

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

RUBY FREEMAN	
and	Civil Action No. 21-3354 (BAH)
WANDREA MOSS,	Judge Beryl A. Howell
Plaintiffs,	
v.	
RUDOLPH W. GIULIANI,	
Defendant.	

**PLAINTIFFS’ SUBMISSION DETAILING THE COSTS AND FEES INCURRED IN
PREPARING THE MOTION TO COMPEL DEFENDANT GIULIANI
AND THE RELATED MAY 19 HEARING**

On June 23, 2023, the Court granted Plaintiffs’ Motion to Compel Defendant Giuliani (ECF No. 44) (the “Motion”) and granted Plaintiffs’ request for attorneys’ fees and expenses. Minute Order June 23, 2023. The Court ordered Plaintiffs to make a submission detailing the costs and fees incurred in preparation of the Motion and the May 19, 2023 hearing concerning the Motion (the “May 19 Hearing”).¹ Plaintiffs respectfully make this submission detailing those costs and

¹ The Court originally ordered Plaintiffs to file this submission by June 30, 2023. After Plaintiffs filed an unopposed Motion for Extension of Time on June 30, the Court granted Plaintiffs’ motion the same day via Minute Order and ordered that Plaintiffs file this submission by July 5, 2023.

fees and requesting an award as detailed below.²

I. FACTUAL BACKGROUND

As the Court is well aware, Plaintiffs' efforts leading up to the granting of the Motion extend far beyond the preparation of the Motion, the Reply in Support of the Motion (ECF No. 56) (the "Reply"), and the May 19 Hearing. Plaintiffs' counsel have been working since at least early March of this year to resolve the disputed issues identified in the Motion and continued their work concerning the Motion through June 14th when Plaintiffs submitted a Combined Opposition to Defendant Giuliani's Motion for Reconsideration and Response to Defendant's Declaration (ECF No. 64) (the "June 14 Opposition"). For that reason, Plaintiffs briefly outline *all* of Plaintiffs' efforts regarding Defendant Giuliani's failure to comply with his discovery obligations, including the preparation of the Motion, the Reply, and the May 19 Hearing:

- On March 17, 2023, following months of unsuccessful efforts to address Defendant Giuliani's discovery deficiencies through consultations and negotiations with counsel, Plaintiffs submitted a joint email seeking a telephonic conference regarding Defendant's failure to comply with his discovery obligations and seeking leave to file a motion to compel (the "March 17 Email").
- On March 20, Plaintiffs submitted a detailed explanation of and timeline for the discovery issues in dispute, as directed by the Court in a Minute Order dated March 20 (ECF No. 36) (the "March 20 Submission").
- On March 21, Plaintiffs' participated in a telephonic discovery conference before this Court (the "March 21 Hearing").
- On April 10, the parties submitted a joint status report detailing that Defendant Giuliani had not complied with the Court's Minute Order dated March 21 (ECF No. 42) (the "April 10 JSR").

² The attached Declaration of Michael Gottlieb ("Gottlieb Decl.") and Exhibit A provide a detailed accounting of the attorneys' fees sought by Plaintiffs, including the hours billed, the work associated with those hours, the attorneys who conducted the work, and the attorneys' reasonable hourly rates. (Gottlieb Decl.; Ex. A.)

- On April 17, Plaintiffs submitted the Motion pursuant to the Court’s Minute Order dated April 11.
- On May 8, Plaintiffs submitted the Reply.
- On May 19, the Court held an in-person discovery conference lasting nearly three hours.
- On June 14, Plaintiffs submitted the June 14 Opposition.

II. LEGAL STANDARD

Rule 37(b)(2)(C) requires the award of “reasonable expenses, including attorney’s fees.” Fed. R. Civ. P. 37(b)(2)(C). As the D.C. Circuit has noted, “the basic formula for calculating an attorney fee award seems straightforward: multiply the number of hours reasonably exp[e]nded in litigation by a reasonable hourly rate or lodestar.” *DL v. District of Columbia*, 924 F.3d 585, 588 (D.C. Cir. 2019) (internal quotations omitted); see *Walker v. District of Columbia*, 317 F.R.D. 600, 606 (D.D.C. 2016) (applying “lodestar method” of multiplying “a reasonable hourly rate by a reasonable number of hours expended”) (quoting *Tequila Centinela, S.A. de C.V. v. Bacardi & Co. Ltd.*, 248 F.R.D. 64, 68 (D.D.C. 2008)). “The Supreme Court has offered guidance about how to perform that calculation, explaining that ‘reasonable fees’ are those grounded in rates ‘prevailing in the community for similar services by lawyers of reasonably comparable skill, experience and reputation.’” *DL*, 924 F.3d at 588. Pro bono counsel, who normally do not bill at hourly rates, are still “entitled to be compensated at market rates” in connection with work associated with motions to compel. *Maledo v. D.C. Jail Facility*, 252 F.R.D. 63, 65 (D.D.C. 2008) (citing *Blum v. Stenson*, 465 U.S. 886, 895 n.11 (1984)); see *Thomas v. Moreland*, No. CV 18-800 (TJK), 2022 WL 2168109, at *6 n.4 (D.D.C. June 16, 2022) (“[C]ourts have rejected the contention, in situations analogous to Rule 37 sanctions, that [parties] represented on a pro bono basis are not entitled to attorneys’ fees’ or ‘should receive a reduced amount.’”) (quoting *Nat’l Laws. Guild v. Att’y Gen.*, 94 F.R.D. 616, 618 (S.D.N.Y. 1983)); *Mattachine Soc’y of Washington, DC v. U.S. Dep’t of Just.*,

406 F. Supp. 3d 64, 70 (D.D.C. 2019) (noting work performed on a pro bono basis “is not a bar to recovering attorneys’ fees, as courts frequently award costs and fees in *pro bono* cases”).

