

**UNITED STATES OF AMERICA
BEFORE THE FEDERAL TRADE COMMISSION
OFFICE OF ADMINISTRATIVE LAW JUDGES**

In the Matter of

HOMEADVISOR, INC.,

a corporation,

d/b/a ANGI LEADS,

d/b/a HOMEADVISOR POWERED BY ANGI.

Docket No. 9407

**Memorandum Of Law In Opposition To Complaint Counsel's Motion To Compel
Respondent To Comply With Complaint Counsel's Request For Production Of Documents**

PRELIMINARY STATEMENT

Complaint Counsel’s Motion to Compel is procedurally defective, substantively meritless, and, worse, a transparent play to leverage the discovery process to avoid litigating on the merits.

First, in violation of the duty to confer, Complaint Counsel rushed to bring this Motion during the parties’ conferral process, *after* Respondent HomeAdvisor, Inc. (“HomeAdvisor”) stated it continued to investigate the burden of complying with the subject discovery requests and would provide an update on those efforts by the end of the week, but *before* HomeAdvisor could provide that update. This investigative burden assessment is important because the sales call recordings at issue have been archived and are retrievable only via a legacy system that HomeAdvisor no longer operates in its ordinary course.

Second, Complaint Counsel’s “all documents” requests are facially overbroad, disproportionate, and unreasonable. HomeAdvisor produced voluminous sales call recordings during the CID process, and following Complaint Counsel’s further, onerous demands, recently produced thousands more. In addition, after explaining the burden to retrieve audio files from several years ago, HomeAdvisor offered to produce the same requested volume of files from a later period, and advised Complaint Counsel it could select the production timeframe, which HomeAdvisor would consider in good faith. HomeAdvisor also explained that there is no legitimate basis to insist on recordings from 2019—as opposed to, *e.g.*, recordings from 2021—because this case is a proceeding for prospective, injunctive relief, and Complaint Counsel asserts that alleged harm beginning in 2014 continues today. Unsatisfied, Complaint Counsel presses for *every* recording for an arbitrarily chosen six-month period in 2019.

Third, Complaint Counsel’s conduct suggests that its true motivation is to precipitate and leverage a discovery dispute to distract from the material deficiencies in Complaint Counsel’s purported expert’s unreliable and invalid audio-recording analysis. The Motion should be denied.

BACKGROUND

During CID discovery, which began in July 2019 and lasted for years, HomeAdvisor produced around 1,710 recordings of sales calls with prospective service provider customers. Mot. 2. HomeAdvisor also produced discovery about HomeAdvisor’s quality assurance (“QA”) review of sales calls, and its call recording, retention, and deletion practices, [REDACTED] [REDACTED] **RX1** (Schott Tr.) at 22:23–37:22; 48:11–49:12; **RX2** (HomeAdvisor emails).

On April 7, 2022, Complaint Counsel moved for summary decision (**RX3**), submitting a declaration from FTC economist Dr. Kenneth Kelly. **RX4** (Kelly Decl.). Dr. Kelly purported to “dr[a]w a random sample of 100 recordings” from the 1,710 recordings produced, which Complaint Counsel cited to make broad claims about HomeAdvisor’s alleged widespread deceptive business practices. *Id.* ¶ 3. At deposition, however, Dr. Kelly [REDACTED]

[REDACTED] including:

- [REDACTED]
- [REDACTED]
- [REDACTED]

- [REDACTED]
[REDACTED] and
- [REDACTED]
[REDACTED]

HomeAdvisor described these and other critical errors in Dr. Kelly’s methodology and analysis in its June 6, 2022 summary decision opposition. See **RX6** (HomeAdvisor’s SOMF) ¶¶ 106–09; **RX7** (Decl. of Dr. Jamie McClave Baldwin). Two days later, Complaint Counsel served the subject document requests. MacDonald Decl. Ex. A. HomeAdvisor has since spent immense resources investigating Complaint Counsel’s requests, and was continuing that investigation when this Motion was filed. **RX8** (Decl. of William Tracy). Meanwhile, HomeAdvisor has produced *thousands* more audio recordings subject to its QA process and associated QA review materials. **RX9** (N. Phillips email).¹

On August 2, 2022, the Commission issued an order denying Complaint Counsel’s summary decision motion.

ARGUMENT

I. COMPLAINT COUNSEL FAILED TO MEANINGFULLY CONFER

Complaint Counsel did not meaningfully confer in good faith with HomeAdvisor before bringing this Motion. Contrary to Complaint Counsel’s claim that HomeAdvisor “declined” to

¹ HomeAdvisor’s QA personnel [REDACTED]
[REDACTED] **RX1** (Schott Tr.) at 22:23–23:20. HomeAdvisor explained to Complaint Counsel that QA recordings and data are stored separately from any remaining loose sales call audio files, making them far easier to retrieve. See MacDonald Decl. Ex. G at 1.

state whether it would provide responsive documents, HomeAdvisor repeatedly stated it was continuing to investigate the burden of doing so without revealing, in response to Complaint Counsel’s unreasonable demands, privileged communications with HomeAdvisor personnel. Mot. 3; MacDonald Decl. Exs. F, H. HomeAdvisor advised on August 2, 2022 that it hoped to conclude its investigation by August 5, 2022, and would provide further information at that time. *Id.*, Ex. H at 3. Meanwhile, HomeAdvisor stated it was “in the process of collecting several thousand quality assurance audio recordings,” which it since produced. *Id.* at 1; **RX9**. HomeAdvisor further offered to produce the requested volume of audio files from a later period (accessible through HomeAdvisor’s current systems, **RX8** ¶ 6), and advised Complaint Counsel it could select the production timeframe, which HomeAdvisor would consider in good faith. MacDonald Decl. Ex. H at 2.

