

STATE OF NORTH CAROLINA

WAKE COUNTY

JOHN FORD and CHRISTOPHER
KISGEN, derivatively on behalf of
TRIANGLE REAL ESTATE
INVESTORS ASSOCIATION, INC.,

Plaintiffs,

v.

CARL ARNOLD JURGENS, JR.;
KATHIE RUSSELL; TRIANGLE REAL
ESTATE INVESTORS ASSOCIATION
(TREIA), LLC; and TREIA
FOUNDATION, INC.,

Defendants,

v.

TRIANGLE REAL ESTATE
INVESTORS ASSOCIATION, INC.,

Nominal Defendant.

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION

20 CVS 4896

**ORDER ON PLAINTIFFS' PETITION
FOR COSTS IN RE MOTION FOR
SANCTIONS**

1. THIS MATTER is before the Court on Plaintiffs John Ford and Christopher Kisgen's ("Plaintiffs") Petition for Costs in re Motion for Sanctions (the "Petition"), (ECF No. 153), to determine an award of attorneys' fees and other expenses as a result of the Court's Order and Opinion granting Plaintiffs' Motion for Sanctions (the "Sanctions Order"), *see Ford v. Jurgens*, 2022 NCBC LEXIS 13 (N.C. Super. Ct. Feb. 16, 2022).

2. After considering Plaintiffs' affidavits and supporting materials, as well as other relevant matters of record, the Court hereby ENTERS the following

FINDINGS OF FACT and CONCLUSIONS OF LAW, and ORDERS relief as set forth below.

FINDINGS OF FACT¹

3. Plaintiffs filed their Motion for Sanctions on 22 June 2021. (ECF No. 89.) After full briefing, the Court held a hearing on the matter on 18 November 2021, during which all parties were represented by counsel. (See ECF Nos. 114, 119.) The Court permitted supplemental briefing on 13 December 2021. (ECF No. 136.) After review of all briefing and in light of the arguments of counsel, on 16 February 2022 the Court issued its Sanctions Order granting Plaintiffs' Motion for Sanctions. *Ford*, 2022 NCBC LEXIS 13, at *26.

4. Before the Court on Plaintiffs' Motion for Sanctions was whether Defendant Kathie Russell ("Russell") had fabricated portions of Nominal Defendant Triangle Real Estate Investors Association, Inc.'s (the "Association") bylaws, and separately whether she had created false emails which she then backdated (the "Laramie Emails"), all to support her position in this litigation. *Id.* at *4.

5. Plaintiffs retained a forensic examiner, Clark Walton ("Walton"), to inspect both the bylaws and the Laramie Emails. After reviewing the bylaws, Walton could not conclude to a reasonable degree of forensic certainty by whom or why the changes had been made to the bylaws. *Id.* at *8–10.

¹ Any determination later stated as a Conclusion of Law that should have been stated as a finding of fact is incorporated in these Findings of Fact. Citations to the record herein are not exhaustive and do not necessarily reflect all evidence upon which corresponding findings of fact are based.

6. In contrast, Walton was able to conclude to a reasonable degree of forensic certainty that the Laramie Emails were created on 28 December 2020, reflected a nonexistent exchange between Russell and another person, and were backdated so that they appeared to have been sent on 10 July 2019, prior to the commencement of this litigation. *Id.* at *14.

7. Based on these Findings of Fact, among others, this Court concluded that Plaintiffs did not meet their burden to show that Russell, without authority to do so, altered the bylaws. *Id.* at *18–19. However, the Court also concluded that Plaintiffs did sufficiently prove that Russell created, backdated, and then forwarded the Laramie Emails to her attorney to produce in discovery, and that she did so for an improper purpose. *Id.* at *19–20.

8. Therefore, the Court, concluding that Russell’s fabrication of the Laramie Emails unnecessarily complicated and extended this litigation resulting in substantial expense, *id.* at *23, awarded Plaintiffs and the remaining defendants their “costs, including reasonable attorneys’ fees, . . . related to th[e] Motion [for Sanctions], including, but not limited to: the costs of filing, briefing (including supplemental filings), and hearing the Plaintiffs’ Motion; and the costs associated with Walton’s services and testimony” pursuant to Rule 26 of the North Carolina Rules of Civil Procedure (the “Rule(s)”), *id.* at *26. The Court directed any party seeking expenses to file a petition with supporting materials on or before 8 March 2022 to assist the Court in determining the appropriate amount of the award. *Id.* at *26.