III. ARGUMENT

Plaintiffs respectfully submit that, under the existing authorities cited *supra*, this Court has discretion to require Defendant Giuliani to pay the fees incurred by counsel for Plaintiffs at prevailing market rates in connection with *all* efforts that culminated in the granting of the Motion. These efforts include the March 17 Email, the March 20 Submission, the March 21 Hearing, the April 10 JSR, the Motion, the Reply, the May 19 Hearing, the June 14 Opposition, and the time spent on this submission.

Nonetheless, for expediency of the Court, Plaintiffs only seek repayment for a *portion* of the total hours expended and fees incurred in connection with the granting of the Motion and submit only a *portion* of the hours directly associated with the Motion, the Reply, the May 19 Hearing, and the June 14 Opposition, which amounts to 147.5 hours of billed time. (Gottlieb Decl. ¶ 13.) Applying Willkie Farr & Gallagher LLP’s (“Willkie”) standard rates would result in a fee award (when combined with the presumed rates applicable to counsel from Protect Democracy) of \$185,268.90. That said, Plaintiffs recognize that this Court, in other cases, has applied an alternative framework for fee awards—namely, an LSI-adjusted *Laffey* Matrix. *See Eley v. District of Columbia*, 999 F. Supp. 2d 137 (D.D.C. 2013) (J. Howell). Plaintiffs respectfully submit that this Court can and should apply *Eley* to the hours detailed in this Motion and accompanying declaration, and enter an award of fees based on the application of the LSI-adjusted *Laffey* Matrix.

A. Plaintiffs’ Claimed Hours Are Reasonable.

The number of hours claimed by Plaintiffs are reasonable.³ Counsel for Plaintiffs claim 68.3 hours in connection with drafting the Motion, 39.3 hours in connection with drafting the Reply, and 22.3 hours in connection with drafting the June 14 Opposition. (Ex. A. Part I.A-B, D.) As to the time claimed in connection with the Motion itself, this work occurred in two phases. Plaintiffs began researching and drafting the Motion in March in order to have the basis to seek the initial telephonic Court conference on March 21, 2023. (Gottlieb Decl. ¶ 12.) Plaintiffs then continued to revise and finalize the Motion following the Court’s April 11, 2023 Minute Order setting a briefing schedule for the Motion. (*Id.*) This time—which Plaintiffs have reduced considerably from the actual total by excluding hours of certain attorneys and staff—was necessary to conduct adequate legal research and to draft well-reasoned arguments to apprise the Court of the relevant discovery dispute, as well as to respond to arguments raised by Defendant Giuliani in his filings and at the May 19 Hearing. (*Id.* ¶¶ 11, 13.) The hours claimed by Plaintiffs also compare favorably with numbers of hours that Courts in this District have deemed reasonable for drafting comparable motions and replies. *See, e.g., Borum v. Brentwood Vill., LLC*, No. CV 16-1723 (RC), 2020 WL 5291982, at *6 (D.D.C. Sept. 4, 2020) (finding “112.8 hours researching and preparing two briefs, reviewing evidence, conferring with opposing counsel, and preparing to argue the motion” was reasonable, particularly in light of movants “requesting fewer than half” their total hours expended); *Robinson v. District of Columbia*, 341 F. Supp. 3d 97, 123 (D.D.C. 2018) (finding 40 hours spent on fee petition was “reasonable” and “award[ing] the full amount requested”); *McNeil v. District of Columbia*, 233 F. Supp. 3d 150, 162–63 (D.D.C. 2017)

³ All hours claimed by Plaintiffs were recorded pursuant to the customary time-keeping practices utilized in other matters which counsel for Plaintiffs provided legal services. (Gottlieb Decl. ¶ 9.)

(awarding plaintiffs 50 hours in fees for work billed on prior fee proceeding); *United States v. Dynamic Visions Inc.*, 307 F.R.D. 299, 304 (D.D.C. 2015) (finding reasonable 126.5 hours billed where plaintiff had to “deal[] with Defendants’ repeated noncompliance with Plaintiff’s discovery requests and the Court’s discovery orders”).