In response, Complaint Counsel moved to compel *just two days later* on August 4, 2022. Complaint Counsel has precipitated premature and unnecessary motion practice by moving to compel the day *before* HomeAdvisor stated it would provide additional information regarding its investigation—and *before* HomeAdvisor could fully assess and explain the tremendous burden to retrieve and access the archived data sought. This alone is reason to deny Complaint Counsel’s premature Motion. Scheduling Order ¶ 4; 16 C.F.R. § 3.22(g).

II. COMPLAINT COUNSEL’S REQUESTS ARE IMPROPER

By focusing on the purported relevance of and alleged “need for the recordings”—while claiming any burden to HomeAdvisor is irrelevant—Complaint Counsel ignores the substance of its facially inappropriate requests and applicable discovery standards. Mot. 4–7.

The requests are extraordinary in scope. Complaint Counsel seeks, from May through October 2019, “recordings of *all telephone calls* between Your sales agents and prospective Service Providers”; “*all records and/or data* pertaining to the telephone call, *including but not*

limited to the date on which the telephone call occurred, the duration of the telephone call, the name of Your sales agent on the call, Your unique identifier for the prospective Service Provider ... on the telephone call ..., and the membership price the prospective Service Provider was quoted”; and “*any* quality assurance assessments, evaluations, or grading of Your sales agent’s performance during the specific telephone call.” MacDonald Decl. Ex. A. Such requests are improper on their face and courts routinely reject them. *See, e.g., J. White, L.C. v. Wiseman*, 2020 WL 3507408, at *2 (D. Utah June 29, 2020) (“Courts within the Tenth Circuit have noted that discovery requests may be facially overbroad when they use terms such as ‘any and all,’ ‘referencing,’ or ‘pertaining to’ with respect to a broad category of documents.”); *C.D.S. Inc. v. Zetler*, 2016 WL 11651898, at *2 (S.D.N.Y. Dec. 14, 2016) (“all documents” requests were “plainly overbroad and impermissible”); *Henry v. Morgan’s Hotel Grp., Inc.*, 2016 WL 303114, at *2 (S.D.N.Y. Jan. 25, 2016) (similar); *Rice v. Reliastar Life Ins. Co.*, 2011 WL 5513181, at *2 (M.D. La. Nov. 10, 2011) (similar).

At any rate, HomeAdvisor’s recent production of QA audio recordings from the same period, May through October 2019, is eminently reasonable and proportionate. MacDonald Decl. Ex. H; **RX9**. Complaint Counsel’s continued demand for “*all*” recordings, on the other hand, is patently unreasonable—particularly given that the QA recordings were produced in addition to the 1,710 recordings HomeAdvisor produced during the CID process. All that is on top of any additional files that may be produced in connection with Complaint Counsel’s latest shotgun demand (if appropriately narrowed) for “All data” from [REDACTED]—a separate call recording repository—“regarding telephone calls between Your sales agents” and service providers. **RX10** (Third Set of Document Requests) No. 23; **RX1** (Schott Tr.) at 214:13–216:18 [REDACTED] HomeAdvisor also offered to produce even *more* recordings from a

later period, which Complaint Counsel summarily rejected based on speculation that post-CID recordings are somehow materially different even though this is a case for prospective, injunctive relief based on purported continuing wrongs. Mot. 6–7; MacDonald Decl. Ex. H at 2.

Complaint Counsel’s generic observation that “contents of sales calls are vital to understanding what claims HomeAdvisor made to service providers,” Mot. 4, thus is irrelevant here, when thousands of those calls have *already* been produced, and ignores any concept of proportionality, scope, or burden. See 16 C.F.R. § 3.31(c)(2); *Prasad v. George Wash. Univ.*, 323 F.R.D. 88, 91 (D.D.C. 2017) (discussing proportionality in context of similar FRCP); The Sedona Conference, *Commentary on Proportionality in Electronic Discovery*, 18 Sedona Conf. J. 141, 147 (2017) (“Achieving proportionality in civil discovery is critically important”); John G. Roberts, *2015 Year-End Report on the Federal Judiciary* (Dec. 31, 2015) (for proportionality, “[t]he key is careful and realistic assessment of actual need.”).

Moreover, Complaint Counsel’s requests would continue to impose a tremendous burden on HomeAdvisor’s personnel, who have already spent approximately *80 hours* investigating the requests and anticipate it would take approximately *160 more hours* to complete. **RX8** (Tracy Decl.). That manifest undue burden vastly outweighs any purported need for this discovery. 16 C.F.R. § 3.31(c)(2).

III. COMPLAINT COUNSEL’S DISCOVERY GAMESMANSHIP SHOULD NOT BE REWARDED

Complaint Counsel cites no authority for the unfounded proposition that HomeAdvisor “must either produce the recordings or abandon its position that makes them relevant in the first place.” Mot. 7. That Complaint Counsel chose to rely on a statistically infirm “expert” sampling analysis does not make a burdensome number of additional call recordings “relevant in the first place,” nor does it make the requests any less disproportionate, burdensome, or overbroad. *Id.*

HomeAdvisor had a right to argue that Dr. Kelly submitted a fatally flawed call sampling analysis—after [REDACTED], *see supra* 2–3—without risking further burdensome productions or the harsh “sanctions” Complaint Counsel seeks here to cure its failure to establish a reliable basis for its unsupported assumptions about the content of HomeAdvisor’s sales calls. Mot. 8.² Indeed, Complaint Counsel is silent about how additional recordings would allow Dr. Kelly to cure the many methodological deficiencies in his analysis.