9. Plaintiffs filed their Petition on 8 March 2022.² (ECF No. 162.) In addition to affidavits, filed with the Petition are redacted billing entries for legal services performed (collectively, the “Invoices”), as well as invoices for Clark Walton’s expert services and deposition, and for the deposition of Frank Gray. (See ECF Nos. 154–58 (and attachments).)

10. The Invoices submitted detail the labor expended by date, identity of the legal services provider, description of the tasks performed, time spent with respect to those tasks, rate charged for the time entry, and total amount charged. (See ECF Nos. 154–58 (and attachments).) In total, Plaintiffs submitted Invoices for 299.1 hours and request \$115,597.00³ in fees and expenses related to the filing, briefing, and hearing on the Motion for Sanctions, and an additional \$5,546.00 related to the filing of their Petition. (See ECF No. 153.) The Court’s analysis and findings with respect to the time and labor expended for each task billed is included in the table attached to this Order as Appendix A.

11. Plaintiffs’ counsel charged the following hourly rates for the fees they seek in their Petition: (i) \$380.00 for Clint Morse, a partner with approximately fourteen years of experience as a litigator in North Carolina; (ii) \$295.00 for Jimmy Chang, an associate with approximately six years of experience; and (iii) \$260.00 for James Bobbitt, an associate with approximately four years of experience. In addition, Plaintiffs’ counsel charged \$190.00 for Keith Carter, a presentation coordinator who

² No Defendant filed a petition.

³ The Court’s calculation of the amount billed differs from Plaintiffs’ total and is reflected in Appendix A.

has held this position with Plaintiffs' counsel since 2008 and has assisted in the presentation of over ninety trials, and \$190.00 for summer associate Gabrielle L. Motsinger, who was clerking after her second year of law school at the time she worked on this matter. (*See* ECF No. 153, at 2–3.)

12. Plaintiffs' counsel also submitted a report for the year 2021 conducted by Thomson Reuters' "Peer Monitor" program, (ECF No. 157.1), as well as the affidavit of Adam P.M. Tarleton ("Tarleton"), Chair of the Finance Committee at counsel's firm, Brooks, Pierce, McLendon, Humphrey & Leonard, L.L.P. ("Brooks Pierce"), (Tarleton Aff., ECF No. 157).

13. Tarleton testified that he has more than fourteen years of experience in various areas of law including tax law, trusts and estates, and nonprofits and charitable organizations. (Tarleton Aff. ¶ 2.) As chair of the Brooks Pierce Finance Committee, Tarleton's responsibilities include making recommendations regarding adjustments to hourly rates. (Tarleton Aff. ¶ 3.) In doing so, Tarleton uses the Peer Monitor service, as well as information gleaned from Brooks Pierce's participation in a confidential survey conducted by Wells Fargo Private Bank. (Tarleton Aff. ¶ 3.)

14. A separate firm committee, the Management Committee, then reviews the hourly rates set by the Finance Committee and must approve its recommendations. The Management Committee members are partners with significant involvement in North Carolina's legal community and "decades" of experience working in private practice. (Tarleton Aff. ¶ 4.)

15. The Peer Monitor report submitted with the Petition indicates that the average hourly rate for a North Carolina litigator is \$465.00, with \$567.00 being the average hourly rate for an equity partner, \$365.00 being the average hourly rate for a sixth-year associate, \$337.00 for a fourth-year associate, and \$281.00 for a first-year associate. (*See generally* ECF No. 157.1.)

