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January 17, 2012

Via Facsimile

Hon. William H. Pauley
U.S. District Court for the S.D.N.Y.
Daniel Patrick Moynihan United States Courthouse
500 Pearl Street
New York, New York 10007-1312

RECEIVED

JAN 17 2012

CHAMBERS OF
WILLIAM H. PAULEY
U.S.D.J.

**Re: *The Bank of New York Mellon et al. v. Walnut Place LLC et al*
(11-cv-5988 (WHP))**

Dear Judge Pauley:

I write to request a telephone conference concerning the Rule 30(b)(6) deposition of the Bank of New York Mellon ("BNYM") noticed by my client AIG (and 11 other Intervenor-Objectors¹) for this Thursday, January 19, 2012. The deposition notice was served by email on December 23, 2011. Counsel for BNYM advised me for the first time last Friday, January 13, that BNYM will not produce a witness. BNYM has indicated that the deposition should not proceed *at all* until the Second Circuit rules on this Court's jurisdiction. Over the weekend, I have conferred extensively by telephone with BNYM's counsel, Matthew Ingber of Mayer Brown LLP, in an attempt to reach an agreement regarding these issues. Mr. Ingber has confirmed that BNYM will not produce a witness. We believe that BNYM's multiple objections are untimely, invalid and—more importantly—fundamentally irreconcilable with this Court's instruction, in previous orders, to conduct and complete all factual discovery by April 17, 2012.

I have reviewed and am familiar with the Court's practice rules concerning discovery disputes. Prac. Rule III(A)(iv). In this circumstance, however, adherence to the Court's joint letter procedure would result in cancellation of the January 19, 2012 deposition, without requiring BNYM to first present its objections to the Court, as it is required to do under the Federal Rules of Civil Procedure. *Kamps v. Fried, Frank, Harris, Shriver & Jacobson L.L.P.*, 274 F.R.D. 115, 118 (S.D.N.Y. 2011) (a party served with a 30(b)(6) notice must either produce a witness or file a motion for protective order). Importantly, no protective order has been sought

¹ In addition to the AIG entities, the Rule 30(b)(6) notice was issued by the Federal Home Loan Banks of Boston, Chicago, and Indianapolis; the Federal Home Loan Bank of Pittsburgh; The Western and Southern Life Insurance Company; Western-Southern Life Assurance Company; Columbus Life Insurance Company; Integrity Life Insurance Company; National Integrity Life Insurance Company; Fort Washington Investment Advisors, Inc.; and the Clayhill Investors, LLC.

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or granted here. Accordingly, we respectfully ask the Court to schedule a teleconference as soon as practicable to address whether BNYM's deposition on January 19, 2012 can proceed.

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I thank you for your consideration of this request. We stand ready to participate in any proceeding or to follow any course this Court directs.

Respectfully submitted,

Daniel M. Reilly

Counsel for AIG

cc: All counsel of record (via email)

The parties are directed to participate in a telephone conference with the Court on January 18, 2012, at 11:00 a.m. The parties should supply dial-in information to the Court in advance of the call.

SO ORDERED:

WILLIAM H. PAULEY III U.S.D.J.

1/17/12