The procedural context also is important. After initiating this action, Complaint Counsel moved almost immediately for summary decision, claiming the undisputed facts, including the 1,710 recordings on which Dr. Kelly based his erroneous analysis, were dispositive. That Complaint Counsel was willing to proceed with Dr. Kelly’s report and summary decision motion makes clear that it believed no further discovery was needed. With summary decision now denied, Complaint Counsel offers no legitimate basis to claim that a particular six-month window of calls from 2019 could somehow cure its expert’s deficient analysis or case theory.

Complaint Counsel’s other argument, that recordings pre-dating the FTC’s July 2019 CID must reflect HomeAdvisor’s “past unlawful conduct,” likewise is baseless. Mot. 6. Tellingly, Complaint Counsel omits that the vast majority of the 1,710 recordings Dr. Kelly used in his sampling analysis *pre-date the July 2019 CID*. **RX11** & Phillips Decl. ¶ 12. HomeAdvisor thus is not attempting to “escape liability for its past unlawful conduct by substituting evidence regarding conduct entirely after it knew it was the subject of an FTC investigation.” Mot. 6–7. It is Complaint Counsel who seek to mislead this Court into believing that is so, knowing calls from

² Complaint Counsel likewise had no basis to demand that HomeAdvisor stipulate to their one-sided “stipulations and representations,” and cite no authority for that meritless claim. Mot. 8.

mid-2019 are particularly burdensome to retrieve and that numerous calls pre-dating the CID already were produced. Complaint Counsel’s insistence on a single six-month window for production thus is no coincidence, nor is it tied to the actual merits of its case. Instead, Complaint Counsel knows its demand is likely to cause HomeAdvisor the maximal burden, which it hopes to exploit here.

Put simply, knowing their expert’s analysis will not withstand scrutiny on the merits, Complaint Counsel has manufactured a discovery dispute to bar HomeAdvisor from even challenging that analysis in the first place. Complaint Counsel’s attempt to blame HomeAdvisor for its own expert’s erroneous analysis and failure of proof does not justify the burden of these requests, nor any sanction—particularly the extreme sanctions sought here that effectively would terminate one of HomeAdvisor’s defenses. *See In re Keurig Antitr. Litig.*, 2022 WL 1082087, at *40 (S.D.N.Y. Apr. 11, 2022) (noting “the well-settled preference in this Circuit for courts to resolve litigation disputes on their merits rather than through discovery sanctions”); *Calloway v. Kelley*, 2014 WL 7140576, at *3 (E.D. Cal. Dec. 12, 2014) (“Plaintiff provides no basis for which this Court can impose sanctions. Defendants have responded to Plaintiff’s discovery requests and Plaintiff had failed to provide any basis that their responses and/or objections are inadequate.” (citation omitted)).

CONCLUSION

The Court should deny Complaint Counsel’s Motion to Compel.

Respectfully submitted this 11th day of August 2022.

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Counsel for Respondent HomeAdvisor, Inc.

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Docket No. 9407

DECLARATION OF NEIL T. PHILLIPS

1. I am an associate with the law firm Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Respondent HomeAdvisor, Inc. (“HomeAdvisor”) in this proceeding. I submit this declaration in support of HomeAdvisor’s opposition to Complaint Counsel’s August 4, 2022 motion to compel (the “Motion”).

2. Attached hereto as **RX1** is a true and correct copy of the November 24, 2020 investigational hearing transcript of Chad Schott.

3. Attached hereto as **RX2** is a true and correct copy of a redacted email thread between and among HomeAdvisor personnel, Bates stamped HOMEADVISOR_FTC0144211.

4. Attached hereto as **RX3** is a true and correct copy of Complaint Counsel’s opening memorandum of law in support of its motion for summary decision, dated April 7, 2022.

5. Attached hereto as **RX4** is a true and correct copy of the declaration of FTC economist Dr. Kenneth H. Kelly, and the exhibits thereto, submitted with Complaint Counsel’s motion for summary decision as PX0021.

6. Attached hereto as **RX5** is a true and correct copy of the May 24, 2022 deposition transcript of Dr. Kenneth H. Kelly.

7. Attached hereto as **RX6** is a true and correct copy of HomeAdvisor’s affirmative and responsive statements of material facts, submitted in opposition to Complaint Counsel’s motion for summary decision.

8. Attached hereto as **RX7** is a true and correct copy of the June 6, 2022 declaration of Jamie McClave Baldwin, Ph.D, submitted in opposition to Complaint Counsel’s motion for summary decision as RX0061.

9. Attached hereto as **RX8** is a true and correct copy of the August 11, 2022 declaration of William Tracy.

10. Attached hereto as **RX9** is a true and correct copy of an email thread between counsel for HomeAdvisor and Complaint Counsel, dated August 9, 2022.

11. Attached hereto as **RX10** is a true and correct copy of Complaint Counsel’s Third Set of Document Requests, dated June 28, 2022.

12. Attached hereto as **RX11** is a true and correct copy of a PDF printout of a spreadsheet containing metadata for the 1,710 sales-call recordings produced during the CID process that Dr. Kelly used in his sampling analysis in support of Complaint Counsel’s motion for summary decision, including the parent date associated with those recordings.

I declare under penalty of perjury that to the best of my knowledge and belief the foregoing is true and correct.