16. Regarding the reasonableness of Plaintiffs' hourly rates, Tarleton testified that, based on the Peer Monitor report, the hourly rates billed by Morse, Chang, and Bobbitt were below the average hourly rates of other attorneys in North Carolina, and that summer clerk Motsinger's rate was significantly less than that of the average first-year associate in North Carolina. (Tarleton Aff. ¶¶ 6.) Tarleton further testified that these rates are lower than the rates of lawyers of similar experience in North Carolina as disclosed in the confidential survey conducted by Wells Fargo Private Bank for the year 2020 (which survey was not filed or disclosed to the Court). (Tarleton Aff. ¶ 7.)

17. Tarleton further testified that Defendants in this case opposed the Sanctions Motion "at every juncture" and that counsel's discovery and subsequent investigation of Russell's misconduct required them to engage in "discovery disputes on multiple fronts and analyze and present highly technical information to the Court." (Tarleton Aff. ¶ 8.) Thus, Tarleton testified that the Sanctions Motion "is representative of the type of complex business litigation that the Finance Committee expects [its] litigators to be involved in" and that the work performed in relation thereto is "similar to the type of complex business litigation engaged in by peer firms

whose hourly rates [the Finance Committee] review[s] in making annual adjustments to Brooks Pierce billing rates.” (Tarleton Aff. ¶ 9.) Tarleton therefore testified that the hourly rates are “reasonable as compared with other North Carolina lawyers of similar experience and qualifications.” (Tarleton Aff. ¶ 10.)

18. In addition to fees, Plaintiffs request reimbursement of \$28,527.50 paid to Walton as their forensic examiner, \$1,115.25 incurred in deposing Walton, and \$556.60 in deposing Frank Gray regarding the original bylaws. (See ECF No. 153, at 6.)

19. As authorized by this Court in the Sanctions Order, Russell responded to the Petition on 28 March 2022. (ECF No. 162.) Russell argues that some of the time entries included in the Invoices do not fall within the scope of the award and that the Court should reduce or eliminate these entries. The Court’s specific findings with respect to these objections are included in Exhibit A.

20. The Court concludes in its discretion that a hearing would not assist it with respect to this ruling and therefore decides this matter without a hearing. See BCR 7.4.

CONCLUSIONS OF LAW

21. Based on the foregoing Findings of Fact, the Court makes the following Conclusions of Law.

22. Attorneys’ fees are recoverable only “if such a recovery is expressly authorized by statute.” *Robinson v. Robinson*, 210 N.C. App. 319, 336 (2011) (citation and internal quotation marks omitted). Rule 26(g) permits an award of reasonable

expenses, including reasonable attorneys' fees, incurred because of a violation. N.C. R. Civ. P. 26(g).

23. Before awarding any expenses, however, the Court must make "findings to explain . . . the appropriateness of the sanction and, if it involves a monetary amount, how the court arrived at that figure." *Dunn v. Canoy*, 180 N.C. App. 30, 50 (2006); *see also Benfield v. Benfield*, 89 N.C. App. 415, 422 (1988) ("[T]he record must contain findings of fact to support the award of any expenses, including attorneys' fees.").

24. "[A]n award of attorney's fees usually requires that the trial court enter findings of fact as to the time and labor expended, skill required, customary fee for like work, and experience or ability of the attorney based on competent evidence. *Couch v. Priv. Diagnostic Clinic*, 146 N.C. App. 658, 672 (2001).

25. "An award of monetary sanctions should be limited to those fees and expenses incurred as a result of the sanctioned party's improper conduct." *Vitaform, Inc. v. Aeroflow, Inc.*, 2021 NCBC LEXIS 112, at *7 (N.C. Super. Ct. Dec. 15, 2021); *see* N.C. R. Civ. P. 26(g) (authorizing an award of "reasonable expenses *incurred because of the violation*, including a reasonable attorney's fee." (emphasis added)).

26. "In claiming attorneys' fees, the burden is upon the attorneys seeking the fee to prove the reasonable number of hours worked and the reasonable hourly rate for each attorney." *Oliphant v. Charlotte Mem'l Hosp. & Med. Ctr.*, No. 89-2432, 1991 U.S. App. LEXIS 2715, at *6 (4th Cir. 1991). The amount of attorneys' fees to

be awarded is in the trial court's discretion. *Bryson v. Cort*, 193 N.C. App. 532, 540 (2008).

