUNSELING SESSION
9 WITH THE INDIVIDUAL, TO GO OVER THOSE STRENGTHS AND WEAKNESSES.
10 IN JUNE OF 1982 I CONDUCTED A REVIEW OF THAT NATURE. I ALSO
11 COMPLETED A PERSONNEL EVALUATION FORM IN SEPTEMBER OF 1982 AND
12 AGAIN BOTH OF THOSE DOCUMENTS ANN AND I REVIEWED. I ALSO HAD
13 AN OPPORTUNITY TO TALK TO ANN INFORMALLY ABOUT HER PERFORMANCE
14 AND ABOUT SOME OF THE PROBLEMS THAT I -- SOME OF THE STRENGTHS
15 THAT I SAW AND ALSO SOME OF THE WEAKNESSES THAT I SAW. ONE
16 PARTICULAR INFORMAL PRESENTATION OR INFORMAL DISCUSSION BEFORE
17 ANN WENT OUT TO ST. LOUIS AND ASKED IF I WOULD GO THROUGH THE
18 CAST OF CHARACTERS SINCE I HAD BEEN FROM THE ST. LOUIS OFFICE
19 AND KNEW MOST OF THE PARTNERS. WELL, ALL OF THE PARTNERS AND
20 ALL OF THE MANAGERS THAT WERE THERE. SO WE WENT OVER EACH OF
21 THE INDIVIDUALS IN THE OFFICE THAT PLAYED A MAJOR ROLE OR WE
22 THOUGHT COULD PLAY A MAJOR ROLE IN THIS PROPOSAL THAT SHE WAS
23 GOING OUT TO WORK ON AND I AGAIN COUNSELED HER ON HER INTER-
24 PERSONAL SKILLS, HOW SHE MAY REACT TO DIFFERENT PEOPLE AND I
25 AGAIN TRIED TO HELP HER BY PAINTING VERY VERY INDIVIDUAL PIC-

1 TURES OF THE KINDS OF INDIVIDUALS THAT SHE WOULD MEET OR COULD
2 MEET. AGAIN, TO EMPHASIZE AND DRAMATIZE SO THAT SHE WOULD BE
3 VERY SENSITIVE TO THOSE INDIVIDUALS. I REMEMBER DURING THAT
4 COUNSELING SESSION I SUGGESTED TO ANN THAT SHE PUT A LITTLE
5 SUGAR ON HER TONGUE SO THAT SHE WOULD BE SENSITIVE TO OTHER
6 INDIVIDUALS IN THAT OFFICE AND THAT SHE WOULD TAKE CARE IN HOW
7 SHE DEALT WITH THEM.

8 Q DID SHE -- DID YOU HAVE ANY FURTHER DISCUSSIONS ABOUT
9 YOUR ADVICE WITH HER AT ANY TIME?

10 A WELL, I KNOW A MUCH LATER TIME, NOVEMBER OR DECEMBER,
11 I THINK NOVEMBER, WHATEVER, SHE CAME BACK -- OCTOBER OR NOVEMBER,
12 SHE CAME BACK AND TOLD ME THAT MY ADVICE WAS STUPID. SHE HAD
13 GOTTEN BETTER ADVICE FROM SOMEBODY ELSE AND MY ADVICE WAS
14 STUPID.

15 Q DID SHE WORK FOR YOU FURTHER ON THE STATE DEPARTMENT
16 PROJECT AFTER JUNE OF 1982?

17 A NO, IN JUNE OF 1982 I WOULD SAY THAT WAS THE LAST
18 CONCENTRATED PERIOD OF TIME. WE MAY HAVE HAD CONTACT OVER
19 THE NEXT COUPLE OF MONTHS BUT I THINK AFTER SHE COMPLETED HER
20 ASSIGNMENT ON -- OUT IN ST. LOUIS SHE TOOK OVER OR BEGAN WORK-
21 ING ON THE REMS PROJECT, WHICH IS A RELATED STATE DEPARTMENT
22 JOB.

23 Q MR. EPELBAUM, WHEN OGS PROPOSED MISS HOPKINS IN THE
24 SUMMER OF 1982 FOR PARTNERSHIP ADMISSION AND IN JULY 1, 1983,
25 IS THAT CORRECT --

1 A THAT'S CORRECT.

2 Q -- DID YOU PARTICIPATE IN THAT PROPOSAL?

3 A THE DRAFTING OF HER PROPOSAL FORM?

4 Q THE DRAFTING OF THE PROPOSAL FORM.

5 A YES, I DID.

6 Q SHOWING THE WITNESS DEFENDANT'S 20 AND DIRECTING THE
7 WITNESS'S ATTENTION TO THE FOURTH PAGE OF THAT DOCUMENT, WHICH
8 IS THE NARRATIVE PROPOSAL PORTION, DID YOU -- IS THAT A PORTION
9 OF THE PROPOSAL THAT YOU DRAFTED, SIR?

10 A I THINK IN MY DEPOSITION WE WENT THROUGH LINE BY LINE
11 WHAT I WROTE AND WHAT I DIDN'T WRITE OR WHAT WAS CHANGED ON
12 WHAT I WROTE, BUT I DRAFTED A PORTION OF THIS DOCUMENT. IT'S
13 A SALES DOCUMENT AND I THINK IT CONVEYS THE VIRTUES OF ANN.

14 Q DO YOU -- WHAT WAS THE SOURCE OF YOUR DATA FOR THAT
15 DOCUMENT?

16 A WELL, BASICALLY --

17 Q YOUR PORTION?

18 A THE DRAFT THAT I PREPARED I LOOKED THROUGH HER
19 PERSONNEL FILE AND TRIED TO EXTRACT FROM THAT THOSE QUALITIES
20 THAT OTHER PARTNERS HAD DOCUMENTED. I TRIED TO PUT IN HERE
21 WHAT OTHER PARTNERS HAD OR I HAD HEARD OTHER PARTNERS HAD SEEN
22 AND I PUT IN HERE SOME OF THE THINGS THAT I FELT WERE GERMANE.
23 AGAIN, WE TRIED TO PUT ANN IN THE BEST LIGHT POSSIBLE. THESE
24 DOCUMENTS ARE SALES DOCUMENTS AND THEY ARE PUFFED UP TO REFLECT
25 ALL OF THE FINER QUALITIES OF EACH CANDIDATE.

1 THE COURT: MR. EPELBAUM, THE THING THAT'S TROUBLED
2 ME, NOW THAT I HAVE BEEN LISTENING TO THIS ALL WEEK, IS THAT
3 IT SEEMS AS TO THE MEMBERS OF THE POLICY COMMITTEE OR THE
4 ADMISSIONS COMMITTEE, AS IT'S CALLED, I GET FROM THEM A STORY
5 THAT PRICE WATERHOUSE IN SPITE OF ITS SIZE IS DEDICATED TO THE
6 IDEA OF BEING A TRULY PROFESSIONAL PARTNERSHIP AND THAT RELA-
7 TIONS BETWEEN PARTNERS AND PARTNERS AND STAFF ARE FUNDAMENTAL
8 TO ITS ABILITY TO DEVELOP PEOPLE AND PROGRESS AND THAT'S WHY
9 EVERYBODY IN THE ORGANIZATION IS VERY SENSITIVE TO INTER-
10 PERSONAL RELATIONS AND EVERYBODY IS VERY ANXIOUS TO BE SURE
11 THAT, IN EFFECT, WE DON'T GET IRRITANTS IN THE PARTNERSHIP,
12 IRRITATING PEOPLE IN THE PARTNERSHIP. THEN I READ THIS DOCU-
13 MENT IN WHICH YOU'VE HAD A CONTRARY EXPERIENCE, A VERY SHARPLY
14 CONTRARY EXPERIENCE AND YOU DON'T BOTHER TO TELL YOUR PARTNERS
15 ABOUT IT AND I FIND IT DIFFICULT TO UNDERSTAND THEN WHAT'S
16 GOING ON HERE. YOU TELL ME JUST NOW THAT YOU'RE TRYING TO SELL
17 TO MR. CONNOR AND THE OTHERS AN IMAGE OF THIS WOMAN THAT IS
18 CONTRARY TO WHAT YOU BELIEVE. AND THAT DOESN'T SEEM TO ME
19 CONSISTENT WITH WHAT MANY OF YOUR OTHER PARTNERS SEEM TO THINK
20 IS THE NATURE OF THE PARTNERSHIP.

21 NOW, IN CONTRAST, IF IT'S A BALANCE PROBLEM ONE COULD
22 HAVE TALKED ABOUT THE GOOD AND BAD THINGS, BUT ONE DOESN'T
23 TRY TO SELL ONE PARTNER TO A PROPOSITION THAT'S FALSE, AND
24 THAT'S WHAT YOU WERE DOING HERE, ISN'T IT? AND I NEED TO GET
25 AN EXPLANATION OF IT.

1 THE WITNESS: I'LL TRY.

2 THE COURT: DO YOU UNDERSTAND WHAT I'M TRYING TO
3 TELL YOU?

4 THE WITNESS: YES.

5 THE COURT: BECAUSE YOU JUST SAID THAT YOU ADVISED
6 THIS WOMAN AS TO HOW SHE SHOULD CONDUCT HERSELF IN ST. LOUIS.
7 YOU WERE IN A POSITION TO ADVISE HER BECAUSE YOU REALLY KNEW
8 THAT OFFICE. YOU HAD BEEN THERE A LONG TIME. AND YOU KNEW
9 HER. AND SHE COMES BACK -- I'M SURE YOU HEARD THAT THINGS
10 DIDN'T GO WELL FOR HER IN ST. LOUIS -- AND SHE COMES BACK AND
11 SAYS YOU DON'T KNOW WHAT YOU'RE TALKING ABOUT. YOU'RE STUPID.
12 WELL, I WOULD HAVE THOUGHT FROM WHAT I'VE HEARD FROM WHAT
13 MR. CONNOR AND WHAT I'VE HEARD FROM SOME OF THESE PEOPLE THAT
14 THAT WOULD HAVE BEEN SOMETHING THAT IN ANY KIND OF A BALANCING
15 TEST YOU WOULD LIKE YOUR PROFESSIONAL COLLEAGUES TO KNOW. BUT
16 YOU HID IT FROM THEM. NOW, WHAT --

17 THE WITNESS: THIS WAS WRITTEN IN JUNE.

18 THE COURT: I DON'T UNDERSTAND THE PROCESS, YOU SEE.

19 THE WITNESS: OKAY. THIS WAS WRITTEN IN JUNE. MY
20 DRAFT. IT WAS SUBMITTED IN AUGUST.

21 THE COURT: YES.

22 THE WITNESS: I DON'T THINK THE REPORTS FROM ST.
23 LOUIS CAME BACK UNTIL MID-AUGUST. NOW, I DON'T KNOW IF IT'S
24 RIGHT OR WRONG. THERE'S A TIMING PROBLEM WITH THIS VERSUS
25 THE REPORTS COMING BACK FROM ST. LOUIS.

1 THE COURT: WELL, YOU HAD CONCERNS BEFORE THEN,
2 DIDN'T YOU?

3 THE WITNESS: BUT I VOTED FOR ANN HOPKINS TO BE
4 ADMITTED BECAUSE I WEIGHED THOSE CONCERNS WITH THE ATTRIBUTES
5 THAT THE INDIVIDUAL HAD.

6 THE COURT: I UNDERSTAND THAT, BUT YOU SAID THAT YOU
7 HAD FOUND IN DEALING WITH HER THAT SHE HAD GONE OVER YOUR HEAD
8 TO CONNOR AND YOU DIDN'T LIKE THAT. YOU SAID SHE HAD BEEN
9 HARSH, DISRESPECTFUL TO YOU, BARGING INTO YOUR OFFICE. YOU
10 KNEW ALL THAT. FORGET THE STUPIDITY REMARKS. THE REST OF IT
11 YOU KNEW. AND I FIND IT HARD TO PUT IT ALL TOGETHER. NOW,
12 I AM AN OUTSIDER, YOU UNDERSTAND, AND I'M TRYING TO UNDERSTAND.
13 I'M NOT TRYING TO FIND FAULT. I'M TRYING TO UNDERSTAND.

14 THE WITNESS: WELL, WHETHER IT'S --

15 THE COURT: AGAIN THE -- I TAKE IT, THIS MAY NOT BE
16 RIGHT, BUT I TAKE IT THAT WHEN AN OFFICE DECIDES TO PUSH SOME-
17 BODY YOU GET TOGETHER, YOU THINK YOU'LL PUSH THEM AND THEN
18 AFTER THAT EACH OF YOU IS ON YOUR OWN SO YOU SAY IT WASN'T THE
19 THING TO HELP MR. BEYER ALONG WITH HIS DESIRE TO HAVE HER AS
20 A PARTNER, THEN YOU HAVE ANOTHER VIEW WHEN YOU GET ANOTHER
21 INDIVIDUAL, IS THAT THE WAY IT WORKS?

22 THE WITNESS: WE DISCUSS A CANDIDATE. IF THE CANDI-
23 DATE HAS SIGNIFICANT PROBLEMS THE OFFICE IS NOT GOING TO
24 PROPOSE THAT INDIVIDUAL, BUT I THINK ONE OF THE STRENGTHS OF
25 OUR SYSTEM IS THAT EACH INDIVIDUAL PARTNER HAS AN OBLIGATION

1 TO CONVEY WHAT HE OR SHE THINKS OF THAT CANDIDATE IN
2 DIFFERENT SITUATIONS. THAT INFORMATION THEN IS COLLECTED AND
3 DIGESTED BY THE ADMISSIONS COMMITTEE.

4 THE COURT: WELL, I UNDERSTAND THE PROCESS.

5 THE WITNESS: IF MY EXPOSURE TO ANY CANDIDATE IS
6 ATYPICAL THEN MY COMMENT IS GOING TO STICK OUT, BUT IF MY
7 COMMENTS ARE TYPICAL ALBEIT BRIEF OR WHAT HAVE YOU, THEN I
8 THINK YOU GET A FLAVOR OR A PICTURE OF THE CANDIDATE AND THE
9 ADMISSIONS COMMITTEE MAKES A DECISION.

10 THE COURT: BUT YOU JOINED IN THIS PROPOSAL.

11 THE WITNESS: I JOINED IN PREPARING THE DOCUMENTS
12 THAT DESCRIBED THE ATTRIBUTES OF ANN HOPKINS. I DON'T
13 DISAGREE WITH THAT. AS FAR AS THIS DOCUMENT GOES I DESCRIBED
14 AN INDIVIDUAL WHO WAS BEING PROPOSED FOR ADMISSION. I SUB-
15 SEQUENTLY WEIGHED THE INPUT I GOT FROM MANAGERS WHOM I HAD
16 WORKED FOR, WHO HAD WORKED FOR ME RATHER, BOTH HERE IN WASHINGTON
17 AND IN ST. LOUIS. I DESCRIBED SOME OF THE ATTRIBUTES THAT I
18 SAW IN ANN. I CONSIDERED THE FINE ATTRIBUTES THAT I -- AND I
19 MADE A JUDGMENT AND IN SEPTEMBER OF 1982 I INDICATED THOSE
20 QUALITIES THAT I THOUGHT WERE OUTSTANDING AND I ALSO INDICATED
21 THAT IT WAS NOT A CLEAR-CUT DECISION. I HAD SOME RESERVATIONS
22 BUT IN BALANCING THAT, THOSE ATTRIBUTES, BY BOTH PLUS AND MINUS
23 I REACHED THE CONCLUSION THAT ANN WAS A VIABLE CANDIDATE. I
24 SUBSEQUENTLY GOT ADDITIONAL INPUT. CALL IT STUPID --

25 THE COURT: WELL, I GATHER WE'LL BE COMING TO THAT.

1 YOU CHANGED YOUR POSITION THEN AT THE END OF HER CANDIDACY.

2 THE WITNESS: NO.

3 THE COURT: OH, YES, BECAUSE THE OFFICE COULDN'T GO
4 FORWARD WITHOUT YOU, AND RE-PROPOSED HER, IS THAT RIGHT? SO
5 WHEN YOU CHANGED YOUR POSITION --

6 THE WITNESS: THAT HAPPENED LATER ON.

7 THE COURT: YES, YES.

8 BY MR. TALLENT:

9 Q MR. EPELBAUM, WHEN YOUR POSITION CHANGED DID IT
10 CHANGE ALL AT ONCE OR DID IT CHANGE BY DEGREES?

11 A I THINK WHEN I SUBMITTED THIS DOCUMENT, AS IT
12 INDICATES IN THE DOCUMENT --

13 Q YOU'RE REFERRING TO THE LONG FORM EXTRACT?

14 A THE LONG FORM EXTRACT WAS SUBMITTED THE END OF
15 SEPTEMBER. I INDICATED MY RESERVATIONS. I INDICATED THE
16 STRENGTHS OF THE CANDIDATE AND I REACHED THE CONCLUSION THAT
17 THE INDIVIDUAL SHOULD BE ADMITTED. SUBSEQUENTLY I HEARD
18 PEOPLE, MANAGERS WHO HAD WORKED FOR ME, COME UP TO ME AND
19 TALKED ABOUT HOW THEY DIDN'T WANT TO WORK FOR ANN ANY MORE.
20 INDIVIDUALS IN MY FIRM, MANAGERS WHO I WORKED WITH, GAINED
21 A LOT OF RESPECT FOR. THESE INDIVIDUALS INDICATED THAT IN ONE
22 CASE ANN HAD WRITTEN ON A FLOW CHART "THIS INDIVIDUAL IS AN
23 FU," IN THE UPPER RIGHT CORNER OF THE DOCUMENT. DO I NEED
24 TO DESCRIBE WHAT THAT MEANS? ANOTHER INDIVIDUAL HAD PROBLEMS
25 WITH, AGAIN, THE NATURE IN WHICH SHE WAS TREATED BY ANN. I

1 HAD PEOPLE FROM ST. LOUIS AFTER THE FMHA JOB BEGAN OVER TO
2 MY HOUSE AND THEY TALKED ABOUT THE TURMOIL THAT EXISTED DURING
3 THE PROPOSAL PROCESS AND IN ST. LOUIS AND HOW THEY NEVER WANTED
4 TO WORK AGAIN WITH ANN. WHEN ROGER MARCELLIN CAME IN NOVEMBER
5 TO INTERVIEW ME I MADE IT CLEAR TO HIM THAT MY STRENGTH OF
6 CONVICTION FOR ANN HAD WAIVERED AND THAT IN MY OPINION I WAS
7 A HOLD.