Executed On: August 11, 2022

By: /s/ Neil T. Phillips
Neil T. Phillips

RX0001

(Submitted In Camera)

RX0002

(Submitted In Camera)

RX0003

(Submitted In Camera)

RX0004

**DECLARATION OF
DR. KENNETH H. KELLY, CFA**

Pursuant to 28 U.S.C. § 1746

1. I, Kenneth H. Kelly, hereby state that I am above the age of 21, that I have personal knowledge of the facts set forth below, and that I am competent to testify about them. I hold a doctorate from Stony Brook University in Economics and a Master of Science degree in Applied Mathematics and Statistics from the same institution. I have been a Chartered Financial Analyst since 1992. For more than 40 years I have been employed by the Federal Trade Commission as an economist and, during that time, I have advised the Commission in numerous antitrust and consumer protection matters. In addition, I have advised other federal and state regulatory agencies on the effects of government regulation on competition and on consumers. I have published articles in economic, business, and legal journals. A true and correct copy of my curriculum vitae is at Exhibit A. I have previously submitted sworn testimony in several cases, as described in my curriculum vitae.

2. I am a full time, salaried employee of the Federal Trade Commission. I do not anticipate receiving any additional compensation for my work on this matter.

3. Federal Trade Commission attorneys asked me to assist in the Commission's investigation of HomeAdvisor, Inc. ("HomeAdvisor"), which is assigned FTC Matter Number 1923106. They provided me with an Excel file that had information on 1,710 recordings of telephone conversations, from which I drew a random sample of 100 recordings, using the statistical software program STATA. The list of Bates numbers assigned to those 1,710 calls is attached hereto as Exhibit B and the list of Bates numbers assigned to those 100 randomly selected calls is attached hereto as Exhibit C.

//

I declare under penalty of perjury that to the best of my knowledge and belief the foregoing is true and accurate.

Executed at Alexandria, Virginia this 10th day of February, 2022.


Dr. Kenneth H. Kelly, CFA

EXHIBIT A

Dr. Kenneth H. Kelly, CFA**EXPERIENCE**

Financial Analyst, Division of Antitrust I, Bureau of Economics, Federal Trade Commission (January, 2021 to present): As described below, much of my work for the Federal Trade Commission has been financial analysis. By moving from the Division of Consumer Protection to Antitrust I will be able to work on both competition and consumer protection matters.

Economist, Division of Consumer Protection, Bureau of Economics, Federal Trade Commission (October, 2004-January, 2021): I testified on behalf of the FTC, and the Department of Justice, in a number of consumer protection matters. I have testified, or prepared to do so, in litigation involving pyramid schemes, advertising substantiation, investment fraud, business opportunity fraud, deceptive advertising, deceptive marketing, and mortgage lending. Since receiving the CFA charter in 1992 I have advised FTC staff and management concerning the ability of defendants to pay restitution and civil penalties. From December 2013 through June 2017 I did so in all FTC consumer protection litigations where defendants' ability to pay was an issue, unless I needed to be recused. In addition to my testimony, I produced economic, statistical, and financial analysis in consumer protection investigations, and made recommendations about enforcement to the Commission. I trained antitrust enforcers from Central and South America through seminars in Venezuela (1995, 2003), Peru (2004), Columbia (2005), El Salvador (2008), Panama (2008), and the Dominican Republic (2013), and consumer protection enforcers in Egypt (2006), South Africa (2009), and Ecuador (2010). I conduct independent research on antitrust and industrial organization, commercial policy, and forensic economics.

Adjunct Professor, Department of Applied Economics, Johns Hopkins University (January, 2006-May 2007): I taught graduate Financial Economics in the Spring 2006 and Spring 2007 semesters.

Economist, Division of Economic Policy Analysis, Bureau of Economics, Federal Trade Commission (July, 1986-June, 1988; November 1988-October, 2004): My primary official responsibility was to conduct economic and financial research. This research has included a review of the effectiveness of the Commission's merger enforcement program, the impact of unfair trade practices on domestic industries, and the effect of state restrictions on airline advertising. I presented this research in the form of legal briefs and live testimony to federal, state, and local agencies through the Commission's regulatory intervention program, as well as through presentations at professional meetings and scholarly journals. However, most of my time was spent working in antitrust and consumer protection enforcement, both as lead economist and as an expert witness. I provided statistical expertise to the FTC's General Counsel and to the Assistant U.S. Attorney defending the FTC in a discrimination suit, as well as

to Commission staff in enforcement investigations. After earning the Chartered Financial Analyst designation in 1992, I worked in enforcement and litigation as a financial analyst, both in the role of advising the Commission and as an expert witness. I drafted congressional testimony, speeches, and articles for the Chairman, Commissioners, and the Director of the Bureau of Economics.

Economic Advisor to Commissioner, U.S. International Trade Commission (March, 1986-June, 1986; June, 1988-October, 1988): In the Spring of 1986 the Federal Trade Commission faced a severe funding crisis, and I was detailed to the office of Susan W. Liebeler, then Vice Chairman of the U.S. International Trade Commission, to fill a temporary opening on her staff. I advised Vice Chairman (and then Chairman) Liebeler on policy matters and appropriate actions in antidumping, countervailing duty, safeguards (escape clause) and unfair competition investigations, and I reviewed economic studies of the ITC's Office of Economics and Office of Industries. I developed an economic methodology for measuring injury to domestic industries as the result of imports and other causes, and later published this work. I drafted opinions, speeches and other written materials for the Commissioner. In June of 1988 I returned to the ITC when Commissioner Liebeler asked that I again be detailed to her staff for the remainder of her term.

Economist, Division of Consumer Protection, Bureau of Economics, Federal Trade Commission (September, 1984-February, 1986): In this position I conducted investigations of a wide variety of possible violations of federal law and FTC regulations. In cooperation with Commission attorneys, I identified relevant data, and developed investigational plans. I calculated optimal penalties in civil enforcement actions, and made recommendations to the Bureau of Consumer Protection and the Commission. I participated in several rule making proceedings. These cases, investigations and rule making proceedings covered a broad range of American industries.