Plaintiffs further claim 17.6 hours in relation to the May 19 Hearing. (Ex. A. Part I.C.) On May 10, 2023, the Court ordered the parties to attend an in-person discovery hearing on the Motion, which occurred on May 19. Minute Order May 10, 2023. Counsel for Plaintiffs spent substantial time and resources preparing for and participating in the more than three-hour May 19 Hearing. This time is reasonable and was necessary given the complexity of the discovery dispute and the facts at hand, including Defendant Giuliani’s fluid explanations as to why he was unable to comply with his discovery obligations. This time includes only a portion of the time expended by the arguing attorney, Meryl Governski, and does not account for the substantial time and efforts expended by other counsel for Plaintiffs in assisting with preparation for the May 19 Hearing. (Gottlieb Decl. ¶¶ 11, 13; Ex. A Part I.C.) Given the complexity of the factual record discussed at the May 19 Hearing, this time compares favorably to the number of hours that courts in this District have assessed as reasonable in similar settings. *See, e.g., Thomas v. Moreland*, No. CV 18-800 (TJK), 2022 WL 2671272, at *7–8 (D.D.C. Mar. 4, 2022) (finding reasonable 4.5 hours “expended preparing to argue the sanctions motion” where attorney actually billed 9 hours total for preparation); *Mafa v. Clean House, Inc.*, No. CIV.A. 12-0040 ESH, 2012 WL 1450181, at *1–2 (D.D.C. Apr. 26, 2012) (finding reasonable 3.5 hours spent preparing for and attending an evidentiary hearing at which “[d]efendant did not appear”).

B. Plaintiffs’ Claimed Hourly Rate is Reasonable.

Plaintiffs’ claimed hourly rates are likewise reasonable. As the Court is aware, Plaintiffs are represented by counsel from multiple firms and organizations, including Willkie and Protect

Democracy. (Gottlieb Decl. ¶¶ 5–9, 11.) Consequently, counsel from Willkie and Protect Democracy routinely work together to draft filings and prepare for hearings, including the Motion, the Reply, the May 19 Hearing, and the June 14 Opposition. Accordingly, Plaintiffs’ reasonable claimed hourly rates differ for counsel from Willkie and counsel from Protect Democracy. (*Id.* ¶¶ 15–16, 21; Ex. A Part II.A-B.)

In determining whether an hourly rate is reasonable, the D.C. Circuit looks to “(1) the attorney’s billing practices, (2) the attorney’s skill, experience, and reputation and (3) the prevailing market rates in the community.” *Reed v. District of Columbia*, 843 F.3d 517, 521 (D.C. Cir. 2016) (internal quotations omitted, cleaned up) (quoting *Covington v. District of Columbia*, 57 F.3d 1101, 1107 (D.C. Cir. 1995)). As to the first factor, courts in this Circuit have held that fee applicants must “show the rates that [they] . . . ‘customarily charge[] clients’” and that “an attorney’s usual billing rate is presumptively the reasonable rate.” *12 Percent Logistics, Inc. v. Unified Carrier Registration Plan Board*, No. 17-CV-02000 (APM), 2020 WL 7248347, at *2 (D.D.C. Dec. 9, 2020) (quoting *Covington*, 57 F.3d at 1103; *Kattan ex rel. Thomas v. District of Columbia*, 995 F.2d 274, 278 (D.C. Cir. 1993)). And as to the third factor, “a firm’s actual rate ‘is presumptively the market rate for its services’ given the skills, experience, and reputation of [its] attorneys.” *Wye Oak Tech. Inc. v. Republic of Iraq*, 557 F. Supp. 3d 65, 91 (D.D.C. 2021) (quoting *Adolph Coors Co. v. Truck Ins. Exch.*, 383 F. Supp. 2d 93, 98 (D.D.C. 2005)); *Yazdani v. Access ATM*, 474 F. Supp. 2d 134, 138 (D.D.C. 2007) (“[T]he best measure of what the market will allow are the rates actually charged by the two firms representing these litigants.”); *Nat’l Ass’n of Concerned Veterans v. Sec’y of Def.*, 675 F.2d 1319, 1326 (D.C. Cir. 1982) (finding “actual rate that . . . counsel can command in the market is itself highly relevant proof of the prevailing community rate.”).

1. Willkie Farr & Gallagher LLP

The hourly rates attached to each attorney listed for Willkie reflect the same rates that Willkie charges its clients for legal services in other matters. (Gottlieb Decl. ¶¶ 3, 15.) These rates reflect the training, skill, experience, and reputation of the attorneys that work for the firm and align with the prevailing market rates of similarly situated law firms that practice the same type of complex federal litigation as Willkie. (*Id.* ¶¶ 3–7.) Such hourly rates are particularly reasonable here due to Defendant Giuliani’s inappropriate actions and noncompliance in the lead-up to the granting of the Motion, including—but not limited to—canceling two scheduled depositions, providing patently deficient answers to the Court in the March 21st telephonic discovery hearing and the May 19 Hearing, submitting an inadequate report in response to this Court’s March 21 Minute Order (ECF No. 40), filing a deficient declaration in violation of this Court’s May 19 Minute Order (ECF No. 60), and filing a Motion for Reconsideration of the May 19 Minute Order (ECF No. 61) that cited irrelevant changed factual circumstances and no new law. Defendant Giuliani’s dilatory tactics impeded discovery in this case, forced Plaintiffs to expend considerable hours in responding to frivolous arguments, and wasted the Court’s time and resources. Further, Plaintiffs are submitting only a portion of the total hours expended in connection with the granting of the Motion, justifying payment at Willkie’s customary hourly rates. (Gottlieb Decl. ¶ 11.) Accordingly, the below hourly rates claimed by counsel at Willkie are “presumptively the reasonable rate[s]” applicable to this case, *12 Percent Logistics*, 2020 WL 7248347, at *2:

- Meryl C. Governski – \$1,450 per hour
- Annie Houghton-Larsen – \$1,185 per hour
- Timothy P. Ryan – \$1,125 per hour

(Gottlieb Decl. ¶¶ 3–7; Ex. A Part II.A.)