8 Q DID YOU TELL MR. MARCELLIN THAT?

9 A I DON'T KNOW IF I USED THE TERM, BUT I -- IT'S
10 PRETTY CLEAR THAT I MADE -- IN MY MIND IT WAS CLEAR THAT I WAS
11 NOT VOTING YES ANY LONGER BUT HAD SOME GREATER RESERVATIONS.

12 Q OKAY. BY DECEMBER THEN YOU MOVED FROM A YES TO A
13 HOLD.

14 A THAT WOULD BE FAIR.

15 Q DID YOU CHANGE YOUR POSITION SUBSEQUENT TO THAT?

16 A THERE WERE TWO SUBSEQUENT EVENTS THAT CAUSED ME TO
17 EVEN QUESTION MY HOLD STATUS. AFTER ANN WAS NOT ADMITTED SHE
18 WENT UP TO SEE JOE CONNOR. AND SHE CAME BACK FROM THAT MEETING
19 AND CALLED AND ASKED IF WE COULD HAVE LUNCH AND DISCUSS WHAT
20 JOE SAID. SHE WENT ON TO TELL ME THAT JOE WENT THROUGH ALL
21 OF THE PARTNERS WHO VOTED AGAINST HER. AND EDITORIALIZED THE
22 COMMENTS LIKE NORM STATLAND, NORMSTATLAND VOTES AGAINST
23 EVERYBODY. JOHN FRIDLEY. WHO IS JOHN FRIDLEY? I DON'T EVEN
24 KNOW WHO HE IS. THOSE ARE THE KINDS OF COMMENTS THAT SHE
25 MADE. JOE CONNOR USED HIS CHITS UP TO ADMIT SCHICK, FRED

1 SCHICK AND HENRY LUM THE LAST YEAR AND NEXT YEAR HE'S GOING
2 TO USE HIS CHIT TO GET ME ADMITTED. WELL, I HAD MET WITH
3 JOE CONNOR. I HAD MET WITH HIM ON A NUMBER OF OCCASIONS AND
4 I HAD LISTENED TO HIM TALK ABOUT THE BOND BETWEEN PARTNERS
5 AND THE SPECIAL RELATIONSHIP THAT PARTNERS HAVE AND I JUST
6 COULD NOT BELIEVE THAT JOE CONNOR WOULD SPEAK THAT WAY ABOUT
7 HIS PARTNERS TO A SENIOR MANAGER AND I COULD THINK OF NO OTHER
8 REASON, AND HER TONE ALSO ADDED TO THAT, NO OTHER REASON
9 THAT SHE WAS GOING TO TELL ME THIS STORY OTHER THAN TO TRY AND
10 INTIMIDATE ME AND I REACTED VERY NEGATIVELY TO THAT.

11 AGAIN, IN LATE MAY OR MID-MAY OF 1983 I HAD A MEETING
12 WITH TOM BEYER, STEVE HIGGINS AND TOM COLBERG WHERE WE DIS-
13 CUSSED THE POSSIBILITY OF MOVING AN INDIVIDUAL FROM THE TEAM
14 THAT ANN WAS RUNNING TO THE FMS TEAM AND WE CALLED ANN RATHER
15 QUICKLY AND ASKED HER TO COME IN, DISCUSSED THAT POSSIBILITY
16 AND ANN -- WHEN ASKED IF WE COULD MOVE JAMIE MC CULLOUGH
17 FROM THE REMS TEAM TO THE FMS TEAM SHE SAID YES, NO PROBLEM.
18 I SAID TO ANN, YOU KNOW, THIS IS KIND OF QUICK AND SUDDEN. DO
19 YOU WANT TO GO BACK AND THINK ABOUT IT? LOOK AT YOUR WORK
20 PLANS, ET CETERA? SHE SAID DON'T TELL ME HOW TO RUN MY BUSI-
21 NESS. I KNOW WHAT I CAN DO AND WHAT I CAN'T DO. I SAID, ANN,
22 YOU KNOW, IT'S VERY QUICK. I'M ASKING YOU TO THINK ABOUT IT.
23 DON'T, YOU KNOW, SAY YES, BUT I'LL LET YOU KNOW TOMORROW. DON'T
24 TELL ME HOW TO RUN MY BUSINESS. POUNDING HER FIST DOWN. THE
25 VERY NEXT DAY EARLY IN THE MORNING I GOT A PHONE CALL THAT

1 SAID IT WAS IMPOSSIBLE, IF WE MOVED THIS PERSON OVER TO MY JOB
2 SHE WOULD HAVE GREAT DIFFICULTY, COULDN'T BE DONE. COULDN'T
3 BE DONE. I LET ANN KNOW, WELL, IF THAT'S HOW YOU FEEL, GOOD-BYE.

4 SHORTLY AFTER THAT I RECONSIDERED ALL OF MY EXPERIENCES
5 WITH ANN. THE GOOD THINGS I'VE HEARD. THE FINE QUALITIES SHE
6 HAS AND THE NEGATIVES THAT I EXPERIENCED, THE DISRESPECT, THE
7 USE OF -- THE PROBLEMS WE HAD WITH COMING INTO MY OFFICE, THE
8 WAY SHE DEALT WITH ME, THE WAY SHE DEALT WITH PEOPLE THAT I HAD
9 RESPECT FOR. INTIMIDATION. THE SITUATION WITH BEING SO DAMN
10 SURE SHE COULD DO SOMETHING AND ARGUMENTATIVE AND I SAID, NOW
11 HERE'S A PERSON THAT'S SUPPOSEEDLY ON HER BEST BEHAVIOR TO
12 BE ADMITTED TO THE PARTNERSHIP, AN INDIVIDUAL WHO IS TRYING
13 TO IMPRESS EVERYONE ABOUT HER SKILLS AND WHAT HAVE YOU, AND
14 THIS IS THE KIND OF TREATMENT, THIS IS THE KIND OF EXPERIENCE
15 THAT WE'RE GOING TO HAVE WITH HER. WHAT THE HELL IS GOING TO
16 HAPPEN IF WE ADMIT HER TO THE PARTNERSHIP? SO I WENT TO SEE
17 TOM BEYER AND I TOLD HIM IN I THINK EARLY JUNE, I DON'T RECALL,
18 OF 1983 THAT I COULD NO LONGER SUPPORT HER. THAT MY OPINION
19 OF ANN HAD DWINDLED TO THE POINT THAT I NO LONGER COULD EVEN
20 BE A HOLD AND I JUST THOUGHT HE SHOULD KNOW HOW I FELT BEFORE
21 WE, AS A PARTNERSHIP GROUP IN OGS, CONSIDERED ANN FOR ADMISSION
22 OR FOR HER PROPOSAL THE FOLLOWING AUGUST.

23 BY MR. TALLENT:

24 Q WERE YOU AWARE AT THAT TIME THAT ANN HAD BEEN PLACED
25 ON HOLD FOR THE PARTNERSHIP?

1 A OH, YES, I KNEW THAT

2 Q WERE YOU AWARE AT THAT TIME THAT IF OGS DID NOT
3 RE-PROPOSE HER THAT SHE PROBABLY WOULD NOT -- SHE COULD NOT
4 BECOME A PARTNER WITHOUT THAT RE-PROPOSAL?

5 A I THINK IT WOULD HAVE BEEN HIGHLY UNLIKELY IF WE HAD
6 NOT PROPOSED ANN THAT NEXT YEAR. IT WOULD HAVE BEEN VERY
7 DIFFICULT FOR HER TO BE A PARTNER LATER ON. ALTHOUGH WHEN WE
8 WENT THROUGH THE DELIBERATIONS IN AUGUST, THE BOTTOM LINE THAT
9 WE REACHED WAS THAT WE WERE GOING TO REMOVE ANN FROM THE
10 REMS JOB, GIVE HER A WHOLE GROUP OF DIFFERENT PARTNERS TO
11 DEAL WITH, GIVE HER ADDITIONAL VERY CANDID COUNSELING ABOUT
12 THE DIFFICULTIES WE AS PARTNERS HAD AND THEN RECONSIDER ANN'S
13 CANDIDACY FOR ADMISSION WHEN A NEW GROUP OF PARTNERS HAD
14 ANOTHER OPPORTUNITY TO REVIEW HER.

15 THE COURT: AND THAT'S WHAT YOU TURNED OUT.

16 THE WITNESS: I PRESUME THAT WAS THE CASE.

17 BY MR. TALLENT:

18 Q MR. EPELBAUM, DID YOU PARTICIPATE IN A MEETING OF
19 OGS PARTNERS THAT CONSIDERED ANN'S CANDIDACY IN 1983 FOR THE
20 1984 ADMISSIONS?

21 A YES, I DID.

22 Q DID YOU AT THAT TIME TELL YOUR OTHER PARTNERS OF YOUR
23 THEN CURRENT VIEW OF ANN'S CANDIDACY?

24 A I WENT THROUGH WITH MY PARTNERS THE FACT THAT TOM
25 COLBERG, STEVE HIGGINS, MARJORIE GELLER, LARRY MC CLURE ALL

1 CAME TO ME. THESE ARE MANAGERS, SENIOR MANAGERS IN OGS. ALL
2 CAME TO ME AND SAID THEY NEVER WANTED TO WORK WITH HER AGAIN.
3 I DESCRIBED IN THE SAME DETAIL I HAVE TODAY OUR DISCUSSION
4 ABOUT JOE CONNOR, OUR DISCUSSION ABOUT JAMIE MC CULLOUGH. I
5 MENTIONED THE ST. LOUIS SITUATION. YES, I WAS VERY CANDID IN
6 MY DESCRIPTION OF WHY I PERSONALLY DID NOT FEEL I COULD
7 SUPPORT HER ANY LONGER.

8 Q I'M AFRAID, MR. EPELBAUM, IT'S AN ISSUE HERE -- LET'S
9 ADDRESS IT DIRECTLY. WHAT ROLE DID MISS HOPKINS' SEX PLAY IN
10 YOUR RECONSIDERATION OF HER PARTNERSHIP?

11 A NONE.

12 Q WHAT ROLE DID MISS HOPKINS' SEX PLAY IN YOUR INITIAL
13 POSITION WITH RESPECT TO PARTNERSHIP?

14 A NONE.

15 MR. TALLENT: CROSS-EXAMINE.

16 CROSS-EXAMINATION

17 BY MR. HELLER:

18 Q MR. EPELBAUM, THE PERIOD, THE TRANSITION PERIOD FROM
19 MARCH TO JUNE, 1982, THAT WAS THE ONLY TIME YOU REALLY WORKED
20 WITH ANN HOPKINS ON A PROJECT, ISN'T THAT CORRECT?

21 A THAT'S CORRECT.

22 Q AND YOU SAID YOU SAW HER DAY TO DAY, VIRTUALLY DAILY?

23 A VIRTUALLY DAILY.

24 Q BUT SHE WAS MOVING OUT AND YOU WERE GETTING TO KNOW
25 AND HAVE THE CONFIDENCE OF THE STAFF THERE, WEREN'T YOU?

1 A THAT REALLY DIDN'T TAKE PLACE UNTIL AFTER ANN LEFT.

2 Q IS THERE SOMETHING ABOUT THAT THAT YOU WOULD ATTRIBUTE
3 TO HER?

4 A NO, JUST WE WORKED TOGETHER ON THE PROJECTS THAT I
5 MENTIONED AND I DIDN'T HAVE A HECK OF A LOT OF CONTACT WITH
6 MOST OF THE OTHER PEOPLE. NOW, AT THAT TIME THERE WERE ONLY
7 ABOUT SEVEN OR EIGHT PEOPLE ON THE JOB. WE NOW HAVE SIXTY.

8 Q SHE CONTINUED TO WORK ON THE STAFF -- WITH THE STAFF
9 THEN MORE THAN YOU DID.

10 A YES.

11 Q BUT THEN SHE LEFT IN JUNE AND WHAT HAPPENED BETWEEN
12 JUNE AND SEPTEMBER WHEN YOU MADE YOUR LONG FORM COMMENTS?

13 A I GOT TO KNOW THE STAFF BETTER. PEOPLE BEGAN TO FEEL
14 FREE, COME UP TO ME DURING LUNCH CONVERSATIONS, AND DESCRIBE
15 HOW THE JOB HAD CHANGED. AS A MATTER OF FACT, STEVE HIGGINS
16 SAID, GEE, I DON'T UNDERSTAND THIS. IT'S THE SAME CLIENT BUT
17 THE JOB SEEMS SO MUCH SMOOTHER NOW. AND THEN HE WENT INTO HIS
18 DISSERTATION AS TO WHY HE DIDN'T WANT TO HAVE MUCH TO DO WITH
19 ANN ANY MORE.

20 Q SO ALL OF THOSE COMMENTS FROM THESE FOUR PEOPLE, I
21 THINK IT'S COLBERG, GELLER, MC CLURE AND ONE OTHER, I'M NOT
22 SURE --

23 A COLBERG, HIGGINS, GELLER AND MC CLURE.

24 Q AND TWO OF THOSE LATER BECAME PARTNERS, IS THAT
25 CORRECT?

1 A THAT IS CORRECT.

2 Q THAT ALL OCCURRED BEFORE YOU DID SUBMIT YOUR LONG
3 FORM COMMENT ISN'T THAT TRUE?

4 A THAT I'M NOT SURE OF. AS A MATTER OF FACT I THINK
5 IN MY DEPOSITION I THINK THOSE COMMENTS OCCURRED BETWEEN JULY
6 AND NOVEMBER AND I'M NOT SURE EXACTLY WHEN THEY OCCURRED
7 WITHIN THAT TIMEFRAME.

8 Q NOW, ANN HOPKINS WENT OUT TO ST. LOUIS ON THAT PROJECT
9 AND WAS BACK REALLY JUST ABOUT THE TIME THE PARTNERSHIP PROPOSAL
10 WAS SUBMITTED ON JULY 28TH, ISN'T THAT CORRECT? HER ROLE IN
11 THAT WAS OVER BY THE END OF JULY, VERY EARLY AUGUST, ISN'T
12 THAT CORRECT?

13 A I THOUGHT THAT IT WAS MID-AUGUST WHEN SHE RETURNED.

14 Q WELL, SUPPOSING THAT'S SO, DID SHE WITHHOLD THE
15 COMMENT THAT YOU ATTRIBUTED TO HER, THAT YOUR ADVICE HAD BEEN
16 STUPID, UNTIL AFTER YOU SUBMITTED YOUR LONG FORM COMMENT?

17 A I THINK SHE DID, YES.

18 Q YOU MEAN IT WAS MONTHS LATER WHEN SHE TOLD YOU THAT
19 THE ADVICE HAD BEEN STUPID.

20 A THAT'S MY RECOLLECTION.

21 Q DO YOU RECALL HOW THAT AROSE, HOW SHE CAME TO SAY THAT
22 TO YOU?

23 A SHE WAS -- I DON'T RECALL HOW IT AROSE BUT I KNOW IT
24 HAD SOMETHING TO DO WITH SOME OTHER ADVICE THAT SHE GOT AND I
25 JUST DON'T RECALL THE CIRCUMSTANCES THAT CAME UP.

1 Q NOW, YOU RATHER QUICKLY REPROVED HER ABOUT THE IDEA
2 OF CONTACTING MR. CONNOR IN ORDER TO INVITE HIM DOWN TO THE
3 SIGHING CEREMONY, THAT THAT SHOULD HAVE COME THROUGH YOU.

4 A THAT'S CORRECT.

5 Q AND I THINK YOU EVEN USED THE WORD HIERARCHY IN TERMS
6 OF YOUR FEELINGS ABOUT THAT.

7 DID YOU EVER TELL HER NOT TO COME INTO YOUR ROOM
8 WITHOUT KNOCKING?

9 A I DID NOT TELL HER ABOUT THAT SPECIFIC SITUATION.

10 Q YOU JUST SORT OF SAT THERE AND FUMED.

11 A I THOUGHT AN INTELLIGENT WOMAN LIKE HER WOULD
12 EVENTUALLY REALIZE THAT THAT'S JUST PLAIN POOR MANNERS AND
13 DISRESPECTFUL AND I NEVER HAD THAT HAPPEN TO ME BY ANYBODY
14 ELSE, NO OTHER MANAGER HAS EVER DONE THAT.

15 Q EVER COME INTO YOUR ROOM WITHOUT KNOCKING?

16 A THAT'S CORRECT.

17 THE COURT: I TAKE IT YOU'RE TALKING ABOUT WHEN OTHER
18 PEOPLE WERE THERE, OR NOT? WERE OTHER PEOPLE IN YOUR OFFICE?

19 THE WITNESS: I DON'T THINK ANN WOULD KNOW THAT IF
20 THE DOOR WAS CLOSED.

21 THE COURT: NO. IF THE DOOR WAS CLOSED SHE WOULD
22 JUST OPEN IT WITHOUT KNOWING WHO WAS THERE.

23 THE WITNESS: THAT'S CORRECT.

24 THE COURT: SOME PEOPLE SIT WITH THEIR DOOR OPEN ALL
25 THE TIME.

1 THE WITNESS: YOU USUALLY KNOCK WHEN YOU WANT TO COME
2 INTO SOMEBODY'S OFFICE.

3 THE COURT: IF THE DOOR WAS CLOSED.

4 THE WITNESS: YES.

5 THE COURT: AND YOUR DOOR WAS CLOSED.

6 THE WITNESS: I DIDN'T KEEP IT CLOSED ALL THE TIME.
7 IT WAS CLOSED --

8 THE COURT: BUT THE OCCASIONS YOU REMEMBER.

9 THE WITNESS: THAT'S RIGHT.

10 BY MR. HELLER:

11 Q NOW, LET'S LOOK AT THOSE COMMENTS THAT YOU RECORDED
12 AS HAVING MADE, OR THE DISTILLATION OF THE COMMENTS THAT YOU
13 RECORDED AS HAVING MADE TO MR. MARCELLIN WHEN HE MADE HIS
14 OFFICE VISIT, AND THAT'S CONSIDERABLY LATER, IS IT NOT?

15 A THAT'S IN, I WOULD THINK, THE END OF NOVEMBER, NEAR
16 THE END OF NOVEMBER.

17 Q LET ME GET YOU A SET OF THOSE, IF I CAN.

18 IT'S DEFENDANT'S -- IT'S PLAINTIFF'S EXHIBIT 17.

19 NOW, DO YOU THINK IT'S POSSIBLE THAT YOU WEREN'T
20 AS EXPLICIT AS YOU HAD THOUGHT YOU WERE DURING YOUR DEPOSITION
21 IN TELLING MR. MARCELLIN THAT YOU NOW FAVORED A HOLD?