Economist, Division of Antitrust, Bureau of Economics, Federal Trade Commission (January, 1981-August, 1984): I took a leave from my academic position at Rensselaer for the Spring, 1981 through Spring, 1982 semesters for what I expected to be a temporary position at the Federal Trade Commission. My principal task was to provide economic analysis in antitrust investigations in a broad range of industries. In cooperation with FTC attorneys, I wrote subpoenas, interviewed investigation subjects, competitors, suppliers, and customers, negotiated information requests, conducted economic, econometric, and financial analysis on the data gathered, and made enforcement recommendations to the Commission. Possible violations included mergers, joint ventures, resale price maintenance, non-price vertical restraints, collusion, group boycotts, predation and price discrimination (the Robinson-Patman Act). I developed a methodology for assessing the effect of antitrust enforcement on consumer welfare.

Assistant Professor of Economics, Rensselaer Polytechnic Institute (September, 1978-December, 1980): In the fall of 1978, I started in a tenure track position in the Department of Economics, during which time I completed my doctoral dissertation. I taught undergraduate and graduate courses in the economics of technological change, microeconomics and macroeconomics, and developed a graduate level course in managerial economics.

Adjunct Instructor of Economics, Hofstra University (July, 1976-August, 1977): While in graduate school I taught introductory economics, intermediate macroeconomics and consumer economics at nearby Hofstra University.

Economist, U.S. Bureau of Labor Statistics (December, 1973-August, 1974): After completing a four year undergraduate program in two years, I went to work as an economist for the Department of Labor. In this position, I designed surveys of employment by occupation in industry and government, analyzed and verified estimates obtained in these surveys, and wrote reports on the results.

EDUCATION

Degree	Subject	Attended	University
Ph.D.	Economics	9/74-5/79	Stony Brook University
M.S.	Applied Math & Statistics	"	"
B.S.	Economics-Business	9/71-8/73	Hofstra University

Ph.D. Preliminary Examinations: Microeconomics, Macroeconomics, Econometrics, International Economics, Advanced Microeconomics
 Doctoral Dissertation: The Economics of Risky Innovation
 Dissertation Committee: Edward Ames (supervisor), John Hause, Thomas Muench, Sheldon S.L. Chang

PROFESSIONAL CERTIFICATION

In September, 1992, I was awarded the Chartered Financial Analyst (CFA) designation. The CFA Institute awards the charter to those individuals who have (i) a minimum of four years of investment work experience, defined as evaluating or applying financial, economic, and/or statistical data as part of the investment decision-making process, (ii) sequentially passed a series of three examinations covering securities law, ethical and professional standards, equity and fixed income securities analysis, derivatives, alternative investments, corporate finance, portfolio management, economics, financial accounting, and quantitative techniques, and (iii) agreed to comply with the CFA Institute's Code of Ethics and Standards of Professional Conduct. I passed all three examinations on the first effort.

TESTIMONY

I have frequently volunteered my services to the government as a witness, both in antitrust and consumer protection matters. I have testified, in writing, through deposition, or in live courtroom testimony, in the following cases:

FTC v. Dayton Family Productions, Inc., et. al., Case No. CV-5-97-00750-PMP (D. Nev.) (Hon. Philip M. Pro) (1997-98) - I calculated earnings and consumer injury in an investment fraud, and wrote affidavits of my findings.

In Re R.J. Reynolds Tobacco, Docket No. 9285 (Federal Trade Commission) (Commissioners Robert Pitofsky, Sheila F. Anthony, Mozelle W. Thomson, and Orson Swindle) (1998) - I was asked to calculate the gains to the defendant from sales of tobacco products to underage purchasers, and wrote an affidavit on the firm's marketing. I was deposed.

FTC v. Lightfoot, also d/b/a Universal Direct et. al., Case No. C-3-02-145 (S.D. Ohio) (Hon. Walter Herbert Rice) (2002) - I wrote an affidavit that this firm was operating a pyramid scheme.

FTC v. The Tungsten Group et. al., Case No. 2:01 CV 773 (E.D. Va.) (Hon. Raymond A. Jackson) (2002) - I wrote an affidavit that this firm was operating a pyramid scheme.

FTC v. Travel Express International, Inc., Case No. 1:01-cv-0906-GET (N.D. Ga.) (Hon. G. Ernest Tidwell) (2002) - I calculated losses to consumers from alleged deceptive practices, and wrote a declaration. I was deposed.

FTC v. K4 Global Publishing, Inc., also d/b/a Instant Internet Empires et. al., Case No. 5:03-CV-0140-3-CAR (M.D. Ga.) (Hon. C. Ashley Royal) (2003) - I wrote an affidavit that this firm was operating a pyramid scheme.

FTC v. NEXGEN3000.com, et. al., Case No. 4:03-cv-00120-WDB (D. Ariz.) (Hon. William D. Browning) (2004) - I wrote an expert report and affidavits stating that this firm had operated a pyramid scheme.

FTC v. Network Services Depot, Inc., et. al., Case No. 2:05-cv-0440-LDG-LRL (D. Nev.) (Hon. Lloyd D. George) (2005-07) - I traced funds transferred from defendant companies to individual defendants and their relatives, explained the financial interrelationships between these companies, calculated consumer injury, and presented this analysis in a series of declarations and an expert report.

FTC v. Seismic Entertainment Productions, Inc., et. al., Case No. 04-377-JD (D. N.H.) (Hon. Joseph A. DiClerico, Jr.) (2005-06) - I wrote a declaration that showed the earnings of Sanford Wallace from a "spyware" scheme.

FTC v. Lane Labs-USA, Inc., et. al., Case No. 00CV3174 (D. N.J.) (Hon. Dennis M. Cavanaugh) (2008-09) - I wrote a report critiquing the work of an expert for the other side who calculated what he claimed were appropriate damages, and a sur-rebuttal report that critiqued that expert's response. I was deposed.