2. Protect Democracy

The appropriate rates for Protect Democracy’s time in this case are those listed in the Legal Services Index (“LSI”)-adjusted *Laffey* Matrix,⁴ which “is based on a . . . sample of rates charged by sophisticated federal-court practitioners in the District of Columbia.” *DL*, 924 F.3d at 587. The LSI-adjusted *Laffey* Matrix is widely used by courts in the D.C. Circuit to calculate fees in “complex federal litigation in D.C.” *Feld v. Fireman’s Fund Ins. Co.*, No. CV 12-1789 (JDB), 2020 WL 1140673, at *6 (D.D.C. Mar. 9, 2020) (internal quotations omitted). Courts routinely use the LSI-adjusted *Laffey* Matrix to calculate reasonable fees for non-profit organizations in pro bono litigation. *See Citizens for Responsibility & Ethics in Wash. v. U.S. Dep’t of Just.*, 80 F. Supp. 3d 1, 3–5 (D.D.C. 2015) (“agree[ing] with Judge Howell that the LSI-adjusted *Laffey* matrix” was appropriate to calculate reasonable fees for non-profit organization); *Eley*, 999 F. Supp. 2d at 159 (noting “there are clear signals . . . that some version of the *Laffey* matrix is presumptively reasonable in civil rights litigation”); *Mattachine*, 406 F. Supp. 3d at 70–71 (applying LSI-adjusted *Laffey* Matrix in pro bono litigation). And this Court (correctly) predicted the current rule that applying the LSI-adjusted *Laffey* Matrix in “civil rights litigation” is appropriate. *Eley*, 999 F. Supp. 2d at 159.

This case clearly qualifies as “complex federal litigation.” “There is no precise definition for ‘complex federal litigation,’ but courts in this district have identified certain “elements that tend to make a case ‘complex,’ such as procedural complexity, time-consuming delays, and multiple in-court hearings.” *Thomas*, 2022 WL 2168109, at *4 (quoting *Feld*, 2020 WL 1140673, at *6). In *Thomas*, where the LSI-adjusted *Laffey* Matrix was applied, the Court concluded that a

⁴ *See Laffey Matrix*, <http://www.laffeymatrix.com/see.html>. The LSI-adjusted *Laffey* Matrix is routinely updated for inflation based on the Legal Services Component of the Consumer Price Index, as produced by the Department of Labor’s Bureau of Labor Statistics. *See id.*

one-count defamation lawsuit removed to federal court qualified as complex because the case “ha[d] been ongoing for more than four years and ha[d] been procedurally very complex, with multiple discovery disputes and hearings, extensive motions practice, and even a recalcitrant plaintiff who violated a discovery order.” *Id.* (internal quotation marks omitted). The same is true here. This case has been ongoing for more than a year and a half, and Defendant’s refusal to engage in basic discovery has necessitated multiple rounds of motions practice, numerous discovery disputes, several hearings and numerous depositions. *See id.* at *4. Defendant Giuliani’s inappropriate actions and noncompliance in the lead-up to the granting of the Motion are detailed above. *See supra* p. 8.

Accordingly, the LSI-adjusted *Laffey* Matrix sets presumptively reasonable hourly rates applicable to the work conducted in this case by counsel for Protect Democracy, and pursuant to the most updated version of the LSI-adjusted *Laffey* Matrix, the below hourly rate for counsel at Protect Democracy is presumptively reasonable:

- John Langford – \$733 per hour (8–10 years of experience)

(Gottlieb Decl. ¶ 8; Ex. A. Part II.A.)

3. Total Fee Award Requested

The above reasonable hourly rates multiplied by the reasonable number of hours expended by each of Plaintiffs’ Counsel that worked on the Motion, the Reply, the May 19 Hearing, and the June 14 Opposition results in the following reasonably claimed attorneys’ fees:

- Meryl C. Goverski – \$82,650 (\$1,450 per hour times 57.0 hours)
- Annie Houghton-Larsen – \$64,701 (\$1,185 per hour times 54.6 hours)
- Timothy P. Ryan – \$33,300 (\$1,125 per hour times 29.6 hours)
- John Langford – \$4,617.90 (\$733 per hour times 6.3 hours)

(Ex. A. Part III.A.) Following this approach, the total reasonably claimed attorneys' fees would amount to an award of \$185,268.90 in attorneys' fees. *See DL*, 924 F.3d at 588.

While Plaintiffs generally would prefer an award based on standard rates, Plaintiffs also recognize that this Court has, in similar cases, applied the LSI-adjusted *Laffey* Matrix. In light of the pro bono nature of this representation, as well as the presence of attorneys from both private law firms and a public interest organization, Plaintiffs have no objection to this Court applying the LSI-adjusted *Laffey* Matrix for all attorneys for whom Plaintiffs now claim fees. *See, e.g., Thomas*, 2022 WL 2168109, at *4; *cf. Citizens for Resp. & Ethics in Wash.*, 80 F. Supp. 3d at 4.⁵ The authorities cited above, as well as the cases cited therein, provide ample authority for this Court to apply the LSI-adjusted *Laffey* Matrix here. Doing so would result in the following fees:

- Meryl C. Governski – \$41,781 (\$733 per hour times 57.0 hours)
- Annie Houghton-Larsen – \$27,736.80 (\$508 per hour times 54.6 hours)
- Timothy P. Ryan – \$15,036.80 (\$508 per hour times 29.6 hours)
- John Langford – \$4,617.90 (\$733 per hour times 6.3 hours)

(Ex. A. Part III.B.)