22 A WELL, SINCE THERE ARE OTHER DOCUMENTS OR RATHER OTHER
23 STATEMENTS IN THIS SYNOPSIS OF AN HOUR AND A HALF MEETING THAT
24 I DON'T RECALL SAYING, I WOULD SAY THAT THAT'S ENTIRELY
25 POSSIBLE.

1 Q WELL, I WANT TO ASK YOU ABOUT THOSE. WHY DON'T YOU
2 JUST TELL ME RATHER THAN MY TRYING TO DRAG IT OUT, WHICH
3 COMMENTS YOU DON'T BELIEVE YOU MADE.

4 A WELL, THE REASON -- I HAVE NEVER BEEN INVOLVED WITH
5 ANN IN ANY HEAVY PROJECT MANAGEMENT SITUATION SO CRISIS MANAGE-
6 MENT ARE NOT MY COMMENTS. THEY HAPPEN TO BE THE COMMENTS OF
7 A MR. STEVE HIGGINS AND I'M JUST ASSUMING THAT PERHAPS MR.
8 MARCELLIN WHEN HE WAS RECORDING MY COMMENTS DIDN'T DISTINGUISH
9 BETWEEN THEM BEING MY COMMENTS, AND THOSE ARE THE COMMENTS THAT
10 STEVE HIGGINS COMPLAINED ABOUT.

11 Q I SEE. WERE YOU RELAYING TO MR. MARCELLIN, AMONG
12 OTHER THINGS, THE COMMENTS OF STEVE HIGGNS?

13 A HE ASKED ME WHAT KIND OF COMMENTS DID YOU GET FROM
14 THESE MANAGERS AND THAT'S THE ONLY WAY I COULD THINK THAT
15 THOSE COMMENTS WERE WRITTEN DOWN.

16 Q NOW, DID HE ASK YOU OR DID YOU VOLUNTEER TO HIM THAT
17 WHILE THAT WAS HIGGINS' VIEW YOU HAD NO BASIS FOR MAKING THAT
18 YOUR VIEW, SINCE THIS WAS A PARTNER INTERVIEW?

19 A I DID NOT DESCRIBE IT THE WAY YOU DESCRIBED IT. AS
20 I RECALL IT, WE WERE TALKING THROUGH A WHOLE HOUR AND A HALF
21 LUNCHEON. I DON'T KNOW HOW THIS DOCUMENT GOT TO BE -- THE NOTES
22 GOT TO BE THE WAY THEY ARE.

23 Q AND IN POINT OF FACT -- IT WAS AN HOUR AND A HALF
24 LUNCH?

25 A THEREABOUTS.

1 Q THAT LONG?

2 A YES.

3 Q AND IN POINT OF FACT THIS FMS PROJECT, THE LONG TERM
4 ONE WHICH YOU CAME TO WASHINGTON TO TAKE OVER, THERE WAS A REAL
5 CRISIS IN GETTING THE PROPOSAL IN AND GETTING IT ACCEPTED,
6 WASN'T THERE?

7 A I WAS NOT THERE. I DON'T KNOW. I HEARD THERE WAS.

8 Q WASN'T IT THE STORY OF THE STAFF THAT THERE WAS
9 CONSIDERABLE TIME PRESSURE AND TENSION?

10 A YES, BUT I DON'T THINK THAT'S WHAT STEVE MEANT
11 WHEN HE CALLED IT CRISIS MANAGEMENT.

12 Q WELL, I MEAN -- ALL RIGHT. I THINK PRICE WATERHOUSE
13 COULD PRODUCE HIM TO SAY WHAT HE MEANT. I'M JUST TRYING TO
14 PIECE TOGETHER THIS CONVERSATION.

15 NOW, WHAT ABOUT THE NEXT SENTENCE? "IF SHE CAN'T
16 CONVINCED YOU THERE IS A CRISIS SHE'LL GO OUT AND CREATE
17 ONE"?

18 A I HAVE NO IDEA WHERE THAT CAME FROM.

19 Q SO WHAT I'M GETTING AT -- ALL RIGHT. LET'S GO ON
20 FURTHER. NOW, WHAT ABOUT THE NEXT SENTENCE? "ANN COULD BE
21 A GREAT SUCCESS OR A GREAT FAILURE"?

22 A YES.

23 Q THAT'S YOUR VIEW?

24 A THAT'S MY VIEW, AND THAT HAD TO DO WITH HER INTER-
25 PERSONAL SKILLS.

1 Q WAS IT YOUR VIEW TOO THAT HER ACCOMPLISHMENTS ARE
2 UNPRECEDENTED?

3 A AS THE PROJECT MANAGER WHO PUT TOGETHER, ALONG WITH
4 MANY OTHER TALENTED PEOPLE, A VERY SUCCESSFUL PROPOSAL OF THE
5 MAGNITUDE THAT THE STATE DEPARTMENT IS, YES, AND IF YOU LOOK
6 AT IT IN NUMBERS IT'S UNPRECEDENTED.

7 Q OKAY. DO YOU KNOW THOSE NUMBERS IN ROUGH TERMS?
8 WHAT AT THE TIME WAS THE TOTAL GROSS REVENUES AT THAT YEAR
9 OF THE OFFICE OF GOVERNMENT SERVICES?

10 A I THINK I WILL GIVE ANN CREDIT FOR WRITING THE
11 PROPOSAL, ALONG WITH MANY OTHERS, AND THAT NUMBER WAS 7.2
12 MILLION, BUT I THINK THERE ARE ABOUT SIXTY OTHER PEOPLE THAT
13 I WORK WITH THAT WILL GET THE CREDIT, TAKING IT FROM 7.2
14 MILLION TO, DEPENDING ON HOW YOU COUNT IT, THIRTY MILLION.

15 Q ALL RIGHT. IN OTHER WORDS, YOU DON'T BELIEVE THE
16 PROPOSAL ITSELF CONTAINED THAT KIND OF MONEY IN IT?

17 A I THINK THAT THERE WAS A LOT OF OTHER WORK AND I
18 WOULD INCLUDE ANN IN THE SIXTY THAT GOT THE NUMBER WHERE IT IS
19 TODAY.

20 Q THEN YOU WOULDN'T AGREE THAT -- APPARENTLY THE NEXT
21 SENTENCE WOULDN'T BE YOURS, "THAT SHE SOLD A \$20,000,000.00
22 JOB"?

23 A I THINK THAT'S THE NUMBER THAT IT TURNED OUT TO BE
24 BUT AT THE TIME I SIGNED THE CONTRACT IT WAS 7.2 MILLION
25 DOLLARS. THAT'S THE CONTRACT I SIGNED.

1 Q NOW, "NEITHER STEVE HIGGINS NOR I COULD HAVE DONE IT,"
2 AND THAT CERTAINLY SOUNDS LIKE MR. MARCELLIN THOUGHT THAT WAS
3 YOU.

4 A I DON'T DISPUTE THAT I SAID THAT.

5 Q ALL RIGHT. "AND SHE APPARENTLY CAN WORK WELL WITH
6 BEYER. I'M CERTAIN SHE COULD NOT WORK WITH EVERYONE."

7 A I DESCRIBED THOSE THAT SHE COULDN'T.

8 Q NOW, THE NEXT SENTENCE, "ANN WANTS TO WIN. I DON'T
9 KNOW WHERE SHE WOULD DRAW THE LINE." NOW THAT HAS AN OMINIOUS
10 QUALITY ABOUT IT TO ME. IS THAT YOUR THOUGHT?

11 A NO.

12 Q AND, "I DON'T ENJOY WORKING WITH HER."

13 A THAT'S MINE.

14 Q "I AVOID HER SOCIALLY."

15 A THAT'S MINE.

16 Q AND I THINK WHEN WE TOOK YOUR DEPOSITION YOU DID SAY
17 THAT YOU AVOIDED ALL MANAGERS SOCIALLY, DID YOU NOT?

18 A THAT'S RIGHT.

19 Q AND DID YOU TELL MR. MARCELLIN THAT?

20 A I DON'T RECALL.

21 Q DID YOU MAKE A SIMILAR COMMENT WHEN YOU WERE ASKED
22 TO COMMENT ON STEVE HIGGINS AS A CANDIDATE FOR PARTNERSHIP,
23 I AVOID STEVE HIGGINS SOCIALLY?

24 A IT NEVER CAME UP.

25 Q SO WHAT I GET FROM YOU IS THAT IN AN HOUR AND A HALF

1 OF CONVERSATION MR. MARCELLIN IS STILL THAT -- I HAVEN'T
2 COUNTED THEM BUT THERE'S CERTAINLY MORE THAN TEN SENTENCES OF
3 WHICH THREE ARE YOUR VIEWS?

4 A WELL, I WOULD LIKE TO SAY IN MR. MARCELLIN'S DEFENSE
5 THAT EACH PARTNER THAT HE INTERVIEWED HE HAD A ONE-HOUR CONVER-
6 SATION. SOME OF THEM HAD ONLY ONE OR TWO SENTENCES.

7 Q MR. MARCELLIN WAS ON THE STAND AND MADE IT FAIRLY
8 CLEAR THAT HE GETS IMPATIENT AND WOULD RATHER END IT. IS THAT
9 YOUR VIEW OF IT?

10 A HE STAYED FOR AN HOUR AND A HALF.

11 Q NOW, GOING TO YOUR PARTNERSHIP PROPOSAL ITSELF --
12 DO YOU HAVE THAT IN FRONT OF YOU?

13 THE COURT: WHAT EXHIBIT NUMBER ARE YOU TALKING
14 ABOUT NOW?

15 MR. HELLER: IT IS EXHIBIT 20, PLAINTIFF'S EXHIBIT 15.
16 I THINK YOU HAVE THE DEFENDANT'S EXHIBIT VERSION. YES. AND
17 YOU'RE RIGHT. WE DID PARSE THIS VERY CAREFULLY DURING YOUR
18 DEPOSITION.

19 BY MR. HELLER:

20 Q AND I THINK --

21 THE COURT: I'D LIKE TO SEE THAT. I DON'T SEEM TO
22 HAVE IT HERE. WHAT IS IT, DEFENDANT'S WHAT OR PLAINTIFF'S WHAT?

23 MR. HELLER: DEFENDANT'S EXHIBIT 20. PLAINTIFF'S
24 EXHIBIT 15. IF YOUR HONOR DOESN'T HAVE ONE WE'LL GET A COPY.

25 THE COURT: WELL, I'M SURE THE DEPUTY CLERK WILL FIND

1 IT.

2 MR. HELLER: WE MAY HAVE GRABBED IT BACK BY MISTAKE,
3 YOUR HONOR.

4 THE COURT: WELL, YOU TOOK A PACK OFF THE TABLE AND
5 THREW IT ALL ON THE DEFENSE TABLE AND IT MIGHT INCLUDE SOME OF
6 YOUR EXHIBITS, YOU SEE. I NOTICED THAT, BUT I DECIDED I'D
7 BETTER NOT GET INTO THAT.

8 MR. HELLER: LET ME HAND UP TO YOUR HONOR OUR COPY
9 OF PLAINTIFF'S 15 AND MAYBE THAT'S THE ORIGINAL OF PLAINTIFF'S
10 15. AND WE'RE LOOKING AT THE PAGE WHICH IS ENTITLED "ATTACH-
11 MENT" AND I THINK THE NUMBERS ARE 01999, YOUR HONOR. IT'S
12 A NARRATIVE.

13 THE COURT: WELL, I HAVE THAT. I HAVE 20 HERE.

14 MR. HELLER: ALL RIGHT.

15 THE COURT: THAT'S WITH THE PICTURE THAT DOESN'T
16 LOOK ANYTHING LIKE HER NOW.

17 MR. HELLER: YES.

18 THE COURT: THAT'S THE ONE. ALL RIGHT. YOU CAN GIVE
19 THIS ONE BACK.

20 BY MR. HELLER:

21 Q NOW, INSTEAD OF GOING THROUGH THAT TERRIBLY LABORIOUS
22 PROCESS ABOUT WHO IS THE PARTICULAR AUTHOR OF PARTICULAR PARTS
23 I WANT TO TRY TO CLARIFY THAT. WE'VE ALL BEEN TRYING TO DO
24 THAT. DID YOU DO THE FIRST DRAFT? DID MR. WARDER DO THE FIRST
25 DRAFT OR DID SOMEBODY ELSE DO THE FIRST DRAFT?

1 A I DID THE FIRST DRAFT.

2 Q DO YOU RECALL KNOWING WHETHER OR NOT MR. WARDER
3 EDITED YOUR DRAFT?

4 A MY RECOLLECTION IS THAT I DID THE FIRST DRAFT. I
5 THINK I GAVE IT TO TOM. AND THEN REVIEWED IT. OUR PARTNER-
6 SHIP, OGS PARTNERSHIP GROUP REVIEWED IT AND WE MADE CERTAIN
7 SUGGESTIONS. I MAY HAVE RE-DRAFTED IT. I'M NOT SURE. WE MAY
8 HAVE LOOKED AT IT A SECOND TIME. AGAIN, I'M NOT SURE. AND I
9 THINK TOM MADE SOME FINAL -- TOM BEYER MADE SOME FINAL CHANGES
10 BEFORE IT WAS SENT TO NEW YORK.

11 Q ALL RIGHT. AND AT THIS TIME, THIS WRITING IN JULY,
12 IN THE END OF THE SECOND PARAGRAPH, CERTAINLY THE STATE DEPART-
13 MENT PROJECT IS SEEN AS A \$25,000,000.00 PROJECT.

14 A YES.

15 Q IS THERE ANYTHING HERE, REGARDLESS OF AUTHORSHIP,
16 AND I THINK -- I THINK YOUR DEPOSITION FAIRLY SAID THAT YOU
17 WERE -- THAT YOU WERE THE MAIN AUTHOR OF IT ALTHOUGH THERE
18 WERE EDITINGS AND CHANGES, IS THERE ANYTHING THERE THAT YOU
19 REALLY DISAGREE WITH, AND THAT GOES BACK TO JUDGE GESELL'S
20 QUESTION. IS THERE ANYTHING HERE THAT YOU DISAGREED WITH AT
21 THAT TIME?

22 A LET'S TAKE THE FIRST SENTENCE, "ANN HOPKINS PERFORMED
23 VIRTUALLY AT THE PARTNER LEVEL FOR THE LAST TWO YEARS AT THE
24 U. S. STATE DEPARTMENT." I WASN'T THERE. I MEAN I WROTE THIS
25 AS -- AND MAYBE OUR PRACTICE WILL BE CHANGED BECAUSE IT'S NOT

1 WORKING, BUT I WROTE THIS AS A SALES DOCUMENT AND I TRIED TO
2 PUT ANN IN THE BEST LIGHT I CAN AND COULD BASED ON INPUT FROM
3 TOM, FROM WHAT I HEARD IN THE OFFICE. I HAD WRITTEN THESE
4 BEFORE. I LOOKED THROUGH HER PERSONNEL FILE.

5 Q BUT WHAT I'M ASKING YOU IS IF YOU CAN GO BACK TO THAT
6 TIME, JULY 28TH, WHEN IT WENT OFF AND IT WENT OFF WITH THIS
7 LAST SENTENCE, SAYING, "ALL THE PARTNERS IN THE OFFICE OF
8 GOVERNMENT SERVICES STRONGLY SUPPORT HER CANDIDACY AND LOOK
9 FORWARD TO HER ADMISSION," BUT AS TO THE WHOLE PAGE, WHAT I'M
10 ASKING YOU IS AT THE TIME THAT YOU THINK YOU WERE ENGAGED IN
11 TRUTH IN SELLING OR FALSITY IN SELLING?

12 A I BELIEVE MANY MANY OF THE ATTRIBUTES THAT I PUT ON
13 HERE ANN HAS.

14 THE COURT: WELL, NOW, THERE IS TESTIMONY IN THE CASE,
15 I FORGET FROM WHOM RIGHT NOW, THAT IN PRICE WATERHOUSE ANY
16 PARTNER CAN PROPOSE ANOTHER FOR PARTNERSHIP BUT THAT AS A
17 PRACTICAL MATTER PROPOSALS COME FROM PARTICULAR WORKING UNITS
18 RATHER THAN FROM INDIVIDUALS. SO I'VE BEEN VIEWING THIS AS
19 A PROPOSAL OF THE OFFICE.

20 THE WITNESS: THAT'S CORRECT.

21 THE COURT: IN WHICH YOU BELONG AND THAT GENTLEMAN
22 OVER THERE HEADED.

23 THE WITNESS: THAT'S CORRECT.

24 THE COURT: AND SO WHAT THIS IS IS A COMPOSITE
25 PRESENTATION. THE OFFICE AS WHOLE HAVING DECIDED AT THAT

1 TIME THAT YOU WANT HER TO BE A PARTNER.

2 THE WITNESS: THAT'S CORRECT.

3 THE COURT: AND SO IN THAT SENSE IT WAS A SELLING JOB.

4 THE WITNESS: THAT'S HOW I VIEWED IT.

5 THE COURT: YES. BUT IT WASN'T INTENDED TO BE
6 TOTALLY FALSE BUT IT WAS PUTTING THE BEST FOOT FORWARD.

7 THE WITNESS: THAT'S HOW I VIEW IT. IT WAS BASED
8 ON FACTUAL MATERIAL. YOU CAN ONLY EMBELLISH SO MUCH, BUT
9 YOU DON'T BRING OUT AN INDIVIDUAL'S WARTS IN THIS DOCUMENTS.
10 AND AT THE TIME I WROTE THIS I SUPPORTED ANN'S CANDIDACY.

11 THE COURT: AND THAT WOULD MEAN THAT AT THIS TIME YOU
12 WOULDN'T HAVE PARTICIPATED IN THAT UNLESS YOU -- AT THAT TIME
13 HAD YOU HAD TO VOTE THAT DAY YOU WOULD HAVE VOTED YES.

14 THE WITNESS: AS I DID A MONTH LATER.

15 THE COURT: AS YOU DID A MONTH LATER. I'M JUST SAYING
16 WHEN YOU'RE SAYING WE ALL ARE FOR HER AT THAT TIME ALL OF THEM
17 WOULD HAVE BEEN.