FTC v. Alternatel, Inc., et. al., Case No. 08-21433-CIV-Jordan (S.D. Fla.) (2008) I wrote a declaration that examined the financial statements and tax returns of defendant companies, computed prejudgment interest, and performed a statistical analysis of tests of the defendants' products. I was deposed.

US v. Regenesys 2x2, Case No. 409-813-0023275-S (2009) I wrote a declaration that was used to obtain a search warrant for a firm operating what appears to be a pyramid scheme.

FTC v. Home Assure, LLC, et. al., Case No. 8:09-cv-547-T-23 TBM (M.D. Fla.) (2009) I wrote an expert report that described how I selected a random sample of the defendant firm's clients, analyzed documents for these clients, determined which clients were or may have been assisted by the defendant firm, and performed sensitivity analysis. I also wrote a supplemental report that updated my earlier report to include new information. I was deposed.

FTC v. Federal Loan Modification Law Center, LLP et. al., Case No. SACV09-401 CJC (MLGx) (Hon. Cormac Carney) (2009) I wrote a declaration that described how I selected a random sample of customer files, and performed a statistical analysis of the sample.

FTC v. EDEBITPAY, LLC, et. al., Case No. CV-07-4880 ODW (AJWx) (C.D. Cal.) (Hon. Otis D. Wright II) I wrote a declaration that described how I selected a random sample of products, determined the prices of these products from alternative sellers, and performed calculations on the data. I was deposed.

FTC v. Grant Connect, LLC et. al., Case No. 09-CV-01349-RLH-RJJ (D. Nevada) I wrote a declaration and expert report that computed sales by defendants from the alleged deceptive marketing of various products, and computed prejudgment interest, and second and third declarations that updated the prejudgment interest calculations.

FTC v. Global U.S. Resources et. al., Case No. 310-CV-1457 (VLB) (D. Connecticut) (Hon. Vanessa L. Bryant) I wrote a declaration that computed sales of the defendant from a work at home scheme, and computed prejudgment interest.

FTC v. First Universal Lending, LLC, et. al., Case No. CV-09-82322-CIV-ZLOCH (S.D. Florida.) (Hon. William J. Zloch) I wrote a declaration describing how I computed revenue the defendant firm earned from various categories of customers.

FTC v. Swish Marketing, Inc., et. al., Case No. C09-03814 RS (N.D. California) (Hon. Richard Seeborg) I wrote a declaration describing my analysis of revenue and profit of the defendant firm

and the importance of one of its customers to that revenue and profit.

FTC v. Millennium Telecard, Inc., et. al., Case No. 2:11-cv-02479-JLL-CCC (D. New Jersey) (Hon. Jose L. Linares) I wrote a declaration describing the statistical analysis I did of tests performed on the defendants' products.

FTC v. Direct Benefits, et. al., Case No. 6:11-CV-1186-JAGJK (C.D. Fla) (Hon. John Antoon) (2011) Defendants had claimed that a working paper by Federal Reserve system economists supported their claim that their return rates were not out of the ordinary. I wrote a declaration that explained that the defendants mis-characterized the paper, and a second declaration that updated the first.

FTC v. American Precious Metals, LLC, et. al., Case No. 11-61072-CIV-ZLOCH (S.D. Fla) (Hon. William J. Zloch) (2011) Defendants sold precious metals to investors. I analyzed the investment performance of customers of the defendants, and decomposed investor returns into returns due to changes in metal prices and the costs of transactions fees. I found that although investors in aggregate made money from increases in metals prices they lost money after deducting some of the transactions costs they had to pay. I reported my analysis in a declaration and in an expert report.

FTC, et. al. v. LeanSpa, LLC, et al., No. 3:11-CV-1715 (VLB) (D. Conn. Filed Nov. 7, 2011) I analyzed bank statements for accounts belonging to various defendants. I wrote a declaration that computed transfers of funds between these accounts and discussed transfers from these accounts. After the FTC won summary judgment, I wrote another declaration that computed prejudgment interest for relief defendant Core Logic.

FTC v. Lights of America, Inc., et. al., Case No. SACV10-01333JVS(MLGx) (C.D. Cal.) (Hon. James V. Selna) I computed consumer injury to consumers who purchased deceptively labeled light bulbs. I testified in court about this, and also about the errors made by an opposing expert.

FTC v. Ivy Capital, Inc., et. al., Case No. 2:11-cv-00283-JCM-GWF (D. NV Filed February 22, 2011) I wrote an expert report that described how I drew a random sample of recorded phone conversations between defendants' employees and consumers and analyzed the same. I was deposed. I wrote declarations that computed damages including prejudgment interest.

FTC v. DR Phone Communications, Inc., Case No. C-12-2631-SC (N.D. Calif. Filed May 22, 2012) I wrote a declaration describing the statistical analysis I did of tests performed on the defendants' products.

FTC v. Broadway Global Master Inc., et. al., Case No. 2:12-cv-0855 JAM GGH (E.D. Cal.) (Hon. John A. Mendez) (2012) I wrote a declaration in which I calculated consumer injury in a debt collection fraud.

FTC v. Debt Relief USA, Inc., et al., Case No. 3:11-CV-2059-N (N.D. TX) (Hon. David Godby) (filed August 18, 2011) I wrote an expert report in which I analyzed the performance of firm that analyzed and sold debt relief services. I showed that the amount of money that the firm claimed it could save consumers were not supported by the firm's own data.

FTC et al. v. The Tax Club, Inc. et al., Case No. 13-CV-210 JMF (S.D. N. Y.) (2013) I wrote a declaration that estimated consumer injury, and described the process by which I selected a random sample of consumers who requested refunds from the defendants.