* * *

For the foregoing reasons, Plaintiffs respectfully move this Court to award \$89,172.50 in attorneys' fees.

⁵ Buttressing the reasonableness of the LSI-adjusted *Laffey* Matrix is the fact that those rates are *substantially* lower than the rates typically billed by attorneys at Willkie Farr. *Thomas*, 2022 WL 2168109, at *5 (finding LSI-adjusted *Laffey* Matrix rates to be reasonable, given that they were lower than rates billed by a major law firm); (*see* Gottlieb Decl. ¶¶ 3–7) (listing Willkie Farr's typical rates).

Dated: July 5, 2023

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CERTIFICATE OF SERVICE

I hereby certify that on July 5, 2023, a copy of the foregoing document was emailed to Joseph D. Sibley IV at sibley@camarasibley.com via ECF notifications.

Dated: July 5, 2023

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EXHIBIT A

I. Work Performed¹**A. Plaintiffs' Motion to Compel Defendant Giuliani**

Date	Attorney	Narrative	Hours
03/07/23	Annie Houghton-Larsen	Reviewing draft fact section of omnibus motion to compel Giuliani (1.4); Providing edits and comments re the same (0.4).	1.8
03/08/23	Meryl C. Governski	Review and edit motion to compel R. Giuliani (1.3).	1.3
03/08/23	Annie Houghton-Larsen	Reviewing and revising omnibus motion to compel Giuliani (1.0); Legal research re the same (1.7).	2.7
03/08/23	Timothy P. Ryan	Draft insert for motion to compel R. Giuliani (1.6).	1.6
03/09/23	Meryl C. Governski	Review and revise motion to compel R. Giuliani (2.2).	2.2
03/09/23	Annie Houghton-Larsen	Drafting omnibus motion to compel Giuliani (4.0); Legal research re the same (3.0).	7.0
03/10/23	Meryl C. Governski	Review and revise motion to compel Giuliani (5.3).	5.3
03/10/23	Annie Houghton-Larsen	Revising omnibus motion to compel Giuliani (2.2); Legal research re the same (2.0).	4.2
03/12/23	Annie Houghton-Larsen	Revising omnibus motion to compel Giuliani (2.6).	2.6
03/14/23	John Langford	Review initial draft of motion to compel and insert edits and comments (1.9).	1.9
03/27/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (1.5).	1.5
03/28/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (0.5); Phone call with J. Langford to discuss motion to compel (0.2).	0.7
04/03/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (1.2).	1.2
04/04/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (0.7).	0.7
04/07/23	Timothy P. Ryan	Draft motion to compel Giuliani (3.4).	3.4
04/10/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (3.0).	3.0
04/11/23	Annie Houghton-Larsen	Reviewing and revising omnibus motion to compel Giuliani (1.0).	1.0

¹ Counsel for Plaintiffs billed more than 300 total hours in connection with the Motion to Compel Defendant Giuliani, the Reply in Support of Plaintiffs' Motion to Compel Defendant Giuliani, the May 19 Discovery Hearing, and Plaintiffs' Combined Opposition to Defendant Giuliani's Motion for Reconsideration and Response to Defendant's Declaration, but submit only 147.5 hours here for reimbursement.

04/11/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (1.2).	1.2
04/12/23	Annie Houghton-Larsen	Reviewing and revising omnibus motion to compel Giuliani (0.7).	0.7
04/12/23	John Langford	Review motion to compel and circulate edits (1.1).	1.1
04/13/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (2.5).	2.5
04/14/23	Meryl C. Governski	Update and draft motion to compel Giuliani (2.5).	2.5
04/14/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (2.3).	2.3
04/15/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (3.6).	3.6
04/16/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (1.4).	1.4
04/17/23	Meryl C. Governski	Edit and finalize motion to compel Giuliani, including restructuring argument and reviewing declaration and exhibits (3.9).	3.9
04/17/23	Annie Houghton-Larsen	Reviewing and revising omnibus motion to compel Giuliani (0.5).	0.5
04/17/23	Timothy P. Ryan	Revise draft of motion to compel Giuliani (2.3); Draft declaration in support of motion to compel (1.5); Prepare exhibits for motion to compel (1.4); Prepare motion to compel for filing (1.3).	6.5
Subtotal for Plaintiffs' Motion to Compel Defendant Giuliani:			68.3