18 THE WITNESS: THAT'S CORRECT.

19 THE COURT: AS YOU UNDERSTOOD IT. AND YOU DID, YOU
20 DID VOTE YES.

21 THE WITNESS: I DID VOTE YES.

22 BY MR. HELLER:

23 Q NOW, YOU MENTIONED THE SEPTEMBER REVIEW THAT YOU DID
24 AND ALSO THE JUNE REVIEW THAT YOU'D DONE AND I UNDERSTAND YOU
25 SAID THINGS HAPPENED BETWEEN JUNE AND SEPTEMBER THAT MODIFIED

1 YOUR ASSESSMENT OF HER. THAT IS CORRECT, ISN'T IT? BETWEEN
2 JUNE AND SEPTEMBER YOU HEARD SOME THINGS THAT MODIFIED YOUR
3 ASSESSMENT OF HER SOMEWHAT, ISN'T THAT TRUE?

4 A I HEARD ADDITIONAL INPUT BUT IT DIDN'T CHANGE MY VOTE.

5 Q ALL RIGHT. SO, LET ME JUST SHOW YOU THE EVALUATION
6 OF HER PERFORMANCE THAT YOU DID IN SEPTEMBER AND ASK YOU TO
7 CONFIRM THAT THAT IS IT, AND THAT'S DEFENDANT'S EXHIBIT 24,
8 YOUR HONOR.

9 A THIS IS MY DOCUMENT.

10 Q AND WOULD YOU READ THE FINAL COMMENTARY THAT YOU PUT
11 ON PAGE TWO, PLEASE?

12 A "ANN'S PERFORMANCE HAS BEEN OUTSTANDING. SHE IS
13 BRIGHT, IMAGINATIVE, AND ASSERTIVE AND IS AN ASSET TO THE FIRM.
14 BY FOCUSING ON BEING MORE SENSITIVE TO OTHERS SHE WILL BECOME
15 AN EXTREMELY PRODUCTIVE PARTNER."

16 Q NOW, GOING BACK TO THE PARTNERSHIP PROPOSAL ITSELF
17 AND TO THE PAGE BEFORE THE NARRATIVE -- I'M SORRY, YOUR HONOR,
18 I DIDN'T MEAN TO JUMP AROUND LIKE THIS. I JUST FORGOT --

19 THE COURT: IT'S ALL RIGHT. YOU PROCEED IN ANY WAY
20 YOU WISH.

21 BY MR. HELLER:

22 Q DEFENDANT'S EXHIBIT 20. DID YOU SAY DURING YOUR
23 DEPOSITION THAT AT THE BOTTOM OF THAT PAGE, THE PROPOSAL PAGE
24 1997 YOU ADDED THE COMMENT UNDER SIGNIFICANT OUTSIDE ACTIVITIES?

25 A I THINK I SAID THAT THIS REPRESENTED A BETTER

1 DESCRIPTION OF WHAT I TRIED TO SAY, BUT THIS PHRASE WAS
2 MODIFIED AND IMPROVED UPON.

3 Q ALL RIGHT. AND THAT SAID, "WITH HER FULLTIME CLIENT
4 LOAD OVER 2400 CHARAGEABLE HOURS FOR EACH OF THE PAST TWO YEARS
5 AND HER FAMILY RESPONSIBILITY MISS HOPKINS HAS HAD LITTLE
6 OPPORTUNITY TO PURSUE SIGNIFICANT OUTSIDE ACTIVITIES." NOW,
7 WHEN YOU CAME TO DO THE SCORING ON THE VARIOUS ELEMENTS OF THE
8 LONG FORM RATING HER IN QUARTILES DO YOU RECALL HOW YOU SCORED
9 HER ON OUTSIDE ACTIVITY?

10 A VERY LOW, IN THE THIRD QUARTILE. BUT I MUST EMPHASIZE,
11 AS I DID IN MY DEPOSITION, THAT THAT'S IN COMPARISON TO OTHER
12 PARTNERS. THAT THIS IS NOT A BAD MARK. THAT WE HAVE A SIGNI-
13 FICANT NUMBER OF PARTNERS WHO SPEND A THOUSAND HOURS OF OUTSIDE
14 ACTIVITY OR MORE.

15 Q I THINK YOU SAID DURING YOUR DEPOSITION THAT SINCE
16 COMING TO WASHINGTON YOU SPEND NO TIME ON OUTSIDE ACTIVITIES
17 ESSENTIALLY.

18 A THAT'S RIGHT.

19 Q BECAUSE IT ISN'T DEMANDED OF YOU HERE AS IT WAS
20 CALLED FOR IN ST. LOUIS.

21 A IN ST. LOUIS I HAD CONSIDERABLY MORE OUTSIDE ACTIVITIES,
22 THAT'S CORRECT.

23 Q DID YOU ASK MISS HOPKINS WHAT OUTSIDE ACTIVITIES SHE
24 WAS IN FACT ENGAGED IN BEFORE YOU PUT DOWN --

25 A NO.

1 Q DIDN'T YOU PUT HER IN THE FOURTH QUARTILE ON THAT?

2 A I KNOW IT WAS IN THE THIRD OR THE FOURTH. IF YOU
3 HAVE THE DOCUMENT --

4 Q I'M TRYING TO FIND THE NUMBER THAT YOU HAVE TO REFER
5 TO AND I WILL DO THAT NOW THAT YOU ASK. I THINK IT'S NUMBER
6 36. AND IT'S KIND OF STARK IN YOUR CASE BECAUSE IT'S THE
7 ONLY FOUR QUARTILE RATING YOU GAVE HER.

8 A THIS IS A FOUR UNDER NUMBER 36 AND IF THAT'S THE
9 QUESTION THEN THAT'S WHAT I GAVE HER.

10 Q NOW, WHEN YOU HAD YOUR CONVERSATION WITH MISS HOPKINS
11 ABOUT HER MEETING WITH MR. CONNOR AFTER SHE HAD BEEN HELD IN
12 1983 DO YOU RECALL WHEN THAT CONVERSATION WAS?

13 A I RECALL WHERE IT WAS. IT WAS IN A MEXICAN RESTAURANT
14 IN ROSSLYN. AS FAR AS THE EXACT DATE, NO. I WOULD SAY IF I
15 HAD TO GUESS, EITHER IN APRIL OR MAY OF 19 --

16 Q DO YOU RECALL ROUGHLY HOW RECENT HER MEETING WITH
17 MR. CONNOR HAD BEEN FROM THE CONVERSATION SHE WAS HAVING WITH
18 YOU?

19 A A COUPLE OF DAYS PERHAPS AT THE MOST.

20 Q NOW, AFTER YOU HAD THESE CONVERSATIONS WITH HER OR
21 THIS CONVERSATION WITH HER IN WHICH SHE TALKED ABOUT MR.
22 CONNOR PICKING UP HIS CHITS FROM MR. LUM AND MR. SCHICK --

23 A USING THOSE CHITS.

24 Q USING IT, I'M SORRY. A BAD METAPHOR. THAT -- AND
25 WHAT I THINK YOU SAID ALSO ABOUT HER RATHER CONTEMPTUOUS
COMMENTS ABOUT WHO IS MR. FRIDLEY, DID YOU COMPARE NOTES WITH

1 ANY OF THE OTHER PARTNERS WITH WHOM SHE TALKED ABOUT HER MEETING
2 WITH MR. CONNOR, TO SEE WHETHER THEY HAD SIMILAR CONVERSATIONS?

3 A NO.

4 Q SO THAT WAS A ONE ON ONE CONVERSATION IN WHICH YOU
5 RECALL THOSE THINGS HAVING BEEN SAID TO YOU?

6 A THAT'S CORRECT.

7 Q HAD YOU EVER HEARD HER TRY TO INTIMIDATE YOU IN THAT
8 WAY BEFORE BY PULLING RANK ON YOU OR REPRESENTING THAT SOMEBODY
9 ABOVE YOU COULD MAKE IT HARD FOR YOU?

10 A WOULD YOU REPEAT THE QUESTION?

11 Q HAD YOU EVER HAD A CONVERSATION WITH HER BEFORE IN
12 WHICH SHE HAD TRIED TO INTIMIDATE YOU BY PULLING IN RANK OF
13 PEOPLE ABOVE YOU IN THE PARTNERSHIP?

14 A NO.

15 Q AS A MATTER OF FACT, THE PRICE WATERHOUSE PARTNER
16 IS NOT VERY CAPABLE OF BEING INTIMIDATED BY ANYTHING THAT GOES
17 ON IN THE ORGANIZATION, IS HE?

18 A THERE ARE SOME THAT MAY REACT TO THAT KIND OF INTIMI-
19 DATION. I DON'T KNOW. I FOUND IT TO BE DESPICABLE.

20 Q DID YOU FIND YOURSELF TO BE INTIMIDATED?

21 A NO.

22 Q ALL RIGHT. NOW, COMING TO THE JAMIE MC CULLOUGH
23 INCIDENT. WHO WAS THERE WHEN ANN HOPKINS SAID TO YOU DON'T
24 TELL ME HOW TO RUN MY PROJECT.

25 A TOM BEYER, STEVE HIGGINS, AND IF I RECALL, TOM COLBERG.

1 Q NOW, WHEN SHE TOLD YOU THE NEXT DAY THAT SHE COULD
2 NOT SPARE JAMIE MC CULLOUGH -- BY THE WAY, AT THAT TIME HOW
3 BIG WAS THE STAFF OF YOUR PROJECT?

4 A I WOULD SAY ABOUT FORTY.

5 Q DO YOU KNOW HOW BIG THE STAFF OF HER REMS PROJECT
6 WAS AT THE TIME?

7 A ELEVEN, TWELVE. I DON'T KNOW.

8 Q DID SHE IN FACT OFFER YOU OTHER PEOPLE INSTEAD OF
9 JAMIE MC CULLOUGH AT THAT TIME?

10 A NO, NOT THAT I RECALL. SHE JUST CALLED UP AND SAID
11 THAT WHAT WE DISCUSSED YESTERDAY SHE COULDN'T DO.

12 Q DIDN'T SHE IN FACT OFFER YOU THE SERVICES OF MR.
13 GOODHART AND MISS ALTON?

14 A I THINK MR. GOODHART CAME PRIOR TO JAMIE MC CULLOUGH.

15 Q FROM HER PROJECT TO YOURS?

16 A FROM HER PROJECT.

17 Q DIDN'T SHE OFFER YOU MISS ALTON?

18 A I DON'T RECALL.

19 Q BUT MR. GOODHART DID COME TO YOUR PROJECT?

20 A MY RECOLLECTION IS THAT HE WAS ALREADY THERE OR --
21 WELL, MY RECOLLECTION IS THAT HE WAS ALREADY THERE. I'M NOT
22 SURE.

23 Q WERE YOU IN SOME SORT OF A CRISIS AT THE TIME IN YOUR
24 PROJECT?

25 A WE COULD HAVE USED SOMEONE OF HER TECHNICAL SKILL
AT THAT TIME, THAT'S CORRECT. CRISIS I DON'T THINK IS AN

1 APPROPRIATE TERM.

2 Q YOU WERE UPSET THOUGH WHEN SHE HAD TO -- HAD TO
3 RENEGE ON THIS, ISN'T THAT CORRECT?

4 A I WAS UPSET BECAUSE OF THE VIGOR AND THE POUNDING
5 AND THE VOICE AND THE TONE OF HER RESPONSE. IF SHE WOULD HAVE
6 SAID TO ME, AS ANY SENSITIVE INDIVIDUAL WHO HAS OUTSTANDING
7 INTERPERSONAL SKILLS, DON, LET ME GET A CHANCE TO THINK ABOUT
8 THIS, LET ME GO BACK TO MY PROJECT. THAT'S NOT THE RESPONSE
9 SHE GAVE. WHY IS SHE THAT DEMANDING? WHY IS SHE THAT SURE?
10 WHY DID SHE DO WHAT SHE DID? AND THEN NOT BE ABLE TO PRODUCE
11 THE INDIVIDUAL? I MEAN THAT CONJURES UP ALL KINDS OF THINGS.
12 IS SHE A GOOD PROJECT MANAGER? DOES SHE KNOW WHAT HER PEOPLE
13 ARE DOING? SHE'S ON THAT JOB FULLTIME. HOW CAN SHE SPEAK
14 WITH THIS CONVICTION ON ONE HAND AND THE NEXT DAY IT CAN'T BE
15 DONE.

16 Q ALL RIGHT. I UNDERSTAND WHAT YOU JUST SAID AND WHAT
17 I WANT TO ASK YOU IS IF SHE HAD DONE ALL THAT WOULD YOU HAVE
18 VOTED FOR HER?

19 A AND ELIMINATE THE SITUATION WITH JOE CONNOR? HOW CAN
20 I ERASE THAT FROM MY MIND? IF A PERSON IS GOING TO ACT THAT
21 WAY AS A SENIOR MANAGER, IF THAT PERSON IS GOING TO TRY TO
22 INTIMIDATE PEOPLE, WHICH IS NOT THE WAY WE DO BUSINESS AT
23 PRICE WATERHOUSE, WHAT THE HELL IS GOING TO HAPPEN IF SHE
24 BECOMES A PARTNER? THAT'S WHAT BOTHERED ME.

25 Q SO WHAT YOU'RE SAYING, I THINK, IS THAT IF THERE'S A

1 TIME WHEN YOU SAID NO SIRREE, I CAN'T SUPPORT HER THIS TIME,
2 AGAIN IT WAS WHEN SHE REPORTED TO YOU, AS YOU'VE DESCRIBED IT,
3 HER MEETING WITH MR. CONNOR?

4 A I WOULD SAY THAT THAT WEIGHED HEAVILY ON MY MIND.
5 COUPLED WITH THE LATER INCIDENT AND THE WAY SHE CONDUCTED HER-
6 SELF IN THE JAMIE MC CULLOUGH INCIDENT. AFTER THAT, AS I SAID,
7 I WENT TO SEE TOM BEYER.

8 Q NOW --

9 MR. HELLER: I THINK I HAVE NO FURTHER QUESTIONS, BUT
10 JUST LET ME CHECK.

11 BY MR. HELLER:

12 Q WELL, ALL RIGHT. ON THE QUESTION OF INTIMIDATION,
13 CAN YOU RECALL ANY WORDS THAT SHE USED THAT WERE INTIMIDATING
14 TO YOU OR WERE THOUGHT TO BE INTIMIDATING TO YOU? I UNDER-
15 STAND YOUR ANSWER WAS YOU WEREN'T INTIMIDATED.

16 A THE NATURE OF THOSE COMMENTS? WHAT WAS THE PURPOSE
17 OF THAT MEETING? WHY DID SHE RELAY THOSE KINDS OF COMMENTS
18 TO ME? WHAT OTHER PURPOSE COULD THERE BE? I KNEW THAT JOE
19 WOULD NEVER SAY THOSE OR MAKE THOSE REMARKS. HE WOULDN'T
20 DEMEAN HIS PARTNERS TO A SENIOR MANAGER. HE HOLDS THAT BOND
21 TOO HIGH. I COULDN'T THINK OF ANY OTHER REASON OTHER THAN TO
22 LET ME KNOW THAT IF I VOTED AGAINST HER, TO LET ME KNOW OR TO
23 LET MY PARTNERS IN ST. LOUIS KNOW THAT IF THEY VOTED AGAINST
24 HER JOE WOULD BE REAL UPSET. WHAT OTHER PURPOSE COULD THERE
25 BE OF THAT MEETING?

1 Q YOU'RE ON THE ADMISSIONS COMMITTEE NOW, ARE YOU, OF
2 PRICE WATERHOUSE?

3 A IF I GET A PROMOTION.

4 Q YOU'RE NOT ON THE COMMITTEE?

5 A I'M THE PARTNER IN CHARGE OF THE FINANCIAL MANAGEMENT
6 SYSTEM JOB OF THE STATE DEPARTMENT. I'M A MEMBER OF THE OFFICE
7 OF GOVERNMENT SERVICES. I'M NOT ON THE ADMISSIONS COMMITTEE.
8 THEY ARE POLICY BOARD MEMBERS.

9 MR. HELLER: I HAVE NO FURTHER QUESTIONS OF MR.
10 EPELBAUM.

11 MR. TALLENT: I HAVE NO QUESTIONS, YOUR HONOR.

12 THE COURT: ALL RIGHT, SIR. YOU'RE EXCUSED.

13 THANK YOU.

14 THE WITNESS: THANK YOU.

15 MR. TALLENT: AND SUBJECT, YOUR HONOR, TO THE USUAL
16 AND A COUPLE OF HOUSEKEEPING DETAILS, THE USUAL PRESERVING
17 FOR REBUTTAL, I WOULD OFFER AT THIS TIME AS DEFENDANT'S 83 AND
18 84 TWO DOCUMENTS OF REBUTTAL AND COMPLETING THE RECORD. THEY
19 ARE MR. PUSCHAUER'S COMMENTS, HE'S BEEN MENTIONED AS A CANDI-
20 DATE FOR PARTNER, AND THE RESULTS OF HIS OFFICE VISIT, TO
21 SIMPLY COMPLETE, FILL OUT THE RECORD BEFORE THE COURT WITH
22 RESPECT TO THIS CANDIDATE. THEY WERE PREVIOUSLY SUPPLIED.

23 THE COURT: YOU CAN TAKE A LOOK AT THOSE OVER THE RE-
24 CESS. WE'LL TAKE TEN MINUTES NOW.

25 (BRIEF RECESS)

1 MR. HELLER: YOUR HONOR, WITH MR. TALLENT'S KIND
2 AGREEMENT, I'D LIKE TO RECALL MR. EPELBAUM FOR ABOUT THREE OR
3 FOUR MORE QUESTIONS.

4 THE COURT: WELL, THAT'S CERTAINLY ALL RIGHT.

5 CONTINUING CROSS-EXAMINATION

6 BY MR. HELLER:

7 Q MR. EPELBAUM, WILL YOU COME BACK?

8 THE COURT: I'M SURE IT'S ALL RIGHT WITH EVERYBODY
9 BUT, MR. EPELBAUM. YOU'RE STILL UNDER THE SAME OATH, MR.
10 EPELBAUM.

11 THE WITNESS: THANK YOU.

12 BY MR. HELLER:

13 Q MR. EPELBAUM, DO YOU RECALL SAYING THAT SOME OF THIS
14 BEHAVIOR, PARTICULARLY THE THINGS LIKE RAISING THE VOICE AND
15 NOT KNOCKING, SAYING IN YOUR DEPOSITOIN THAT YOU FOUND THAT
16 PARTICULARLY OFFENSIVE BECAUSE MISS HOPKINS WAS A MANAGER AND
17 THAT THE FACT OF HIERARCHY EXACERBATED IN YOUR MIND WHAT WAS
18 INVOLVED OR THE OFFENSE YOU TOOK FROM THAT? DO YOU RECALL
19 THAT?