U.S. v. Donna Bello and Jill Platt Case No. 12-CR-84 AWT (CT) (2012) In this criminal case, brought by the U.S. Attorney for Connecticut on behalf of the Internal Revenue Service, I wrote an expert report, with supplementary reports, and testified live in court that the "Women's Gifting Table" was a pyramid scheme.

FTC v. Consumer Health Benefits Association et al., Case No. 10-CV-03551 (ILG) (RLM) (E.D.N.Y.) I wrote an expert report that estimated the amount of money that defendants collected from consumers from the sale of medical and pharmacy discount plans (net of chargebacks and refunds); the amount of purported savings, if any, that consumers utilizing the plans realized according to documents from corporate defendants and third party benefit providers; and evaluated the magnitude and distribution of these purported savings. I wrote a second expert report that updated these numbers based on new data. I was deposed.

FTC v. Jeremy Johnson et al., Case No. 10-CV-02203 (MMD) (GWF) (D. Nev.) I estimated damages, including prejudgment interest, for corporate defendant iWorks and related defendants.

U. S. v. Corporations for Character, L. L.C., et al., Case No. 2:11-cv-00419-RJS-DBP (D. Utah) (Hon. Robert J. Shelby) I wrote a declaration that explained how I analyze the finances of defendants who claim that they lack the financial ability to pay the full amount of judgments, and opined that the documentation submitted to date by the defendant was not sufficient to support a claim that he would be unable to pay more than a given figure.

FTC v. Apply Knowledge, LLC et al., Case No. 2:14-cv-00088 (D. Utah) (Hon. Dee Benson) I wrote an expert report that describes how I selected a sample of and listened to recordings of sales calls defendants had with purchasers of coaching services for online businesses, and conducted statistical analysis of the same. I was deposed.

FTC v. Apartment Hunters, Inc. et al., Case No. 8:18-cv-01636-AG-DFM (C.D. Cal.) (Hon. Andrew J. Guildford) (filed September 11, 2018). I drew a series of random samples and wrote a declaration describing my work.

FTC v. Nudge, et al., Case No. 2:19-cv-867-DBB (D. Utah) I wrote a declaration and an expert report that analyzed the defendants' finances based upon a forensic analysis of their banking records. I was deposed.

FTC v. Simple Health Plans LLC, et. al., Case No. 18-cv-62593-DPG (S.D. Fla) (2018) (Hon. Darrin P. Gayles) I drew a random sample of telephone recordings, performed statistical analysis of the content of these recordings, and wrote a declaration describing my work.

FTC v. Day Pacer LLC, et. al., Case No. 1:19-cv-01984 (N.D. Ill.) (Filed March 22, 2019) (Hon. Edmond E. Chang). I drew a random sample of telephone records, performed statistical analysis based upon the work of others using those records, and wrote a declaration describing my work. I was deposed.

PUBLICATIONS

Articles

"One Lump or Two: Unitary versus Bifurcated Measures of Injury at the USITC," *Economic Inquiry*, Vol. 44, No. 4, October, 2006 (with Morris E. Morkre).

"Competition and Quality in Deregulated Industries: Lessons for the Education Debate," *Texas Review of Law & Politics*, Spring, 2002 (with Jerry Ellig).

"Do Unfairly Traded Imports Injure Domestic Industries?," *Review of International Economics* Vol. 6, No. 2, May, 1998 (with Morris E. Morkre); reprinted in Douglas R. Nelson and Hylke Vandenbussche, eds., *The WTO and Antidumping*, Edward Elgar Publishing, 2005.

"Empirical Analysis for Antitrust and International Trade Law," *University of Cincinnati Law Review*, Vol. 61, No. 3, 1993.

"Some Perspectives Concerning the Effects of Unfair Imports on Domestic Industries," *University of Cincinnati Law Review*, Vol. 61, No. 3, 1993 (with Morris E. Morkre).

"Merger Efficiencies: The Prodigal Son of Antitrust?," *The Journal of Reprints for Antitrust Law and Economics*, Vol. 21, No. 1, 1991.

"The Antitrust Analysis of Grocery Slotting Allowances: The Procompetitive Case," *Journal of Public Policy & Marketing*, Vol. 10, No. 1, Spring, 1991.

"Can Imports Injure a Domestic Industry When They Decline?," *Research in Law and Economics*, Vol. 12, 1989.

"The Analysis of Causality in Escape Clause Cases," *Journal of Industrial Economics*, Vol. 37, No. 2, December, 1988. Reviewed in *Business Economics*, Vol. 24, No. 2, April, 1989.

"The Role of the Free Rider in Resale Price Maintenance: The Loch Ness Monster of Antitrust Captured," *George Mason University Law Review*, Vol. 10, No. 1, Spring, 1988. Reviewed in *Washington Antitrust Report*, Vol. 2, No. 4, Summer, 1988.

"The Role of Risk Aversion in the Allocation of Resources to Invention," *Federal Trade Commission Working Paper No. 51*, March, 1982.

Monographs

QUANTIFYING CAUSES OF INJURY TO U.S. INDUSTRIES COMPETING WITH UNFAIRLY TRADED IMPORTS: 1989 TO 1994, Bureau of Economics, Federal Trade Commission, 2002 (with Morris E. Morkre).

EFFECTS OF UNFAIR IMPORTS ON DOMESTIC INDUSTRIES: U.S. Antidumping and Countervailing Duty Cases, 1980 to 1988, Bureau of Economics, Federal Trade Commission, 1994 (with Morris E. Morkre).

OCCUPATIONAL EMPLOYMENT: AGRICULTURAL CHEMICALS INDUSTRY, APRIL 1971, Report 430-61, U.S. Department of Labor/Bureau of Labor Statistics, November, 1974.