B. Reply in Support of Plaintiffs' Motion to Compel Defendant Giuliani

Date	Attorney	Narrative	Hours
05/02/23	Annie Houghton-Larsen	Reviewing Giuliani opposition to motion to compel (1.5); Drafting outline to reply in support of motion to compel (4.0); Beginning to draft reply re the same (2.0); Legal research re the same (1.5).	9.0
05/02/23	John Langford	Review outline of motion to compel reply (0.5).	0.5
05/03/23	Annie Houghton-Larsen	Continuing to draft and revise reply in support of motion to compel (3.0); Legal research re the same (2.0).	5.0
05/03/23	John Langford	Review and revise motion to compel reply (1.7).	1.7
05/04/23	Meryl C. Governski	Provide edits and feedback to Reply ISO motion to compel (6.5).	6.5
05/04/23	Annie Houghton-Larsen	Revising reply to motion to compel (5.0); Reviewing correspondence re forensics declaration (1.0).	6.0
05/05/23	Annie Houghton-Larsen	Continuing to revise reply in support of motion to compel (0.8).	0.8

05/06/23	Annie Houghton-Larsen	Revising reply to motion to compel (1.3).	1.3
05/08/23	Annie Houghton-Larsen	Finalizing reply in support of motion to compel Giuliani (8.5).	8.5
Subtotal for Reply In Support of Plaintiffs' Motion to Compel Defendant Giuliani:			39.3

C. May 19 Discovery Hearing

Date	Attorney	Narrative	Hours
05/15/23	Meryl C. Governski	Prepare for MTC hearing, including review of case law for motion to compel (1.2).	1.2
05/16/23	Meryl C. Governski	Draft opening statement for motion to compel hearing and prepare re the same (2.2).	2.2
05/17/23	Meryl C. Governski	Prepare for hearing on motion to compel (4.1).	4.1
05/18/23	Meryl C. Governski	Prepare for motion to compel hearing (4.9).	4.9
05/19/23	Meryl C. Governski	Prepare for and participate in motion to compel hearing (5.2).	5.2
Subtotal for May 19 Discovery Hearing:			17.6

D. Plaintiffs' Combined Opposition to Defendant Giuliani's Motion for Reconsideration and Response to Defendant's Declaration

Date	Attorney	Narrative	Hours
05/31/23	Meryl C. Governski	Review incoming Giuliani declaration and motion for reconsideration and draft opposition and response re the same (3.8).	3.8
06/02/23	Meryl C. Governski	Draft opposition to motion for reconsideration (2.0).	2.0
06/06/23	Meryl C. Governski	Draft response to Giuliani declaration and opposition to motion for reconsideration (9.1).	9.1
06/06/23	Annie Houghton-Larsen	Continuing to draft supplement to omnibus motion to compel (1.0).	1.0
06/08/23	Annie Houghton-Larsen	Reviewing legal research re financial discovery for supplement to omnibus motion to compel (0.5).	0.5
06/13/23	John Langford	Review opposition to motion for reconsideration (1.1).	1.1
06/14/23	Meryl C. Governski	Final review of opposition to motion for reconsideration and supplemental filing (2.8).	2.8
06/14/23	Annie Houghton-Larsen	Finalizing opposition to motion for reconsideration and supplement to omnibus motion to compel (2.0).	2.0
Subtotal for Plaintiffs' Combined Opposition to Defendant Giuliani's Motion for Reconsideration and Response to Defendant's Declaration:			22.3

II. Reasonable Hourly Rates**A. Willkie Farr & Gallagher LLP's Customary Hourly Rates**

Attorney	Position	Hourly Rate
Meryl C. Governski	Partner	\$1,450
Annie Houghton-Larsen	Fifth Year Associate	\$1,185
Timothy P. Ryan	Fourth Year Associate	\$1,125

B. Hourly Rates Under the LSI-Adjusted *Laffey* Matrix

Attorney	Years Out of Law School	Hourly Rate
Meryl C. Governski	8-10 years	\$733
Annie Houghton-Larsen	4-7 years	\$508
Timothy P. Ryan	4-7 years	\$508
John Langford	8-10 years	\$733

III. Total Attorneys' Fees**A. Total Attorneys' Fees Based On Willkie Farr & Gallagher LLP's Customary Hourly Rates and for John Langford, Based on the LSI-Adjusted *Laffey* Matrix.**

Attorney	Hours	Rate	Fees
Meryl C. Governski	57.0	\$1,450	\$82,650
Annie Houghton-Larsen	54.6	\$1,185	\$64,701
Timothy P. Ryan	29.6	\$1,125	\$33,300
John Langford	6.3	\$733	\$4,617.90

B. Total Attorneys' Fees Based On the LSI-Adjusted *Laffey* Matrix.

Attorney	Hours	Rate	Fees
Meryl C. Governski	57.0	\$733	\$41,781
Annie Houghton-Larsen	54.6	\$508	\$27,736.80
Timothy P. Ryan	29.6	\$508	\$15,036.80
John Langford	6.3	\$733	\$4,617.90

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

RUBY FREEMAN, <i>et al.</i> , Plaintiffs, v. RUDOLPH W. GIULIANI, Defendant.	Case No. 1:21-cv-03354 (BAH) Judge Beryl A. Howell
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**DECLARATION OF MICHAEL J. GOTTLIEB IN SUPPORT OF PLAINTIFFS’
SUBMISSION DETAILING THE COSTS AND FEES INCURRED IN PREPARING
THE MOTION TO COMPEL DEFENDANT GIULIANI
AND THE RELATED MAY 19 HEARING**

I, Michael J. Gottlieb, pursuant to 28 U.S.C. § 1746 hereby declare as follows:

1. I am over 18 years of age, of sound mind, and otherwise competent to make this Declaration. The evidence set out in the following Declaration is based on my personal knowledge.