20 A I RECALL SAYING WHAT MADE IT EVEN MORE INAPPROPRIATE
21 WAS THE HIERARCHY. I THINK IT'S INAPPROPRIATE TO BARGE INTO
22 ANYONE'S OFFICE REGARDLESS OF RANK, I DON'T DO IT TO A LOWLY
23 CONSULTANT.

24 Q NO. I UNDERSTOOD THAT. I SIMPLY WAS GETTING THE
25 DEGREE QUESTION INTO IT AND I'M QUOTING YOU. "I THINK IT IS

1 OFFENSIVE TO DO IT BUT I THINK IT IS PARTICULARLY OFFENSIVE
2 IN THE RELATIONSHIP THAT ONE HAS WITH A PARTNER OR A MANAGER,"
3 IS THAT CORRECT?

4 A YES, SIR, ANYONE.

5 Q NOW, I DID FORGET TO ASK YOU ABOUT TWO CONVERSATIONS
6 THAT YOU HAD WITH MISS HOPKINS. ONE, THE DAY WHEN THE PARTNER-
7 SHIPS DECISIONS FOR -- THE PARTNERSHIP ACCEPTANCES FOR 1983
8 WERE POSTED OR CIRCULATED IN THE WASHINGTON OFFICE. DO YOU
9 RECALL WHAT YOU TOLD MISS HOPKINS THE DAY BEFORE THAT ABOUT
10 COMING INTO THE OFFICE?

11 A I SUGGESTED TO HER THAT BECAUSE OF MY EXPERIENCE
12 WITH JOHN FRIDLEY, WHO HAD BEEN PROPOSED AND WAS NOT ADMITTED,
13 THAT THERE WERE TWO TIMES WHEN THE HURT OF THAT EXPERIENCE
14 OCCURRED. ONCE WAS WHEN HE FIRST FOUND OUT THAT HE WAS NOT
15 ADMITTED AND THE SECOND WAS WHEN THOSE THAT WERE ADMITTED WERE
16 POSTED BECAUSE REGARDLESS OF YOUR SITUATION YOU'RE GOING TO
17 SEE PEOPLE ON THAT LIST WHO YOU DON'T FEEL SHOULD BE THERE
18 AND YOU NOT BE THERE, AND THAT'S A VERY PAINFUL EXPERIENCE,
19 SO BASED ON THAT EXPERIENCE I SUGGESTED TO HER THAT SHE NOT
20 COME IN THAT DAY.

21 Q DID YOU ALSO SAY TO HER THAT YOU -- OR DID YOU GIVE
22 HER THE IMPRESSION THAT YOU BELIEVE THERE WERE PEOPLE ON THAT
23 LIST THAT WERE NOT EQUAL TO HER?

24 A I THINK I CLEARLY STATED THAT IT WAS HER PERSPECTIVE.
25 I DID SAY IN MY TESTIMONY -- I BELIEVE THAT THERE WAS AN

1 INDIVIDUAL ON THE LIST THAT I DIDN'T FEEL WAS APPROPRIATE.

2 Q AND HAD YOU COMMENTED ON THAT INDIVIDUAL?

3 A I HAD NOT.

4 Q AND THAT WAS A MAN, WAS IT NOT?

5 A THAT'S CORRECT.

6 Q WE DON'T NEED THE NAME. NOW, LET'S MOVE FORWARD TO
7 THE TIME WHEN IT HAD BEEN DECIDED NOT TO RE-PROPOSE MISS
8 HOPKINS, THE OFFICE OF GOVERNMENT SERVICES HAD DECIDED THAT
9 AND I THINK IT WAS THEN THERE WAS A DAY THAT YOU KNEW THAT
10 MR. BEYER WAS GOING TO TALK TO MISS HOPKINS ABOUT THAT. DO
11 YOU RECALL HAVING A CONVERSATION WITH HER WHEN SHE CALLED YOU
12 AT HOME AND WHEN SHE, IN EFFECT, ASKED YOU WHAT KIND OF A
13 MESSAGE SHE COULD BE GETTING AND WHAT SHE SHOULD DO AND YOU
14 WERE RELUCTANT TO ANSWER BUT THEN YOU FINALLY ANSWERED?

15 A I RECALL THAT CONVERSATION, YES.

16 Q WHAT DID YOU SAY TO HER?

17 A LET ME TELL YOU WHAT ANN SAID BEFORE I TELL YOU WHAT
18 I SAID.

19 Q SURE.

20 A ANN CALLED ME AT HOME KNOWING THAT WE WERE HAVING A
21 MEETING ABOUT WHETHER OR NOT WE WERE TO PROPOSE HER FOR THE
22 COMING YEAR. I THINK THIS WAS '83 OR '84. WE HAD DECIDED
23 AT THAT MEETING THAT ANN WAS NOT GOING TO BE PROPOSED. BUT
24 WE HAD ALSO TALKED AND SPENT QUITE A BIT OF TIME ABOUT HOW WE
25 WERE GOING TO DESCRIBE OUR DECISION TO HER AND WHAT KIND OF

1 COUNSEL WE WOULD GIVE HER DURING THAT DISCUSSION AND WHO IN
2 FACT WAS GOING TO GIVE IT. WHEN ANN CALLED SHE ASKED ME TO
3 GIVE THAT DECISION TO HER. I WAS NOT THE INDIVIDUAL DESIGNATED
4 TO DO SO. AND I WOULD SAY FIVE OR SIX TIMES AFTER EACH TIME
5 SHE BEGGED ME, AND I MEAN BEGGED ME, PLEASE, DON, PLEASE TELL
6 ME WHAT THE DECISION IS, PLEASE TELL ME. I SAID, ANN, WHY
7 DON'T YOU WAIT UNTIL TOMORROW MORNING, YOU'RE TO MEET WITH --
8 AND I'M NOT SURE WHETHER IT WAS TO MEET WITH TOM BEYER OR PETE
9 MAC VEAGH. SOME OTHER TESTIMONY CAN CLARIFY THAT, BUT I'M NOT
10 SURE WHO SHE WAS SUPPOSED TO MEET BUT SHE REPEATEDLY BEGGED
11 ME. I THEN SAID TO HER IN MY PERSONAL OPINION, KNOWING HOW
12 MUCH SHE WANTED TO BE ADMITTED AND HOW UNHAPPY YOU'D BEEN AS
13 A SENIOR MANAGER, I WOULD LOOK FOR SOMETHING ELSEWHERE. THAT
14 WAS NOT THE DECISION OF THE GROUP. THAT WAS MY PERSONAL OPINION
15 BECAUSE I HAD GIVEN HER COUNSELING. SHE HAD NOT LISTENED TO
16 THAT. I DID NOT SEE ANY CHANGE IN HER BEHAVIOR AND I WASN'T
17 SURE HOW ANOTHER YEAR WOULD CAUSE IT TO CHANGE.

18 Q SO YOU DID TELL HER IN YOUR OPINION YOU WOULD LEAVE
19 THE FIRM.

20 A MY PERSONAL OPINION, THAT'S CORRECT.

21 MR. HELLER: RIGHT. I HAVE NO FURTHER QUESTIONS OF
22 MR. EPELBAUM.

23 MR. TALLENT: NOTHING FURTHER, YOUR HONOR.

24 MR. HELLER: I WOULD CALL KAREN NOLD.

25 THE COURT: THE BAILIFF WILL HELP YOU GET HER IF YOU

1 GIVE HIM A MOMENT.

2 MR. HURON: YOUR HONOR, THE TWO EXHIBITS, 83 AND 84,
3 ARE SATISFACTORY. WE HAVE NO OBJECTION TO THEM.

4 THE COURT: ALL RIGHT. THEY'RE EACH RECEIVED THEN.
5 84 AND 85.

6 MR. HURON: 84 AND 84.

7 THE COURT: THEY'RE EACH RECEIVED.

8 (WHEREUPON, DEFENDANT'S
9 EXHIBITS 83 AND 84 WERE
10 RECEIVED INTO EVIDENCE)

11 WHEREUPON,

12 KAREN NOLD,

13 HAVING APPEARED AS A WITNESS FOR THE PLAINTIFF, ON REBUTTAL,
14 AND HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND TESTIFIED,
15 AS FOLLOWS:

16 DIRECT EXAMINATION

17 BY MR. HELLER:

18 Q MISS NOLD, WOULD YOU STATE YOUR FULL NAME, PLEASE,
19 FOR THE RECORD?

20 A MY NAME IS KAREN ANN NOLD.

21 Q ALL RIGHT. AND WHERE DO YOU WORK?

22 A I WORK FOR PRICE WATERHOUSE.

23 Q WHAT IS YOUR STATUS WITH PRICE WATERHOUSE?

24 A MY TITLE IS SENIOR MANAGER.

25 Q ALL RIGHT. HOW LONG HAVE YOU BEEN WITH PRICE WATERHOUSE?

1 A I JOINED PRICE WATERHOUSE IN SEPTEMBER, 1979.

2 Q ASIDE FROM WHO SIGNED THE PAPERS AS A PARTNER, WHO
3 ACTUALLY HIRED YOU?

4 A TOM BEYER HIRED ME. I WAS INTERVIEWED BY TOM BEYER,
5 LEW KRULWICH AND HUNTER JONES.

6 Q CAN YOU GET NEAR THAT MICROPHONE?

7 A I'M SORRY.

8 Q IT WILL DO ALL RIGHT. YOU'LL KNOW IF IT'S TOO LOUD.
9 AND WHAT PROJECTS HAVE YOU WORKED ON AND FOR WHAT TIME PERIOD
10 SINCE YOU CAME TO PRICE WATERHOUSE?

11 A MY FIRST MAJOR PROJECT WAS BUREAU OF INDIAN AFFAIRS,
12 THAT WAS APPROXIMATELY A YEAR, FOR A LONG RANGE DATA PROCESSING
13 PLAN. I HAD A JOB FOR ABOUT FOUR MONTHS WITH THE DEPARTMENT
14 OF ENERGY. AND THEN STARTING IN 1981 WITH THE DEPARTMENT OF
15 STATE. THOSE ARE THE MAJOR ENGAGEMENTS.

16 Q AND AT THE DEPARTMENT OF STATE YOU WORKED ON WHAT
17 PROJECT? WAS THIS THE FINANCIAL MANAGEMENT SERVICES PROJECT?

18 A RIGHT. THE FIRST JOB WAS CALLED PHASE 1, THE
19 DEPARTMENT OF STATE FINANCIAL MANAGEMENT SYSTEM, AND THAT WAS
20 TWO YEARS OR SO AND AFTER THAT THE SECOND JOB WAS PHASE 2,
21 FINANCIAL MANAGEMENT SYTEM.

22 Q WHERE DO YOU WORK NOW?

23 A THE FINANCIAL MANAGEMENT SYSTEM IS THE ENGAGEMENT.

24 Q WHAT'S YOUR POSITION ON THE PROJECT OR THE ENGAGEMENT
25 I GUESS IS THE TERM.

1 A THAT'S RIGHT. THAT'S THE TERM. I AM THE PROJECT
2 LEADER FOR THE DEVELOPMENT OF THE DOMESTIC FINANCIAL MANAGE-
3 MENT SYSTEM CALLED RELEASE 1-C.

4 Q HOW MANY PEOPLE WORK UNDER YOU?

5 A AT THE TIME BEING IT'S SOMETHING LIKE 13, 12 OR 13.

6 Q NOW, WHEN DID YOU FIRST WORK WITH ANN HOPKINS DURING
7 YOUR TIME AT PRICE WATERHOUSE?

8 A MY FIRST WORK WITH ANN WAS DURING THE TIME PERIOD OF
9 THE BUREAU OF INDIAN AFFAIRS ENGAGEMENT WHEN SHE WAS THE
10 LEADER OF ANOTHER BUREAU OF INDIAN AFFAIRS PROJECT.

11 Q ALL RIGHT. AND YOU CAME TO THE FINANCIAL MANAGEMENT
12 SYSTEM PROJECT, THE FIRST PHASE, I TAKE IT THEN YOU WORKED
13 CONSTANTLY WITH HER, IS THAT CORRECT?

14 A I WORKED FOR HER.

15 Q WORKED FOR HER. ALL RIGHT. NOW, CAN YOU TELL US WHAT
16 KIND OF A SUPERVISOR SHE WAS IN TERMS OF LEADERSHIP OF THE
17 PEOPLE?

18 OH, I'M SORRY. YOU SHOULDN'T HAVE THOSE THERE AT ALL.

19 A IN MY OPINION ANN IS VERY SMART, VERY TO THE POINT,
20 VERY DIRECTED AT GETTING GOOD RESULTS.

21 Q AND, IN YOUR OBSERVATION, DOES SHE CARE ABOUT THE
22 PEOPLE WHO WORK WITH AND FOR HER?

23 A IN MY OPINION SHE CARES ABOUT THE PEOPLE WHO WORK WITH
24 AND FOR HER, YES.

25 Q DID YOU FIND THAT YOU LEARNED ANYTHING FROM WORKING

1 WITH HER ABOUT THE SUPERVISION THAT YOU NOW DO?

2 A I KNOW I LEARNED SOME THINGS. THINGS THAT I CON-
3 SCIOUSLY LEARNED ARE TIED TO SELF-CONFIDENCE, TAKING ALL THE
4 KNOWLEDGE AND SKILLS YOU HAVE AND APPLYING THEM EVEN IF YOU
5 MIGHT WONDER WHETHER IT'S EVERYTHING YOU NEED TO DO TO BE
6 ABLE TO DO A JOB. I ALSO LEARNED SOME SPECIFICS LIKE HOW TO
7 USE NUMBERS AND FACTS IN PRESENTATIONS TO MAKE OR SUBSTANTIATE
8 A POINT. BEYOND GENERIC, THIS IS A GOOD IDEA.

9 Q DID YOU EVER HAVE A DISCUSSION WITH MR. BEYER ABOUT
10 THIS ASSERTIVENESS OR THIS SELF-ASSERTIVENESS ON YOUR OWN PART?

11 A YES. MR. BEYER TOLD ME THAT I WAS NOT -- NO, TOLD
12 ME THAT I SHOULD BE MORE ASSERTIVE IN MY BEHAVIOR.

13 Q ALL RIGHT. AND YOU TOOK THAT TO HEART?

14 A I TOOK IT TO HEART, YES.

15 Q OKAY. NOW, WOULD YOU, FOLLOWING YOUR EXPERIENCES
16 WORKING WITH ANN HOPKINS, WOULD YOU WORK WITH HER TODAY IF
17 SHE WERE A PARTNER IN PRICE WATERHOUSE AND YOU WERE ASKED TO
18 WORK FOR HER?

19 A YES.

20 Q OKAY. LET ME ASK YOU, DID YOU EVER HAVE ANY KIND OF
21 A -- WHO IS MR. WARDER, BEN WARDER?

22 A BEN WARDER IS A PARTNER IN THE OFFICE OF OGS, PRICE
23 WATERHOUSE.

24 Q ALL RIGHT. AND DID YOU EVER HAVE A CONVERSATION WITH
25 MR. WARDER ABOUT WOMEN WORKING?

1 A YES.

2 Q CAN YOU TELL US WHEN AND WHERE THAT WAS?

3 A OKAY. LET ME EXPLAIN SOME OF THE ENVIRONMENT. BEN
4 WARDER AND I WENT TO BALTIMORE REPRESENTING OUR OFFICE FOR AN
5 ORALS, A PRESENTATION TO A POTENTIAL CLIENT THAT WE WERE
6 BIDDING ON. HE AND I -- I WAS IN HIS CAR. HE DROVE ME UP
7 AND BACK. ON THE WAY BACK WE GOT CAUGHT IN A BIG SNOWSTORM
8 SO IT WAS A SLOW TRIP. THERE WAS A LOT OF -- WE WERE DISCUSSING
9 PROBLEMS, BECAUSE OF THE WEATHER AND ALL THOSE THINGS, WE WERE
10 DISCUSSING PROBLEMS WITH WORKING AND LOGISTICS TIED TO THAT.
11 AND IN THE PROCESS TALKED ABOUT -- TALKED ABOUT THE PROBLEMS
12 OF WOMEN WORKING AND PARTICULARLY WOMEN WITH CHILDREN. AND
13 HE SAID SOMETHING ABOUT WOMEN WITH ONE CHILD, THAT'S KIND OF
14 HARD BUT WOMEN WITH TWO CHILDREN, THAT MIGHT BE A LITTLE TOO
15 MUCH FOR WORKING. SOMETHING LIKE THAT.

16 Q ALL RIGHT. WAS THIS DURING THE TIME WHEN ANN HOPKINS
17 WAS THERE?

18 A THIS TIME PERIOD WAS SOMETHING LIKE JANUARY OR
19 FEBRUARY OF '84.

20 MR. HELLER: IF YOUR HONOR WOULD BEAR WITH ME JUST
21 A MOMENT.

22 I THINK I HAVE NO FURTHER QUESTIONS OF MISS NOLD.

23 THE COURT: YOU WERE ASKED WHETHER YOU WOULD WORK
24 UNDER HER AGAIN IF SHE WAS A PARTNER. DID YOU ENJOY WORKING
25 WITH HER? DID YOU FIND IT A PLEASANT EXPERIENCE WORKING WITH

1 HER?

2 THE WITNESS: I FOUND WORKING WITH ANN VERY
3 STIMULATING --

4 THE COURT: I DIDN'T ASK YOU THAT. I SAID DID YOU
5 ENJOY IT IN THE WAY SHE TREATED YOU?

6 THE WITNESS: I'M GIVING YOU MY HONEST ANSWER. DID
7 I ENJOY IT? YES AND NO.

8 THE COURT: YOU DON'T HAVE TO SAY YES AND NO. BUT
9 I UNDERSTAND YOU GAINED -- YOU LEARNED SOMETHING FROM IT AND
10 IT WAS GOOD FOR YOU, BUT WHAT I'M ASKING YOU IS DID YOU FEEL
11 SHE TREATED YOU LIKE A HUMAN BEING?

