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VIA CM/ECF

August 11, 2017

The Honorable José L. Linares
Chief Judge, U.S. District Court
Room 5054
M.L. King, Jr. Fed. Bldg & U.S. Cthse.
50 Walnut Street
Newark, New Jersey 097012

Re: *WILLIAMS, ET AL. V. BASF CATALYSTS LLC, ET AL.*
Case No. 2:11-cv-1754-JLL-JAD

Dear Chief Judge Linares:

Pursuant to your Honor's request, kindly accept this letter in response to the August 8, 2017 letter from counsel for defendants Cahill Gordon & Reindel LLP, Howard G. Sloane, Ira Dembrow, and BASF Catalysts LLC [Dkt. No. 336] requesting that the Court appoint a different special master. The bases for that request are two-fold, as follows:

1. **WILLIAMS & CONNOLLY LLP'S REPRESENTATION OF BALLARD SPAHR LLP.** According to the August 8, 2017 letter, "Williams and Connolly, who is lead counsel for Defendants Cahill Gordon & Reindel LLP (f/k/a Cahill Gordon & Reindel), Howard G. Sloane, and Ira J. Dembrow, currently is representing Ballard Spahr [LLP] in the pending lawsuit, *Ballard Spahr LLP v. Symphony Health Solutions Corp., et al.*, Civil Action No. 01565 (May Term, 2016) (Philadelphia Court of Common Pleas – Trial Division)." Based on that representation -- and, without more -- the August 8, 2017 letter concludes that "Williams & Connolly has a fiduciary relationship to both Cahill [Gordon & Reindel LLP] and Ballard [Spahr LLP]."

When your Honor inquired as to my availability to serve as a special master in this matter, my acceptance was conditioned on the results of a conflicts check. To aid in conducting that conflicts check, the Court was kind enough to send me the list of parties and counsel appearing on the docket. Tellingly, neither Williams & Connolly LLP nor any of its lawyers was listed as counsel of record on that docket; upon receipt of the August 8, 2017 letter, I ran an updated version of the docket and, again, neither Williams & Connolly LLP nor any of its lawyers is listed as counsel of record on the docket. For that reason, Williams & Connolly LLP was not among the persons/entities that were the subject of our conflicts search. Moreover, since then, I also have received automatic messages generated by the CM/ECF

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system whenever there has been a filing in this case, and neither Williams & Connolly LLP nor any of its lawyers is listed as counsel to whom electronic notice is sent.

Upon receipt of the August 8, 2017 letter, I made additional inquiries and confirmed that Williams & Connolly LLP does represent Ballard Spahr LLP in *Symphony Health Solutions*; that action is handled through our Philadelphia office and Ballard Spahr LLP's general counsel -- William A. Slaughter -- is the lawyer responsible for interfacing with Williams & Connolly LLP. Mr. Slaughter advises that he has been in contact with the lawyers at Williams & Connolly LLP and they have advised him that Williams & Connolly LLP has implemented a screening mechanism -- an ethical "wall" as it were -- segregating its lawyers working on *Symphony Health Solutions* from those working on this case. I have no involvement whatsoever in either the conduct of that litigation or the underlying events that give rise to that litigation; as a prophylactic measure, and in an abundance of caution, we too will implement an appropriate screening mechanism between me (and any Ballard Spahr lawyer who assists me in performing my special master duties) and those Ballard Spahr lawyers from the Philadelphia office who are engaged or otherwise involved in *Symphony Health Solutions*.

Finally, to the extent Williams & Connolly LLP has dual fiduciary duties, their duties have no effect on my ability to serve as a special master, and Williams & Connolly LLP's representation of Ballard Spahr LLP in *Symphony Health Solutions* does not and will not impair my fairness or impartiality in this case.

For the foregoing reasons, I respectfully suggest that Williams & Connolly LLP's representation of Ballard Spahr LLP in an entirely unrelated matter does not disqualify me from serving as a special master in this case.

2. PRIOR AFFILIATION WITH FOX ROTHSCHILD LLP. The August 8, 2017 letter also takes issue with my prior affiliation with Fox Rothschild LLP, one of the law firms representing plaintiffs in this action. As stated in the August 8, 2017 letter, "Justice Rivera-Soto, prior to his appointment to the bench in 2004, was a partner at Fox Rothschild LLP." Those facts, as far as they go, are true; they also were disclosed to and discussed with the Court in its consideration of me in respect of serving as a special master.

I resigned as a partner at Fox Rothschild LLP effective August 31, 2004, almost 13 years ago; I was sworn in as a Justice of the Supreme Court of New Jersey the following day. During my service on the Supreme Court of New Jersey, I recused myself from all Fox Rothschild cases, not because I had to, but for two separate reasons: my concern about appearances, and one of my colleagues on the Court was and remains married to one of my former partners at Fox Rothschild LLP. I inquired then as to what the recusal practice was, and I was informed that it was a matter of personal preference, with some members of the

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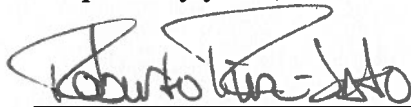
judiciary being willing to hear cases from their former law firms from the outset, while others placed a moratorium of differing lengths on hearing cases from their former law firms. Interestingly, the longest moratorium I could identify then was five years. Now, 13 years later -- and after six years at a competing law firm -- it is difficult to ascertain how my prior relationship with Fox Rothschild LLP has any relevance here.

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In sum, I respectfully submit that neither of the concerns raised in the August 8, 2017 letter disqualifies me from serving as a special master in this case. Neither Williams & Connolly LLP's representation of Ballard Spahr LLP in *Symphony Health Solutions* nor my long-ago relationship with Fox Rothschild LLP will impair my ability to serve as a special master in this case. I am and remain fully prepared to discharge the duties and responsibilities of a special master in this case fairly and impartially.

Of course, I gladly will submit to whatever determination the Court may reach in respect of my continued service as a special master, and, again, I thank your Honor for the privilege and honor to serve.

Respectfully yours,



Roberto A. Rivera-Soto

cc: The Honorable Joseph A. Dickson, U.S. Magistrate Judge (VIA CM/ECF)
To all counsel (VIA CM/ECF)