2. I represent Plaintiffs Ruby Freeman and Wandrea’ ArShaye Moss in the above-captioned case, and submit this Declaration in support of the Plaintiffs’ Submission Detailing the Costs and Fees Incurred in Preparing the Motion to Compel Defendant Giuliani and the Related May 19 Hearing.

3. I am a Partner in Willkie Farr & Gallagher LLP’s (“Willkie”) Washington D.C. office. I serve on the firm’s Executive Committee, and serve as Co-Chair of Willkie Farr & Gallagher LLP’s Media & First Amendment Practice Group, as well as the Strategic Motions and Appeals Practice Group. As part of my practice and administrative responsibilities at the firm, I

have gained familiarity with the market rates charged by law firms comparable to Willkie in terms of size, experience, and reputation.

4. Willkie Farr & Gallagher LLP is an international law firm founded in 1888, with more than 1,300 attorneys spread across thirteen offices in six countries. Willkie Farr & Gallagher LLP's litigation practice is recognized as a leader in the United States litigation market, and is ranked Band 1 by Chambers and Partners in both General Commercial Litigation and White-Collar Crime & Government Investigations Litigation. *See* Willkie Farr & Gallagher LLP Law Firm Profile, CHAMBERS AND PARTNERS, <https://chambers.com/law-firm/willkie-farr-gallagher-llp-usa-5:3674>. Willkie also has a long history of giving back to the community by serving as *pro bono* counsel for indigent clients, including prior litigation in this District involving defamation claims. In particular, Willkie Farr & Gallagher has consistently been recognized by the D.C. Circuit in its annual 40 at 50: Judicial Pro Bono Recognition Event, which recognizes law firms where at least 40% of the firm's D.C. lawyers perform at least 50 hours of pro bono work a year. *See* Willkie Farr & Gallagher LLP Pro Bono, *What We Do*, <https://www.willkie.com/social-commitment/pro-bono/our-commitment>.

5. Meryl C. Governski is a Partner in Willkie Farr & Gallagher LLP's Washington D.C. office and represents Plaintiffs Ruby Freeman and Wandrea' ArShaye Moss in the above-captioned case. She received her law degree from Georgetown University Law Center and a bachelor's degree from Cornell University. Meryl C. Governski practices complex civil litigation, including high-risk commercial class action litigation, intellectual property and contract litigation, and election litigation. She has represented clients in previous successful defamation matters litigated in federal court.

6. M. Annie Houghton-Larsen is a fifth year associate in Willkie Farr & Gallagher LLP's New York City office and represents Plaintiffs Ruby Freeman and Wandrea' ArShaye Moss in the above-captioned case. She received her law degree from Georgetown University Law Center and a bachelor's degree from Washington University in St. Louis. Annie Houghton-Larsen practices complex civil litigation, including mergers and acquisition litigation, security class actions, government investigations and enforcement actions, and civil rights impact litigation.

7. Timothy P. Ryan is a fourth-year associate in Willkie Farr & Gallagher LLP's Washington D.C. office and represents Plaintiffs Ruby Freeman and Wandrea ArShaye Moss in the above-captioned case. He received his law degree from The George Washington University Law School and a bachelor's degree from James Madison University. Tim Ryan practices complex civil litigation, including at the trial and appellate level, bankruptcy litigation, government investigations, and enforcement actions.

8. John Langford is counsel at Protect Democracy and represents Plaintiffs Ruby Freeman and Wandrea' ArShaye Moss in the above-captioned case. He received his law degree from Yale Law School and a bachelor's degree from Oberlin College & Conservatory. His primary practice areas are First Amendment, defamation, and media litigation, and he practices complex civil litigation, including class-action litigation.

9. Counsel for Plaintiffs, including the attorneys listed above, have followed the same timekeeping and billing practices in this case as is customarily followed in other legal matters. Work performed for Plaintiffs Ruby Freeman and Wandrea' ArShaye Moss is contemporaneously recorded with brief narratives describing the work performed and the time spent on each activity to the tenth of an hour. These time entry records are maintained in the

ordinary course of business by the accounting departments of Willkie Farr & Gallagher LLP's and Protect Democracy.

10. Pursuant to the Court's Standing Order 5b, attached as Exhibit A to this Declaration are time entry records for work performed between March 7, 2023 and June 14, 2023 for which Plaintiffs claim fees. I have reviewed these time entry records and believe they accurately reflect the time reasonably and necessarily expended in relation to Plaintiffs' Motion to Compel Defendant Giuliani (ECF No. 44), Reply in Support of Plaintiffs' Motion to Compel Defendant Giuliani (ECF No. 56), the May 19, 2023 Discovery Hearing, and Plaintiffs' Combined Opposition to Defendant Giuliani's Motion for Reconsideration and Response to Defendant's Declaration (ECF No. 64).