12 THE WITNESS: I FELT LIKE IT, YES.

13 THE COURT: AND YOU NEVER TOLD ANYBODY IN THE PARTNER-
14 SHIP TO THE CONTRARY?

15 THE WITNESS: THE CONTRARY?

16 THE COURT: YOU NEVER TOLD MR. EPELBAUM OR ANYBODY
17 ELSE TO THE EFFECT THAT YOU WOULD NEVER WORK WITH HER AGAIN?

18 THE WITNESS: I DO NOT REMEMBER SAYING THAT I WOULD
19 NEVER WORK FOR HER AGAIN. I IMAGINE -- I CAN'T REMEMBER THE
20 SPECIFIC CONVERSATIONS BUT IN ADDITION TO BEING STIMULATING
21 AND MY ENJOYING PARTS OF IT THERE WERE ALSO DIFFICULTIES.
22 ANN PRESENTS THINGS AS SHE SEEMS THEM. SOMETIMES, IN MY
23 OPINION, NOT THINKING ABOUT WHAT THE RESPONSE OF THE OTHER
24 PERSON IS, AND THAT HAPPENED TO ME ALSO. MY VIEW IS TO
25 RECOGNIZE THAT PEOPLE HAVE DIFFERENT OPERATING STYLES AND THIS

1 IS HER STYLE AND THEREFORE I SHOULD LOOK FOR THE GOOD PART
2 AND ENJOY IT, WHICH I DID.

3 THE COURT: ALL RIGHT.

4 CROSS- EXAMINATION

5 BY MR. TALLENT:

6 Q MISS NOLD, THIS IS NOT THE FIRST TIME YOU AND I HAVE
7 DISCUSSED THIS SUBJECT, IS IT?

8 A WE HAVE MET BEFORE.

9 Q YOU CONSIDER YOURSELF A VERY GOOD PERSONAL FRIEND
10 OF MISS HOPKINS?

11 A YES, I CONSIDER MYSELF A VERY GOOD PERSONAL FRIEND
12 OF HERS.

13 Q WOULD IT BE FAIR TO SAY THAT, TO YOUR KNOWLEDGE, AS
14 A SENIOR MANAGER THAT MISS HOPKINS HAD A CONTROVERSIAL STYLE,
15 MANAGEMENT STYLE?

16 A IN MY OPINION? AS A SENIOR MANAGER?

17 Q YES. YES.

18 A YES, I THINK SHE HAS A CONTROVERSIAL STYLE.

19 MR. TALLENT: I HAVE NOTHING FURTHER, YOUR HONOR.

20 RE-DIRECT EXAMINATION

21 BY MR. HELLER:

22 Q WHAT WAS THE LAST DAY YOU WORKED FOR HER? WAS IT
23 IN 1982 WHEN SHE LEFT THE FMS PHASE 2 PROJECT?

24 A PHASE 1.

25 Q PHASE 1.

1 A YES, THAT'S THE LAST TIME I WORKED FOR HER.

2 Q ALL RIGHT. SO THAT'S BACK IN EARLY 1982, IS THAT
3 CORRECT?

4 A THAT'S THE TIME PERIOD THAT I -- I'M NOT GOOD AT
5 REMEMBERING DATES.

6 Q WE'VE ALL SAID THAT HERE SO I JUST THOUGHT IT
7 PROBABLY WAS. ALL RIGHT.

8 THANK YOU. I HAVE NO FURTHER QUESTIONS.

9 THE COURT: THANK YOU VERY MUCH.

10 THE WITNESS: THANK YOU.

11 MR. HURON: OUR NEXT WITNESS IS SANDRA KINSEY.

12 WHEREUPON,

13 SANDRA KINSEY,

14 HAVING APPEARED AS A WITNESS ON BEHALF OF THE PLAINTIFF, ON
15 REBUTTAL, WAS EXAMINED AND TESTIFIED, AS FOLLOWS:

16 DIRECT EXAMINATION

17 BY MR. HURON:

18 Q WOULD YOU STATE YOUR NAME, PLEASE, FOR THE RECORD?

19 A MY NAME IS SANDRA KINSEY.

20 Q WHERE DO YOU WORK?

21 A I WORK FOR PRICE WATERHOUSE.

22 Q WHAT'S YOUR POSITION THERE, MISS KINSEY?

23 A I'M A SENIOR MANAGER AT PRICE WATERHOUSE.

24 Q HOW LONG HAVE YOU BEEN AT PRICE WATERHOUSE?

25 A I JOINED THE FIRM IN JANUARY OF 1976 SO THAT'S NINE

1 YEARS.

2 Q HAVE YOU EVER WORKED WITH ANN HOPKINS ON A PROJECT
3 AT PRICE WATERHOUSE?

4 A YES.

5 Q WHICH ONE?

6 A THE REAL ESTATE MANAGEMENT SYSTEM, THE DEVELOPMENT
7 SYSTEM.

8 Q WHEN DID YOU START WORKING FOR HER ON THAT PROJECT?

9 A APRIL OF 1983.

10 Q DID YOU REPLACE SOMEONE WHO HAD BEEN WORKING PREVIOUSLY
11 ON THAT PROJECT WHICH WE CALL IT REMS THOROUGHOUT THIS CASE?

12 A YES. I REPLACED ANOTHER MANAGER ON THE PROJECT. HIS
13 NAME WAS BOB LAM.

14 Q WHERE DID YOU FIT INTO THE MANAGEMENT STRUCTURE AFTER
15 YOU CAME ON BOARD?

16 A ANN HOPKINS WAS THE PROJECT MANAGER OF REMS AND TWO
17 OF US OPERATED AS MANAGERS, REPORTING TO ANN, HARRY BARSCHDORF
18 AND MYSELF.

19 Q AT THE TIME YOU CAME TO THE REMS PROJECT, WHAT DID
20 YOU KNOW ABOUT THE TECHNICAL SIDE OF ASSISTANCE JOBS?

21 A VIRTUALLY NOTHING.

22 Q DID YOU LEARN ANYTHING ABOUT THEM THROUGH ANN HOPKINS?

23 A YES, I CERTAINLY HAVE.

24 Q HOW DID SHE TEACH YOU ABOUT THESE MATTERS? WAS IT
25 PUBLIC OR PRIVATE OR HOW?

1 A WELL, I SHOULD EXPLAIN THAT I WAS DOING A CAREER
2 CHANGE, THAT I HAD WORKED IN THE ENERGY CONSULTING AREA AND
3 TOM BEYER SUGGESTED THAT IT WOULD BE APPROPRIATE TO MOVE INTO
4 SYSTEMS. I REALLY NEEDED TO, FOR MY CAREER. AND INSTRUCTED
5 ME BOTH PRIVATELY AND PUBLICLY, SPECIFICALLY SHE DID MOST OF
6 IT PRIVATELY BECAUSE MANY OF THE JUNIOR STAFF MEMBERS WERE
7 MORE STEEPED IN THE SYSTEMS AREA THAN I WAS SO RATHER THAN
8 EMBARRASS ME OR PUT ME ON THE SPOT IN FRONT OF THEM SHE
9 GENERALLY COUNSELED ME ON THE SIDE AND GAVE ME EXTRA HELP.

10 Q YOU BECAME THE PROJECT MANAGER FOR REMS AFTER ANN
11 HOPKINS LEFT, IS THAT RIGHT?

12 A THAT'S CORRECT.

13 Q WAS THE TRAINING YOU RECEIVED FROM HER VALUABLE TO
14 YOU AS A PROJECT MANAGER AT REMS?

15 A INVALUABLE. I CERTAINLY WOULD NOT HAVE BEEN ABLE
16 TO TAKE OVER THE JOB IF I DIDN'T LEARNED FROM HER THE MANAGE-
17 MENT OF THE JOB, MUCH OF THE TECHNICAL ASPECTS OF THE JOB.

18 Q NOW, DID SHE TELL YOU ANYTHING ABOUT HER EXPECTATIONS
19 OF YOU IN TERMS OF DEVELOPING THE STAFF UNDERNEATH YOU?

20 LET ME ASK YOU FIRST BEFORE I ASK THAT, HOW MANY
21 STAFF WERE WORKING FOR YOU?

22 A I HAD APPROXIMATELY FOUR PEOPLE AT THE ONSET WORKING
23 FOR ME.

24 Q AND DID SHE SAY ANYTHING TO YOU ABOUT STAFF DEVELOP-
25 MENT?

1 A YES, SHE DID. IN FACT, IT WAS PROBABLY POINTED OUT TO
2 ME BECAUSE IF I BROUGHT WITH ME A TRACK RECORD IT WAS ONE THAT
3 SUPPORTED STAFF DEVELOPMENT, SO SHE SAID SHE WOULD ASK ME
4 TO PROVIDE HER WITH FEEDBACK IN THAT AREA AND SPECIFICALLY
5 THERE WERE A COUPLE OF PEOPLE THAT HAD WORKED PRIOR WITH
6 BOB LAM, THE MANAGER BOB LAM, AND IT WAS QUESTIONABLE WHETHER
7 OR NOT THEY SHOULD CONTINUE WITH PRICE WATERHOUSE AND SHE
8 ASSIGNED ONE TO ME AND ASKED ME SPECIFICALLY TO LOOK AT THAT
9 PERSON AND WHETHER THAT PERSON SHOULD HAVE A LONG TERM CAREER
10 WITH PRICE WATERHOUSE.

11 Q SO SHE WANTED INPUT IN THIS PERSON?

12 A THAT'S RIGHT.

13 Q AS FAR AS YOU KNOW, DID SHE CONSIDER IT?

14 A YES. IN FACT, I DO KNOW. WE DID THE STAFF EVALUATIONS
15 TOGETHER, THE THREE MANAGERS, HARRY BARSCHDORF, ANN HOPKINS
16 AND MYSELF. THE PEOPLE THAT REPORTED DIRECTLY TO ME I PREPARED
17 THE GREEN SHEET EVALUATIONS AND THE PEOPLE THAT REPORTED TO
18 HARRY, HE PREPARED THEM AND THEN WE ALL WENT THROUGH THEM
19 TOGETHER AND WE ALL CONCURRED ON EACH OF THE GREEN SHEETS
20 AND OCCASIONALLY WROTE COMMENTS ON EACH OTHER'S, IF A PERSON
21 WAS LOANED OUT FOR A SPECIAL PROJECT.

22 Q DID YOU OR MR. BARSCHDORF, DO YOU RECALL EVER ASKING
23 ANN HOPKINS FOR SPECIFIC ASSISTANCE IN TERMS OF TRAINING
24 LOWER LEVEL STAFF?

25 A YES.

1 Q DID THEY PROVIDE IT?

2 A YES.

3 Q DID YOU EVER HEAR FROM ANYONE ON THE REMS STAFF ANY
4 COMPLAINTS TO THE EFFECT THAT MISS HOPKINS WAS TREATING STAFF
5 MEMBERS ABUSIVELY OR UNFAIRLY?

6 A NO.

7 Q I'D LIKE TO ASK YOU A FEW QUESTIONS ABOUT ANN HOPKINS'
8 STYLE OF MANAGEMENT. WHAT IS HER STYLE GENERALLY? DOES SHE
9 EXPECT A LOT OF HER PEOPLE?

10 A YES. I WOULD CHARACTERIZE HER AS BEING EXTREMELY
11 DEMANDING.

12 Q IS SHE FAIR IN THE WAY SHE MAKES HER DEMANDS?

13 A YES.

14 Q IS SHE SENSITIVE TO PERSONAL PROBLEMS THAT STAFF
15 MEMBERS MIGHT RUN INTO, ILLNESSES, THINGS LIKE THAT?

16 A YES. IN ALL INSTANCES, IF THERE WERE DEATHS IN THE
17 FAMILY OR ILLNESSES, THAT CERTAINLY WAS OF PRIMARY IMPORTANCE
18 AND THE REST OF THE TEAM AND THAT'S WHY WE WORK AS A TEAM,
19 FILLED IN FOR THAT PERSON.

20 Q WAS SHE OPEN TO CRITICISM?

21 A YES, I WOULD SAY SO.

22 Q DID YOU EVER HAVE A DISCUSSION WITH HER WHEN YOU WENT
23 BACK TO CRITICIZE SOMETHING SHE DID?

24 A YES.

25 Q DO YOU RECALL THE OCCASION WHEN SHE RESPONDED IN A

1 WAY YOU THOUGHT WAS POSITIVE?

2 A YES, I THINK SO. WHEN I FIRST JOINED THE JOB I
3 PARTICIPATED IN THE USER REQUIREMENTS REVIEW IN BONN, GERMANY
4 AND ONE OF THE THINGS THAT I NOTED WAS THAT ALTHOUGH HARRY
5 BARSCHDORF HAD SPENT A GOOD DEAL OF TIME IN THE REQUIREMENTS
6 STAGE THAT HE DIDN'T HAVE A MAJOR ROLE IN THE PRESENTATION OF
7 THE REQUIREMENTS TO THE USERS IN THE FIELD AND I SAID SOME-
8 THING TO ANN AND I SAID I WOULD HOPE IN THE NEXT PRESENTATION
9 THAT I OR THE OTHERS WOULD HAVE A MORE MAJOR ROLE IN THE PRESENTA-
10 TION IN THE FIELD AND IN OUR DESIGN REVIEW IN SEPTEMBER, ABOUT
11 SIX MONTHS LATER, I GUESS, WE HAD FIVE PEOPLE THAT WENT TO THE
12 REVIEW AND EACH ONE OF US TOOK A SEPARATE DAY AND PRESENTED A
13 SEPARATE TOPIC, AND I THOUGHT THAT WAS POSITIVE.

14 Q DID SHE ASK YOU OR MR. BARSCHDORF FOR FEEDBACK?
15 WHAT YOU ALL THOUGHT ABOUT HER PERFORMANCE, WHAT SHE WAS DOING?

16 A YES.

17 Q DID SHE EVER ASK YOU WHETHER YOU HAD THOUGHT THAT
18 SHE HAD BEEN PARTICULARLY HARSH OR HARD ON A STAFF MEMBER
19 FOLLOWING AN ANALYSIS OF THAT STAFF MEMBER'S WORK?

20 A YES. WE WERE DOING A GOOD DEAL OF WORK IN A GROUP
21 SITUATION REVIEWING A TECHNIQUE CALLED DATA PRO DIAGRAMINGS.
22 IN ESSENCE, THE DATA FLOWS, THE LOGIC FLOWS IN THE DEVELOPMENT
23 SYSTEM AND OCCASIONALLY THERE WERE SIGNIFICANT LOGIC FLOWS WHEN
24 WE AND OUR STAFF, THAT IS, HARRY BARSCHDORF AND MYSELF AND
25 OUR STAFF WOULD PRESENT OUR FINDINGS AND ANN GENERALLY PICKED

1 THOSE UP AND SHE WOULD ASK US IF SHE HAD BEEN TOO ROUGH ON
2 ANY OF THE STAFF AND GENERALLY THEY WERE NOT PLEASANT EXPER-
3 IENCES. THEY WERE DIFFICULT EXPERIENCES. THEY ALWAYS ARE,
4 IF YOU'RE CRITICIZING SOMEONE'S WORK, BUT BASICALLY WE SAID NO,
5 THEY WERE FAIR.

6 Q I TAKE IT THAT YOU AND MR. BARSCHDORF AND ANN HOPKINS
7 CONSTITUTED THE MANAGEMENT TEAM FOR REMS, IS THAT FAIR TO SAY?

8 A YES.

9 Q HOW DID THE TEAM WORK TOGETHER?

10 A WE WORKED VERY CLOSELY TOGETHER. I PARTICIPATED
11 IN MANY OF THE ACTIVITIES THAT HARRY DIRECTED IN SOME OF THE
12 AREAS THAT HE WAS PRIMARILY RESPONSIBLE FOR, CERTAIN TOPICAL
13 AREAS. THAT WAS IN AN EFFORT TO CROSS-TRAIN EACH OTHER, TO
14 LEARN AND BE ABLE TO FILL IN FOR ONE ANOTHER AND ALMOST ALL
15 OF OUR DECISIONS WERE DONE IN UNISON, ANN, HARRY AND MYSELF.
16 WHAT I SET OUT TO DO HARRY KNEW WHAT I WAS DOING AND WHAT HE
17 SET OUT TO DO I KNEW WHAT HE WAS DOING.

18 THE COURT: WERE YOU UNDER ANY SEVERE TIME RESTRAINTS?

19 THE WITNESS: YES.

20 THE COURT: EXPLAIN THAT TO ME? GIVE ME YOUR --
21 YOU SAY YOUR BIGGEST CRISIS SITUATION. WHAT WAS IT? I MEAN
22 TIMewise. THERE WAS PRESSURE TO GET SOMETHING DONE IN A HURRY.

23 THE WITNESS: I WOULD SAY THAT THE BIGGEST CRISIS
24 WAS TO MEET THE DESIGN REVIEW IN PARIS IN 1983. WE COMPLETED
25 THE USER REQUIREMENTS IN APRIL AND IN MAY I THINK FORMALIZED

1 THOSE REQUIREMENTS. WE DID ALL OF THE DATA PRO DIAGRAMING,
2 THE INTERNAL PROGRAMS, MADE SPECIFICATIONS, THE PREPARATION
3 OF MANY SUPPORTS AND SCREENS AND PACKAGING INTO A DOCUMENT
4 THAT WOULD BE CIRCULATED PRIOR TO THE MIDDLE OF SEPTEMBER.
5 THAT WAS AN INCREDIBLE AMOUNT OF WORK AND WE WERE UNDERSTAFFED.
6 WE HAD IDENTIFIED AT LEAST THREE STAFF PEOPLE THAT WE NEEDED,
7 THAT WE DIDN'T GET ON TIME.

8 THE COURT: THAT'S WHAT I'M LOOKING FOR. SO YOU HAD
9 A REAL JOB TO DO IN A HURRY.

10 THE WITNESS: THAT'S RIGHT. THAT'S RIGHT.

11 THE COURT: UNDER PRESSURE.

12 THE WITNESS: YES, AND, IN FACT, ANN AT ONE POINT
13 CASTIGATED HARRY AND I BECAUSE WE HAD NOT ADEQUATELY ANTICI-
14 PATED THE KIND OF WORK THAT WE WOULD HAVE TO DO TO MAKE IT
15 WORK AND THE TWO OF US LOOKED AT EACH OTHER AND RECOGNIZED
16 THAT THAT WAS TRUE AND WE SAT DOWN AND DEVELOPED A VERY
17 DETAILED WORK PLAN FOR THE TWO OF US ON OUR STAFF TO MAKE
18 THAT DEADLINE. SHE ALSO ASKED US WHETHER WE COULD MAKE IT
19 BECAUSE WE WERE UNDERSTAFFED AND SHE, AS I RECALL, ASKED THE
20 WHOLE PROJECT TEAM IF WE WANTED TO GO FOR IT OR WHETHER WE
21 WANTED TO GO TO THE STATE DEPARTMENT AND SAY CAN WE HAVE
22 MORE TIME.