OCCUPATIONAL EMPLOYMENT: GUM AND WOOD CHEMICALS AND MISCELLANEOUS CHEMICAL PRODUCTS, APRIL 1971, Report 430-56, U.S. Department of Labor/Bureau of Labor Statistics, September, 1974.

Reviews

P.K.M. Tharakan, ed., *Policy Implications of Antidumping Measures*, in *Public Choice*, Vol. 75, No. 3, March, 1993.

William B. Tye, *The Theory of Contestable Markets*, in *Business Economics*, Vol. 27, No. 4, October, 1992.

Donald Dewey, *The Antitrust Experiment in America*, in *The Manual of Antitrust Economics*, 1992.

Professional Presentations

"The Economics of Ponzi Schemes," Department of the Treasury Ponzi Scheme Conference, New York, NY, July, 2011

"The Event Study as a Investigative Tool in Merger Enforcement: The Case of Palladium," International Industrial Organization Conference, Atlanta, Georgia, April, 2005 (discussant and conference chair at same conference).

"One Lump or Two: Unitary vs. Bifurcated Measures of Injury from Unfairly Traded Imports," (with Morris E. Morkre), Western Economics Association, Vancouver, British Columbia, July, 2004.

Invited Participant, Workshop on Competition and Investment, Yale Center for the Study of Globalization," April 1, 2003.

"Are Slotting Allowances Anticompetitive?," The American Consumer and the Changing Structure of the Food System, Economic Research Service, U.S. Department of Agriculture, May, 2000.

Panelist, Discussion of Slotting Allowances, Marketing and Public Policy Conference, American Marketing Association, Washington, DC, May, 1996.

Discussant, Marketing and Public Policy Conference, American Marketing Association, Atlanta, GA, May, 1995.

"Empirical Analysis for Antitrust and International Trade Law," and "Perspectives on the Effects of Unfair Imports on Domestic Industries," (with Morris E. Morkre), Western Economics Association, Seattle, WA, July, 1991.

"The Antitrust Analysis of Grocery Slotting Allowances: The Procompetitive Case," Marketing and Public Policy Conference, American Marketing Association, Washington, DC, June, 1990.

"Escape Clause Relief: A Decision Theoretic Approach," presented at the Operations Research Society of America/The Institute of Management Science Joint National Meeting, New York, October, 1989.

"Firm Size and Research Productivity," presented at the North American meeting of the Econometric Society, Denver, CO, September, 1980.

HONORS AND AWARDS

Janet Steiger Award, Federal Trade Commission, 2020

Janet Steiger Award, Federal Trade Commission, 2004

Outstanding Scholarship Award, Federal Trade Commission, 1993

Phi Beta Kappa, 1974

Letter of Commendation, National Science Foundation Graduate Fellowship Program, 1974-75.

Bachelor of Science *summa cum laude* with Highest Honors in Economics, Hofstra University, 1974.

Omicron Delta Epsilon, International Honor Society in Economics, 1973.

New York State Regents College Scholarship, 1971-1973.

Hofstra University Distinguished Academic Scholarship, 1971-1973.

PROFESSIONAL ASSOCIATIONS

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EXHIBIT B

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EXHIBIT C

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wav	HOMEADVISOR_FTC0016974	HOMEADVISOR_FTC0016977

RX0005

(Submitted In Camera)

RX0006

(Submitted In Camera)

RX0007

(Submitted In Camera)

RX0008

(Submitted In Camera)

RX0009

(Submitted In Camera)

RX0010

(Submitted In Camera)

RX0011

	A	B	C
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2	HOMEADVISOR_FTC0010951	12/14/2016	03:23 PM
3	HOMEADVISOR_FTC0010952	12/14/2016	03:23 PM
4	HOMEADVISOR_FTC0010955	12/21/2016	06:51 PM
5	HOMEADVISOR_FTC0010958	12/14/2016	10:00 PM
6	HOMEADVISOR_FTC0010959	12/14/2016	10:00 PM
7	HOMEADVISOR_FTC0010962	12/21/2016	05:27 PM
8	HOMEADVISOR_FTC0010963	12/21/2016	05:27 PM
9	HOMEADVISOR_FTC0016313	12/21/2016	01:48 PM
10	HOMEADVISOR_FTC0016314	12/21/2016	01:48 PM
11	HOMEADVISOR_FTC0010966	12/14/2016	09:17 PM
12	HOMEADVISOR_FTC0010967	12/14/2016	09:17 PM
13	HOMEADVISOR_FTC0010970	12/21/2016	08:58 PM
14	HOMEADVISOR_FTC0010971	12/21/2016	08:58 PM
15	HOMEADVISOR_FTC0016317	12/14/2016	03:57 PM
16	HOMEADVISOR_FTC0016320	12/14/2016	08:27 PM
17	HOMEADVISOR_FTC0010988	12/14/2016	07:09 PM
18	HOMEADVISOR_FTC0010989	12/14/2016	07:09 PM
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CERTIFICATE OF SERVICE

I hereby certify that on August 11, 2022, I caused the foregoing document to be filed electronically using the Administrative E-File System (AEFS), which will send notification of such filing to:

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The Honorable D. Michael Chappell
Administrative Law Judge
Federal Trade Commission
600 Pennsylvania Ave., NW, Rm. H-110
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I further certify that on August 11, 2022, I caused the foregoing document to be served via email to:

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I further certify that the electronic copy sent to the Secretary of the Commission is a true and correct copy of the paper original and that I possess a paper original of the signed document that is available for review by the parties and the Commission.

Dated: August 11, 2022

By: /s/ George T. Phillips
George T. Phillips
Counsel for Respondent HomeAdvisor, Inc.