11. Part I of Exhibit A lists only the relevant subset of work performed by counsel for Plaintiffs between March 7, 2023 and June 14, 2023 for which Plaintiffs seek fees. This time expended was necessary to conduct adequate legal research and to draft well-reasoned argument to appraise the Court of the discovery dispute and to respond to arguments raised by Defendants Giuliani. Part I of Exhibit A does not list all tasks performed or time expended in connection with the granting of the Motion to Compel Defendant Giuliani. It does not list all attorneys or staff at Willkie Farr & Gallagher LLP and Protect Democracy who performed work in connection with the granting of the Motion to Compel Defendant Giuliani. And it does not list all the time expended by Meryl C. Governski, Annie Houghton-Larsen, Timothy P. Ryan, and John Langford in connection with the Motion, the Reply, the May 19 Hearing, and the June 14 Opposition. Instead, Plaintiffs seek fees for only a subset of timekeepers and hours associated with the Motion, the Reply, the May 19 Hearing, and the June 14 Opposition.

12. Work associated with the Motion to Compel occurred in two phases. First, Plaintiffs began researching and drafting the Motion in early March 2023 in order to have a basis to seek the initial telephonic Court conference on March 21, 2023. Plaintiffs then continued to revise and finalize the Motion following the Court's April 11, 2023 Minute Order setting a briefing schedule for the Motion to Compel.

13. In total, counsel for Plaintiffs expended more than 300 hours of time in connection with the granting of the Motion to Compel Defendant Giuliani over a period of four months, but submit only 147.5 hours for payment.

14. Part II of Exhibit A lists the reasonable hourly rates that Plaintiffs submit for the work performed and the time expended in connection with the granting of the Motion to Compel Defendant Giuliani.

15. Part II.A of Exhibit A lists the customary hourly rates that Willkie Farr & Gallagher LLP charges clients for work on other matters. The listed hourly rates equate to the prevailing market rates for legal services provided by law firms of similar stature as Willkie Farr & Gallagher LLP. The customary hourly rates of Meryl C. Governski, Annie Houghton-Larsen, and Timothy P. Ryan are listed in Part II.A of Exhibit A.

16. Part II.B of Exhibit A lists the hourly rates of Meryl C. Governski, Annie-Houghton Larsen, Timothy P. Ryan, and John Langford as calculated under the LSI-Adjusted *Laffey* Matrix for legal services performed between June 1, 2022 and May 31, 2023. *See Laffey* Matrix, <http://www.laffeymatrix.com/see.html>.

17. Meryl C. Governski graduated law school in 2014 and has been out of law school for more than 8 years but fewer than 10 years for purposes of applying the LSI-Adjusted *Laffey* Matrix. *See Laffey* Matrix, <http://www.laffeymatrix.com/see.html>.

18. Annie-Houghton Larsen graduated law school in 2018 and has been out of law school for more than 4 years but fewer than 7 years for purposes of applying the LSI-Adjusted *Laffey* Matrix. *See Laffey* Matrix, <http://www.laffeymatrix.com/see.html>.

19. Timothy P. Ryan graduated law school in 2019 and has been out of law school for more than 4 years but fewer than 7 years for purposes of applying the LSI-Adjusted *Laffey* Matrix. *See Laffey* Matrix, <http://www.laffeymatrix.com/see.html>.

20. John Langford graduated law school in 2014 and has been out of law school for more than 8 years but fewer than 10 years for purposes of applying the LSI-Adjusted *Laffey* Matrix. *See Laffey* Matrix, <http://www.laffeymatrix.com/see.html>.

21. Part III of Exhibit A lists the total amount of attorneys' fees claimed by Plaintiffs in connection with the granting of the Motion to Compel Defendant Giuliani. Part III.A includes a table listing the total amount of attorneys' fees claimed based on the customary hourly rates charged by Willkie Farr & Gallagher LLP and for John Langford, based on the LSI-Adjusted *Laffey* Matrix. Part III.B includes a table listing the total amount of attorneys' fees claimed based on the LSI-Adjusted *Laffey* Matrix.

22. I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 5, 2023.

/s/ Michael J. Gottlieb
WILLKIE FARR & GALLAGHER LLP
MICHAEL J. GOTTLIEB
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***Attorney for Plaintiffs Ruby Freeman and
Wandrea' Moss***

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

RUBY FREEMAN, <i>et al.</i> , Plaintiffs, v. RUDOLPH W. GIULIANI, Defendant.	Case No. 1:21-cv-03354 (BAH) Judge Beryl A. Howell
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**[PROPOSED] ORDER GRANTING PLAINTIFFS' SUBMISSION DETAILING THE
COSTS AND FEES INCURRED IN PREPARING THE MOTION TO COMPEL
DEFENDANT GIULIANI AND THE RELATED MAY 19 HEARING**

Upon consideration of Plaintiffs' Submission Detailing the Costs and Fees Incurred in Preparing the Motion to Compel Defendant Giuliani and the Related May 19 Hearing, Federal Rule of Civil Procedure 37, and the entire record herein, it is hereby:

ORDERED that the Plaintiffs' Submission Detailing the Costs and Fees Incurred in Preparing the Motion to Compel Defendant Giuliani and the Related May 19 Hearing is **GRANTED**; and it is

FURTHER ORDERED that Defendant Giuliani shall pay Plaintiffs \$89,172.50 in attorneys' fees; and it is

FURTHER ORDERED that the Clerk of the Court shall enter judgment accordingly.

IT IS SO ORDERED.

Date

Beryl A. Howell, Judge
United States District Court for the District of Columbia