23 THE COURT: AND THE THREE OF YOU DECIDED LET'S GO
24 FOR IT.

25 THE WITNESS: NO, THE ENTIRE PROJECT TEAM WAS ASKED

1 THAT QUESTION.

2 THE COURT: YES. THE DECISION WAS MADE.

3 THE WITNESS: BY THE ENTIRE PROJECT TEAM, THAT'S
4 RIGHT.

5 THE COURT: RIGHT.

6 THE WITNESS: YES.

7 BY MR. HURON:

8 Q DID YOU KNOW AS OF MARCH OR APRIL OF 1983 THAT
9 ANN HOPKINS HAD BEEN PLACED ON HOLD IN TERMS OF HER PARTNER-
10 SHIP CANDIDACY, DID YOU LEARN THAT THROUGH THE FIRM AT SOME
11 POINT?

12 A YES, I THINK IT WAS MORE SORT OF COMMON KNOWLEDGE
13 GRAPEVINE.

14 Q DURING THE SPRING OR SUMMER OF '83 AFTER SHE HAD
15 BEEN PLACED ON HOLD DID ANY PARTNER COME TO YOU AND ASK WHAT'S
16 IT LIKE WORKING WITH ANN HOPKINS NOW? DID YOU HAVE THAT
17 KIND OF DISCUSSION WITH ANY PARTNER?

18 A NOT PRECISELY THAT DISCUSSION. I HAD QUESTIONS FROM
19 TOM BEYER AS TO HOW I WAS LIKING THE SYSTEMS AREA.

20 Q AND WHY DID THOSE ARISE?

21 A WHEN I MADE THE CAREER SHIFT FROM ENERGY CONSULTING
22 TO THE SYSTEMS WORK I SAID TO TOM THAT I KNEW NOTHING ABOUT
23 IT AND I WOULD TRY IT OUT AND SEE IF I LIKED IT AND IF I LIKED
24 IT I WOULD STAY AND IF I DIDN'T HE INDICATED IT WOULD SERIOUSLY
25 HAMPER MY CAREER. SO I SAID IF I DIDN'T LIKE IT I WOULD LEAVE.

1 I THINK HE WAS SERIOUSLY CONCERNED THAT I DID LIKE IT.

2 Q AND YOU TOLD HIM YOU LIKED IT?

3 A YES.

4 Q ARE YOU AND ANN HOPKINS FRIENDS?

5 A YES.

6 Q ARE YOU GLAD TO HAVE THE OPPORTUNITY TO WORK WITH
7 HER?

8 A YES.

9 Q IF THE OPPORTUNITY AROSE AGAIN, FOR EXAMPLE, SHE WERE
10 A PARTNER AT PRICE WATERHOUSE, WOULD YOU WANT TO WORK WITH
11 HER AGAIN?

12 A YES.

13 MR. HURON: ONE MOMENT, YOUR HONOR.

14 YOUR HONOR, IF I MAY ADDRESS A QUESTION? THAT WOULD
15 CONCLUDE MY DIRECT EXAMINATION EXCEPT FOR ONE POSSIBLE LINE
16 OF QUESTIONING. THERE WAS SOME TESTIMONY IN THE DEFENSE CASE
17 CONCERNING A SECOND PARTNER REVIEW CONDUCTED BY MR. WARDER
18 AND A QUALITY CONTROL REVIEW, BOTH ON THE REMS PROJECT. IT'S
19 OUR UNDERSTANDING, THE PLAINTIFF'S UNDERSTANDING THAT THE ISSUE
20 OF MISS HOPKINS' TECHNICAL COMPETENCE AND SO FORTH IS NOT IN
21 THE CASE AT THIS POINT AND I THEREFORE WOULD NOT PROPOSE TO
22 GO INTO THOSE MATTERS WITH THE WITNESS. HOWEVER, IF THERE'S
23 ANY -- IF THE DEFENSE DISPUTES THAT AT THIS POINT THEN I WOULD
24 WANT TO ASK A FEW QUESTIONS.

25 THE COURT: WELL, I THOUGHT WE HAD THE ISSUES PRETTY

1 CLEARLY LINED OUT. WHILE THERE MAY HAVE BEEN ONE OR TWO
2 COMMENTS BY SHORT FORM PEOPLE MOSTLY THAT HAD QUESTIONS ABOUT
3 TECHNICAL COMPETENCE, I UNDERSTOOD FROM MR. CONNOR'S TESTIMONY
4 AND OTHER TESTIMONY THAT THAT WAS NOT AN ISSUE OF THE PARTNER-
5 SHIP DECISION AND I UNDERSTOOD IT WAS NOT RAISED BY PRICE
6 WATERHOUSE WHEN I TRIED TO FIND OUT WHAT THE ISSUE WAS AT
7 THE OPENING OF THE CASE. IS THAT STILL THE SITUATION?

8 MR. TALLENT: THAT'S NOT CHANGED, YOUR HONOR.

9 THE COURT: VERY WELL. SO I DON'T SEE ANY POINT IN
10 GOING INTO THAT.

11 MR. HURON: THAT'S FINE, YOUR HONOR.

12 I HAVE NO FURTHER QUESTIONS.

13 THE COURT: ALL RIGHT.

14 CROSS-EXAMINATION

15 BY MR. TALLENT:

16 Q MISS KINSEY, YOU'VE TALKED WITH SOME OF THE MEMBERS
17 OF MY STAFF, I BELIEVE, IN THE PAST WEEKS, IS THAT CORRECT?

18 A YES.

19 Q THE -- IS IT YOUR VIEW THAT IN DESCRIBING WORKING ON
20 A ROUTINE BASIS WITH MISS HOPKINS THAT IT REQUIRES A LOT OF
21 DIPLOMACY, PATIENCE AND GUTS?

22 A YES.

23 Q IS IT YOUR VIEW THAT MISS HOPKINS' PERSONAL MANAGE-
24 MENT STYLE WAS, AS YOU WATCHED IT DURING THE COURSE OF YOUR
25 EMPLOYMENT WITH HER, VERY CONTROVERSIAL? IS THAT A FAIR

1 DESCRIPTION?

2 A AS I WATCHED HER MANAGEMENT STYLE IT WAS CONTROVERSIAL?

3 Q VERY CONTROVERSIAL.

4 A I WATCHED HER MANAGEMENT STYLE IN THE REAL ESTATE
5 MANAGEMENT JOB. I DON'T BELIEVE THAT IT WAS CONTROVERSIAL IN
6 THE CONTEXT OF OUR ENGAGEMENT.

7 Q WAS HER PERSONAL STYLE CONTROVERSIAL?

8 A ON HER PROJECT TEAM? NO. I SHOULD PERHAPS EXPLAIN
9 THAT WE'RE NOT AT K STREET. I MEAN I WOULDN'T HEAR ANYONE
10 ELSE'S CONTROVERSY. WE OPERATE AT A SEPARATE LOCATION SO
11 REALLY OUR PROJECT TEAM IS AN ENTITY UNTO ITSELF.

12 Q AND HAS THAT BEEN TRUE THROUGHOUT YOUR WORK ON THE
13 REMS PROJECT?

14 A YES.

15 MR. TALLENT: NOTHING FURTHER, YOUR HONOR.

16 THE COURT: WHAT'S YOUR FEELING ABOUT THIS OUTFIT?
17 DOES A WOMAN GET A FAIR SHAKE?

18 THE WITNESS: I THINK I HAVE, YOUR HONOR.

19 THE COURT: AND APART FROM THAT IS THERE A FEELING
20 AMONG THE WOMEN YOU TALK TO AND SEE THAT ARE WORKING THERE
21 THAT THEY'RE SECOND RATE CITIZENS SORT OF, NOT GETTING A
22 FAIR SHAKE, OR DO YOU THINK THEY ARE?

23 THE WITNESS: I'VE NEVER HAD THE IMPRESSION THEY
24 WERE SECOND RATE CITIZENS. I THINK WE'RE GIVEN CHALLENGING
25 ENGAGEMENTS, A LOT OF RESPONSIBILITY AND I'VE NEVER FELT THAT

1 AS A WOMAN PRECLUDED ME FROM ACCEPTING THOSE RESPONSIBILITIES.

2 THE COURT: OVER THE PERIOD OF TIME THAT YOU'VE BEEN
3 THERE HAVE YOU -- WHEN THE GRAPEVINE TOLD YOU THAT SOME WOMAN
4 DIDN'T MAKE PARTNERSHIP AND YOU KNEW SOMETHING ABOUT HER, DID
5 YOU HAVE A FAVORABLE OR UNFAVORABLE REACTION?

6 THE WITNESS: I THINK THAT THE ONLY WOMAN THAT I KNOW
7 THAT I REALLY HAD ANY INTERACTION WITH WAS A WOMAN FROM OUR
8 TENTH FLOOR PRACTICE OFFICE WHO DID NOT MAKE PARTNER. SHE
9 WAS A POTENTIAL FOR THE CONSULTING STAFF. AND I KNEW THAT SHE
10 HAD BEEN, AT LEAST TO MY KNOWLEDGE, AN EFFECTIVE PROJECT MANAGER
11 SHE HAD TAUGHT ME AT A C. E. COURSE IN EFFECTIVE ENGAGEMENT
12 MANAGEMENT AND I WAS SOMEWHAT SURPRISED, BUT I DIDN'T KNOW HER
13 THAT CLOSELY. ANN HAS REALLY BEEN THE ONLY OTHER PERSON IN
14 THAT CONTEXT.

15 THE COURT: RIGHT. ALL RIGHT. WELL, YOU'RE EXCUSED.

16 MR. HURON: OUR NEXT WITNESS IS MR. HARRY BARSCHDORF.
17 WHEREUPON,

18 HARRY BARSCHDORF,
19 HAVING APPEARED AS A WITNESS ON BEHALF OF THE PLAINTIFF, ON
20 REBUTTAL, AND HAVING BEEN FIRST DULY SWORN, WAS EXAMINED AND
21 TESTIFIED AS FOLLOWS:

22 DIRECT EXAMINATION

23 BY MR. HURON:

24 Q WOULD YOU STATE YOUR NAME, PLEASE, AND SPELL YOUR
25 LAST NAME?

1 A HARRY OLIVER BARSCHDORF, B-A-R-S-C-H-D-O-R-F.

2 Q WHERE DO YOU WORK, MR. BARSCHDORF?

3 A AMERICAN MANAGEMENT SYSTEMS IN ARLINGTON.

4 Q WHAT IS YOUR POSITION THERE?

5 A PRINCIPAL.

6 Q DID YOU EVER WORK FOR PRICE WATERHOUSE?

7 A YES, I DID. BEGINNING IN APRIL, 1982 THROUGH NOVEMBER,
8 1983.

9 Q DID YOU WORK UNDER ANN HOPKINS ON THE REAL ESTATE
10 MANAGEMENT SYSTEM PROJECT?

11 A YES, I DID, FROM OCTOBER, '82 TO NOVEMBER, '83.

12 Q WHAT WAS YOUR POSITION ON THE PROJECT TEAM?

13 A I WAS THE MANAGER AND I WORKED DIRECTLY FOR ANN.

14 Q YOU AND SANDY KINSEY WERE HER DEPUTIES, SORT OF?

15 A THAT'S A FAIR STATEMENT.

16 Q DID YOU FIND THAT WORKING FOR ANN HOPKINS WAS
17 BENEFICIAL TO YOU PERSONALLY?

18 A YES, I DO.

19 Q WHY?

20 A I LEARNED A LOT FROM ANN IN TERMS OF MANAGING A
21 PROJECT, PLANNING A PROJECT AND MANAGING CLIENTS.

22 Q IN YOUR EXPERIENCE WAS SHE DICTATORIAL OR ABUSIVE
23 TOWARDS YOU OR OTHERS?

24 A NO.

25 Q HOW DID YOU FIND HER AS A STAFF MOTIVATOR?

1 A VERY GOOD. I FOUND THAT IN TERMS OF MY OWN WORK SHE
2 GAVE ME ADEQUATE GUIDANCE TO UNDERSTAND WHAT I OUGHT TO BE
3 DOING. I DIDN'T FEEL THAT I WAS BEING TOLD WHAT TO DO. ANN
4 SPENT A TREMENDOUS AMOUNT OF TIME WORKING WITH SANDY AND MYSELF
5 AND ALSO THE JUNIOR PEOPLE. ON ALL THE PHASES OF THE WORK WE
6 DID.

7 Q DID YOU EVER HEAR ANY COMPLAINTS FROM ANY OF THE
8 STAFF MEMBERS AT REMS TO THE EFFECT THAT ANN HOPKINS WAS SOME-
9 HOW TREATING THEM UNFAIRLY?

10 A NO.

11 Q DO YOU KNOW PAT AHERN?

12 A YES.

13 Q WHO IS SHE?

14 A SHE WAS AN EMPLOYEE FOR PRICE WATERHOUSE ON THE REMS
15 PROJECT.

16 Q DID SHE LEAVE?

17 A YES.

18 Q DO YOU KNOW WHY SHE LEFT?

19 A SHE WAS FIRED.

20 Q AT THE TIME SHE LEFT THE FIRM DO YOU HAPPEN TO KNOW
21 WHAT HER VIEWS WERE WITH RESPECT TO ANN HOPKINS?

22 A I THINK THAT SHE RESPECTED ANN AND IN MY OPINION
23 DIDN'T HOLD ANN RESPONSIBLE FOR HER BEING FIRED.

24 Q ARE YOU FAMILIAR WITH AN EXIT INTERVIEW TO THAT
25 EFFECT?

1 A YES.

2 Q WHY DID YOU LEAVE PRICE WATERHOUSE?

3 A WHY DID I LEAVE PRICE WATERHOUSE?

4 Q RIGHT.

5 A I WAS MADE AN OFFER BY AMERICAN MANAGEMENT SYSTEMS
6 AND IT WAS FINANCIALLY ADVANTAGEOUS FOR ME TO DO SO.

7 Q DID YOUR LEAVING HAVE ANYTHING TO DO AT ALL WITH
8 ANY DISSATISFACTION YOU MAY HAVE HAD WITH ANN HOPKINS?

9 A NO. IT DIDN'T HAVE ANYTHING TO DO WITH DISSATISFAC-
10 TION WITH ANN OR PRICE WATERHOUSE AS AN EMPLOYER.

11 Q NOW, YOU KNEW ANN HOPKINS HAD BEEN PLACED ON HOLD
12 IN THE SPRING OF '83 FOR PARTNERSHIP, DIDN'T YOU?

13 A EXCUSE ME. I DIDN'T HEAR.

14 Q DID YOU KNOW THAT ANN HOPKINS HAD BEEN PLACED ON HOLD
15 IN TERMS OF HER PARTNERSHIP CANDIDACY? YOU LEARNED THAT?

16 A I DID ULTIMATELY, YES.

17 Q AT ANY TIME BEFORE YOU LEFT THE FIRM IN THE FALL OF
18 1983 BETWEEN THE TIME SHE HAD BEEN PLACED ON HOLD IN MARCH
19 UNTIL YOU LEFT ABOUT WHAT, SIX, SEVEN MONTHS LATER, DID ANY
20 PARTNER COME TO YOU AND ASK HOW IS IT TO WORK WITH ANN HOPKINS
21 THESE DAYS? WORDS TO THAT EFFECT?

22 A I DON'T RECALL THAT, NO.

23 Q MR. BARSCHDORF, I REALIZE YOU'RE NOW WORKING FOR AMA.
24 THIS MAY BE SOMETHING OF A HYPOTHETICAL QUESTION, BUT IF YOU
25 HAD THE OPPORTUNITY TO WORK WITH ANN HOPKINS AGAIN WOULD YOU

1 WANT TO DO SO?

2 A YES, I WOULD.

3 MR. HURON: NOTHING FURTHER, YOUR HONOR.

4 MR. TALLENT: NO QUESTIONS.

5 THE COURT: YOU'RE EXCUSED, SIR. THANK YOU.

6 THE WITNESS: THANK YOU.

7 MR. HELLER: YOUR HONOR, I THINK THAT IS THE LIMIT

8 OF WHAT WE HAD PROGRAMMED FOR THIS AFTERNOON.

9 THE COURT: WHAT DO WE HAVE, ONE EXPERT OR TWO
10 EXPERTS TOMORROW?

11 MR. HURON: WE EXPECT TWO, YOUR HONOR.

12 THE COURT: TWO?

13 MR. HURON: YES, SIR.

14 MR. HELLER: AND SOME REBUTTAL FROM MISS HOPKINS AND
15 PROBABLY A FEW QUESTIONS OF MR. BEYER, JUST A FEW.

16 THE COURT: A FEW TO WHOM?

17 MR. HELLER: TO MR. BEYER, IF YOUR HONOR WILL PERMIT
18 IT, SINCE HE'S HERE IN THE COURTROOM.

19 THE COURT: OH, I UNDERSTAND WHO HE IS. I'M NOT
20 MYSTIFIED ABOUT THAT.

21 MR. HELLER: NO.

22 MR. TALLENT: YOUR HONOR, IN THAT EVENT WE PROBABLY
23 WILL HAVE AN EXPERT. I DON'T THINK EITHER OF THEIR EXPERTS
24 ARE PROPER REBUTTAL, FRANKLY, BUT IF THAT IS PERMITTED I ASSUME
25 I WILL HAVE AT LEAST ONE EXPERT.

1 THE COURT: WELL, IT'S AWFULLY DIFFICULT FOR ME TO
2 TELL WHETHER THEY'RE -- THEY ARE REBUTTAL OR WHETHER THEY
3 AREN'T REBUTTAL. BUT I WILL OF COURSE NOTE YOUR OBJECTION.
4 I'LL TAKE THE TESTIMONY. AND DO THEY KNOW WHO YOUR EXPERT IS?

5 MR. HURON: HE HAS BEEN IDENTIFIED, YOUR HONOR.

6 MR. TALLENT: THEY DO, YOUR HONOR.

7 THE COURT: SO WHAT DO WE HAVE, TWO MORE DAYS TO GO
8 IN THE CASE?

9 MR. TALLENT: I'VE GOT TO GET HIM DOWN FROM
10 PHILADELPHIA TO BE HERE. .

11 MR. HURON: YOUR HONOR, I WOULD HOPE THAT WE WOULD
12 BE FINISHED BY MID-AFTERNOON WITH OUR TESTIMONY TOMORROW. THAT
13 MAY BE OVERLY OPTIMISTIC BUT I WOULD HOPE SO.

14 MR. HELLER: I THINK IT'S PESSIMISTIC.

15 THE COURT: I'VE NEVER KNOWN AN EXPERT TO GET OFF
16 THE STAND IN A HURRY. I WOULD LIKE TO BE EDUCATED A LITTLE
17 ABOUT -- BEFORE WE CUT OFF TODAY AS TO WHAT THE THRUST OF
18 THIS EXPERT TESTIMONY IS SUPPOSED TO BE SO THAT WHEN I LISTEN
19 TO IT I WILL KNOW WHAT YOU'RE DRIVING AT.

20 MR. HURON: YES, SIR. FIRST OF ALL, WE DID SET
21 FORTH IN OUR WITNESS --

22 THE COURT: OH, I UNDERSTAND YOU SAID IN YOUR TRIAL
23 BRIEF WHAT THEY WERE GOING TO SAY. BUT I WANT TO KNOW WHAT
24 IT'S RELEVANT -- WHAT IS ITS RELEVANCE TO THIS CASE AS IT HAS
25 UNFOLDED. LET'S ASSUME FOR A MINUTE THAT THERE ARE SOME

1 QUANTIFIABLE NUMBER OF MALES OUT THERE WHO REACT ADVERSELY TO
2 DOMINEERING WOMEN. WHAT DOES IT HAVE TO DO WITH THE CASE?
3 I MEAN WHAT IS ITS RELEVANCE? ASSUME FOR A MOMENT THAT'S TRUE.
4 BECAUSE THERE ARE ALSO PEOPLE OUT THERE WHO DON'T. I MEAN YOU
5 CAN'T FIND AN EXPERT ANYWHERE IN AMERICA, I WOULD ASSUME, WHO
6 IS GOING TO TELL YOU THAT THAT'S THE WAY EVERY MAN REACTS.

7 MR. HURON: THAT'S CORRECT, YOUR HONOR.

8 THE COURT: SO WE'RE TALKING ABOUT SOME DO, SOME
9 DON'T. NOW, WHAT IS THE RELEVANCE OF THAT?

10 MR. HURON: WE HAVE TWO EXPERTS. I THINK YOU'RE
11 PROBABLY TALKING ABOUT THE TESTIMONY THAT DR. FISKE WOULD OFFER.

12 THE COURT: THE OTHER IS JUST A STATISTICAL EXPERT.

13 MR. HURON: YES.

14 THE COURT: I UNDERSTAND THE RELEVANCE OF THAT. AND
15 IT IS IMPORTANT TO LOOK AT THE STATISTICS IN RELATION TO THE
16 AVAILABLE MARKET AND ALL OF THAT. I HAVE NO PROBLEMS WITH
17 THAT. IT'S REALLY THE OTHER EXPERT.

18 MR. HURON: YES, SIR. DR. FISKE WOULD TESTIFY, FIRST
19 OF ALL, THAT THERE IS THE GENERAL PHENOMENON KNOWN IN HER
20 FIELD, SOCIAL PSYCHOLOGY, OF STEREOTYPING, THAT THERE'S BEEN
21 A LOT OF RESEARCH ON IT FOR THE LAST FIFTY OR SIXTY YEARS,
22 THAT THERE'S A CONSENSUS IN THE PROFESSION ABOUT IT. THAT
23 THERE ARE CERTAIN ANTECEDENT CONDITIONS WHICH GENERALLY GIVE
24 RISE TO SITUATIONS IN WHICH STEREOTYPING MIGHT OCCUR. AND
25 THAT THERE'S BEEN A FAIR AMOUNT OF RESEARCH AS TO WHAT THOSE

1 CONDITIONS ARE. THAT IT'S ALSO POSSIBLE TO OBSERVE CERTAIN
2 INDICATORS TO SEE WHETHER OR NOT IT IS OCCURRING, SO SHE WOULD
3 GIVE THAT BACKGROUND FIRST, DOCUMENTED IN THE LITERATURE.
4 SECOND, SHE HAS BEEN SUPPLIED WITH A LOT OF MATERIALS IN THIS
5 CASE, LONG AND SHORT FORM COMMENTS, THAT TYPE OF THING.
6 DEPOSITION EXTRACTS. AND I BELIEVE THAT SHE WILL TESTIFY
7 THAT BASED ON HER OPINION BOTH THE ANTECEDENT CONDITIONS ARE
8 SATISFIED FOR STEREOTYPING ON THE BASIS OF SEX AND THAT BASED
9 ON HER ANALYSIS AND HER REVIEW OF THE MATERIALS SHE BELIEVES
10 THAT THIS TYPE OF SEX STEREOTYPING WAS OCCURRING, DID OCCUR
11 AT THE TIME ANN HOPKINS WAS BEING EVALUATED FOR PARTNERSHIP.
12 IT WOULD SEEM TO US THAT IF SHE'S RIGHT ABOUT THAT, THAT IF
13 INDEED THERE WERE A NUMBER OF MEN WHO WERE REACTING NEGATIVELY
14 TO ANN HOPKINS FOR THE REASONS SHE SUGGESTED, THAT THEY DIDN'T
15 REALLY WANT TO DEAL WITH AN AGGRESSIVE, DOMINEERING WOMAN,
16 THAT IF THAT INDEED IS TRUE THAT IT'S CLEAR IN THE CONTEXT OF
17 THE PRICE WATERHOUSE PARTNERSHIP DECISION THAT JUST A FEW
18 INDIVIDUALS WHO ARE STRONGLY OPPOSED CAN EFFECTIVELY BLOCK A
19 PARTNERSHIP, PARTNERSHIP CANDIDACY. AND WE THINK THAT'S WHAT
20 HAPPENED HERE AND WE THINK IT'S BASED ON THOSE REASONS.

21 THE COURT: YOU SEE WHAT THAT REQUIRES FROM MY POINT
22 OF VIEW AS A TRIER OF FACT, AND THIS HAS BEEN RUNNING THROUGH
23 MY MIND. ABOUT IT, IS THAT YOU'VE GOT TO IDENTIFY WHO YOU SAY
24 ARE THE DISCRIMINATING OFFICIALS. YOU HAVEN'T DONE IT.
25 CERTAINLY THE -- SOME MAN OUT IN SPOKANE, WASHINGTON WHO NEVER

1 MET YOUR CLIENT DOESN'T KNOW ANYTHING ABOUT IT AND VOTES, YOU
2 KNOW, WITH THE RECOMMENDATION ON THE BALLOT, HE ISN'T A VICTIM
3 OF SEXUAL STEREOTYPING. HE DOESN'T KNOW ANYTHING ABOUT HER,
4 ISN'T THAT RIGHT? SO WHO IS IT -- YOU DON'T HAVE TO ANSWER
5 ME NOW.

6 MR. HURON: YES, SIR.

7 THE COURT: I DON'T WANT YOU TO ANSWER IT BECAUSE
8 I THINK IT'S IMPORTANT TO YOUR CASE AND I THINK YOU'VE GOT TO
9 THINK ABOUT IT. THAT'S WHY I WANT TO TALK ABOUT IT. YOU'VE
10 GOT TO GET AROUND TO IDENTIFYING BECAUSE I'VE GOT TO DETERMINE
11 IF YOU'RE LAYING YOUR FINGER ON MR. EPELBAUM, I SUPPOSE YOU
12 ARE, AND WHO ELSE, I DON'T KNOW THAT. I'VE GOT TO DETERMINE,
13 IT SEEMS TO ME ON THAT THEORY, WHETHER HE IS OR ISN'T ONE OF
14 THOSE STEREOTYPES.

15 MR. HURON: YOUR HONOR --

16 THE COURT: DO YOU SEE WHAT I MEAN? BECAUSE IF HE
17 ISN'T ONE OF THE STEREOTYPES THEN WHATEVER THIS EXPERT IN THIS
18 PRECISE DISCIPLINE FEELS, IT HASN'T ANYTHING TO DO WITH THE
19 CASE, SO I THINK YOU OUGHT TO THINK ABOUT IT. FOR INSTANCE,
20 DO YOU FEEL, IF YOU DO, I'M NOT SAYING YOU SHOULD OR SHOULDN'T,
21 BUT IF YOU FEEL MR. CONNOR IS A SEXUAL STEREOTYPE YOU'VE GOT
22 TO TELL ME SO, SO THAT WHEN I LOOK AT MR. CONNOR'S TESTIMONY
23 IN THE CONTEXT OF THE CASE I'VE GOT TO MAKE THAT SAME KIND
24 OF DETERMINATION. MAYBE I'M NOT RIGHT ABOUT THIS.

25 MR. HURON: WELL, YOUR HONOR, I CERTAINLY FOLLOW YOUR

1 POINT.

2 THE COURT: IT'S THE WAY MY MIND HAS BEEN RUNNING
3 WHEN I'M THINKING ABOUT THE CASE, WHEN I'M NOT TRAPPED IN THIS
4 PLACE.

5 MR. HURON: I CERTAINLY DO UNDERSTAND YOUR POINT.
6 I THINK WE WOULD CERTAINLY WANT TO ADDRESS THAT BUT WE WOULD
7 MAKE, I BELIEVE, ANOTHER POINT AS WELL, AND THAT IS THAT THE
8 WAY THE PARTNERSHIP SYSTEM IS STRUCTURED AT PRICE WATERHOUSE
9 IS THAT IT PERMITS INDIVIDUALS WHO MAY HAVE CERTAIN TYPES OF
10 BIASES, PERMITS THEM EFFECTIVELY TO ACT UPON THEM AND FOR THAT
11 WE THINK THE FIRM, AS A FIRM, IS RESPONSIBLE IN THE SAME WAY,
12 FOR EXAMPLE, IN A CASE INVOLVING THE FEDERAL GOVERNMENT --

13 THE COURT: THIS BEARS NO RELATION TO THE FEDERAL
14 GOVERNMENT.

15 MR. HURON: OKAY.

16 THE COURT: I HOPE. NOW, THAT PROJECTS US INTO A
17 FURTHER AREA OF DISCUSSION. IT'S DIFFICULT TO CONCEIVE OF A
18 GROUP OF 650 PEOPLE WHO WOULD NOT BE DIFFERENT. I MEAN I JUST
19 CAN'T CONCEIVE OF THE FACT THAT ALL OF THESE PARTNERS ARE THE
20 SAME. AND CERTAINLY THE ONES THAT I'VE SEEN ARE OBVIOUSLY
21 DIFFERENT.

22 MR. HURON: YES.

23 THE COURT: IN PERSONALITY. I TAKE IT IN BACKGROUND
24 AND EXPERIENCE AND ALL THE REST OF IT. SO ONE HAS TO VIEW,
25 IT SEEMS TO ME, THIS PROBLEM IN TERMS OF SOME ALTERNATIVE.

1 ARE YOU SAYING, IN OTHER WORDS, TO ME THAT THE BOTTOM LINE OF
2 THIS CASE, THAT UNITED STATES FEDERAL JUDGES ARE THE PEOPLE
3 WHO DETERMINE WHO IS A PARTNER IN PRICE WATERHOUSE? BECAUSE,
4 YOU SEE, YOUR ARGUMENT GOES TO THE MEN THAT DIDN'T GET IN
5 EITHER. I MEAN I'M SURE THEY HAVE A LOT OF WHILE MALE PARTNERS
6 WHO BELONG TO THE EPISCOPAL CHURCH, WHO ARE PILLARS OF THEIR
7 COMMUNITY. WELL, THEY'RE ONE OF THE BIGGEST MINORITIES IN THE
8 COUNTRY. AS ONE OF MY BLACK COLLEAGUES SAID TO ME THE OTHER
9 DAY, HOW DO YOU FEEL BEING A MINORITY? AND OF COURSE AT THE
10 PRESENT TIME IN THIS CITY I AM A MINORITY. NOW, THOSE PEOPLE
11 WOULD HAVE THE SAME ARGUMENTS, WOULD THEY NOT, THAT THERE ARE
12 CERTAIN MALES WHO RESENT CERTAIN OTHER TYPES OF MALES? MALES
13 WHO RESENT EFFEMINATE MALES. MALES WHO ARE PUT OFF BY CURSING
14 AND VULGARITY. THERE ARE SUCH PEOPLE. IT DOESN'T APPLY JUST
15 TO VULGARITY ON THE PART OF YOUR CLIENT, IF THERE WAS ANY,
16 IT APPLIES TO VULGARITY GENERALLY. SOME PEOPLE DON'T LIKE
17 VULGARITY. SOME PEOPLE DON'T LIKE PEOPLE WHO DON'T HAVE A
18 RELIGIOUS BACKGROUND, WHO DON'T LIVE BY THE GOLDEN RULE, AND
19 SO I'VE GOT TO THINK ABOUT THIS CASE IN TERMS OF -- I'M TRYING
20 TO FIND WHAT THE SUPREME COURT IS TALKING ABOUT AND I WANT TO
21 CONVEY TO YOU IN A SENSE OF WANTING TO ASSIST YOU, NOT IN A
22 SENSE OF WANTING TO CREATE OBSTACLES IN YOUR WAY, AND I NEED
23 THE HELP FROM THE OTHER SIDE AS WELL.

24 MR. HURON: YES, SIR.

25 THE COURT: BUT I NEED TO GET SOME GUIDANCE BECAUSE

1 I CAN'T LOOK AT THIS CASE AS JUST A CASE. I'VE GOT TO THINK
2 OF WHATEVER STANDARD OR WHATEVER RULE OR WHATEVER RESULT I GET,
3 IT HAS TO HAVE -- I HAVE TO THINK OF HOW IS IT GOING TO AFFECT
4 COMPARABLE SITUATIONS, HOW IS IT GOING TO BE CONSISTENT OR
5 INCONSISTENT WITH THE LAW, PERHAPS WITH THE CONSTITUTION,
6 WHICH ENCOURAGES FREEDOM OF ASSOCIATION. I HAVE TO THINK
7 ABOUT A LOT OF THINGS AND THAT'S WHAT I NEED. A LOT OF HELP.

8 MR. HURON: YOUR HONOR, WE APPRECIATE THE NOVELTY
9 AND THE SIGNIFICANCE OF SOME OF THE ISSUES THAT ARE POSED BY
10 THIS CASE, AND FOR THAT REASON --

11 THE COURT: WELL, I THINK YOU TRIED THE CASE THAT WAY.
12 I THINK YOU TRIED THE CASE IN WHAT I WOULD IDENTIFY AS, FOR
13 LACK OF A BETTER WORD, A NON-SMEARING EFFORT, AND I THINK THE
14 DEFENDANT HAS HANDLED THE CASE THE SAME WAY.

15 MR. HURON: YES, SIR.

16 THE COURT: AND THEREFORE IT PRESENTS A UNIQUE CASE,
17 HOPEFULLY TO DEVELOP SOME STANDARDS AND OF COURSE YOU HAVE YOUR
18 CLIENT'S INTERESTS IN MIND, BUT I NEED, IN ADDITION, AS MUCH
19 HELP AS I CAN GET AND THE MORE I GET INTO THE CASE THE MORE
20 I FEEL THE NEED FOR HELP AND I HOPE I'M CONVEYING A MESSAGE
21 TO YOU THAT --

22 MR. HURON: YOU ARE INDEED.

23 THE COURT: AND I HOPE I AM ALSO TO ABLE COUNSEL ON
24 THE OTHER SIDE BECAUSE THIS LOOKS LIKE IT MAY BE THE FIRST
25 CASE THAT COMES ALONG IN THIS AREA AFTER THE SUPREME COURT

1 THAT ISN'T SO TAINTED WITH OBVIOUS EXCRESENCES THAT SHOULDN'T
2 BE TOLERATED BY A CIVILIZED PERSSON ANYHOW ANY WAY. BUT I
3 WANT TO TRY AT LEAST TO MAKE THE COURT OF APPEALS UNDERSTAND
4 WHAT THE PROBLEM IS AND ALSO WHY AND HOW I'VE RESOLVED IT
5 BECAUSE THAT'S WHERE IT'S GOING AND NO MATTER WHICH WAY I
6 DECIDE IT, AND PERHAPS IT SHOULD. I THINK PROBABLY IT SHOULD.
7 BUT I WANT TO TRY TO PRESENT AS THOUGHTFUL AND AS INTELLIGENT
8 AN ANALYSIS OF MORE THAN JUST WOULD I HAVE MADE HER A PARTNER
9 OR WOULDN'T I, BECAUSE, AFTER ALL, YOU'VE GOT A CASE WHERE A
10 LOT OF THEM WOULD HAVE MADE HER A PARTNER, SOME OF THEM SITTING
11 RIGHT HERE TODAY.

12 MR. HURON: THAT'S CORRECT.

13 THE COURT: AND THAT REALLY IS JUST THE BEGINNING OF
14 THE CASE, NOT THE END OF THE CASE.

15 MR. HURON: YOU HAD SUGGESTED YESTERDAY AFTERNOON
16 THAT THIS WOULD BE A GOOD CASE FOR POST-TRIAL BRIEFING AND
17 WE TALKED ABOUT THAT AFTERWARDS AND AGREED WITH THAT WHOLE-
18 HEARTEDLY FOR THE REASON YOU EXPRESSED BECAUSE IT WILL PRO-
19 VIDE US AN OPPORTUNITY TO BRING THAT UP.

20 THE COURT: THE REASON I BROUGHT THAT UP NOW IN THIS
21 WAY IS BECAUSE I THINK IT RELATES PARTICULARLY TO THIS EXPERT
22 TESTIMONY, IF IT IS TAKEN, AND -- ON BOTH SIDES, AND SO I'M
23 THROUGH TALKING. I'VE PERHAPS TALKED TOO MUCH ALREADY.

24 9:30 TOMORROW.

25 MR. HURON: THANK YOU, YOUR HONOR.

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(WHEREUPON, THE PROCEEDINGS IN THE ABOVE-ENTITLED
MATTER WERE RECESSED AT 4:15 P. M. TO RE-COMMENCE AT 9:30,
MARCH 28, 1985)

CERTIFICATE OF OFFICIAL REPORTER

IT IS CERTIFIED BY THE UNDERSIGNED OFFICIAL COURT
REPORTER OF THE UNITED STATES DISTRICT COURT FOR THE DISTRICT
OF COLUMBIA THAT THE FOREGOING IS THE OFFICIAL RECORD OF THE
PROCEEDINGS INDICATED.

Santa Theresa Zizzo
SANTA THERESA ZIZZO