27. In accordance with the Findings of Fact in the Sanctions Order, the Court has concluded that Russell engaged in discovery misconduct in violation of Rule 26. Having determined that Plaintiffs are entitled to an award of reasonable expenses under Rule 26(g), the Court first examines the reasonableness of Plaintiffs' request for attorneys' fees.

A. Attorneys' Hourly Rates

28. Whether an hourly rate is reasonable is analyzed using a series of nonexclusive factors found in Rule 1.5 of the North Carolina Rules of Professional Conduct. See *Ehrenhaus v. Baker*, 216 N.C. App. 59, 96 (2011); *Vitaform, Inc.*, 2021 NCBC LEXIS 112, at *12. Those factors include:

- (1) the time and labor required, the novelty and difficulty of the questions involved, and the skill requisite to perform the legal service properly;
- (2) the likelihood, if apparent to the client, that the acceptance of the particular employment will preclude other employment by the lawyer;
- (3) the fee customarily charged in the locality for similar legal services;
- (4) the amount involved and the results obtained;
- (5) the time limitations imposed by the client or by the circumstances;
- (6) the nature and length of the professional relationship with the client;
- (7) the experience, reputation, and ability of the lawyer or lawyers performing the services; and
- (8) whether the fee is fixed or contingent.

Vitaform, Inc., 2021 NCBC LEXIS 112, at *12; *see also* N.C. Rev. R. Prof. Conduct 1.5(a).

29. The Court observes that Russell does not object to the hourly rates charged by Plaintiffs' counsel.⁴ (*See* ECF No. 162.)

30. In addition, this was a case of considerable complexity, made so in part by Russell's misconduct. The lawyers are skilled professionals who were required to use their abilities to ferret out deception while also addressing the substantive issues. Based on the Findings of Fact above, as well as the Court's knowledge of the customary hourly rates of local attorneys providing the same services and having the same experience in this area, the Court concludes that the rates of both Plaintiffs' counsel and its supporting staff are reasonable. *See Simpson v. Simpson*, 209 N.C. App. 320, 328 (2011) (recognizing that a trial court may "take judicial notice of the customary hourly rates of local attorneys performing the same services and having the same experience" when awarding attorneys' fees).

B. Complexity of the Issues and Skill Required Considering Each Attorney's Experience and Ability

31. The Court observes that each attorney who worked in connection with the Motion for Sanctions and this Petition is an experienced practitioner: Morse has approximately fourteen years of experience, Chang has approximately six years, and Bobbitt has approximately four years.

⁴ Russell does object, however, to various time entries of Chang and Carter as clerical tasks that should not be awarded to Plaintiffs. (ECF No. 162, at 16–17.) Those objections are addressed below and in Appendix A.

32. While ordinarily the work performed in relation to a Motion for Sanctions and resulting Petition would not be challenging for experienced attorneys such as these, the Court concludes that Russell's misconduct required counsel to expend a significant amount of time investigating the legitimacy of electronic documents and consulting with an expert in the field to determine whether and how documents were falsified. These considerations weigh in favor of the reasonableness of Plaintiffs' Petition.

C. Time and Labor Expended

33. The Court next considers the reasonableness of the time and labor expended for each task related to Plaintiffs' Motion for Sanctions. As the movants, the burden of proof with respect to the reasonableness of time and labor expended is on Plaintiffs. *See Oliphant*, No. 89-2432, 1991 U.S. App. LEXIS 2715, at *6.

34. At the outset, the Court observes that the time entries are "block-billed" rather than billed per task, a fact acknowledged by Plaintiffs' counsel. (ECF No. 155, at 4.) While block-billing is not prohibited *per se*, the practice limits the Court's ability to determine whether the time expended on each particular task was reasonable. *See, e.g., W&W Partners, Inc. v. Ferrell Land Co.*, 2020 NCBC LEXIS 35, at *11–12 (N.C. Super. Ct. Mar. 23 2020) ("While submitting block-billed task entries in support of a motion for attorneys' fees is not prohibited, in this case it makes difficult the Court's task of determining whether the fees requested are reasonable." (citation omitted)); *Dixon v. Astrue*, 5:06-CV-77-JG, 2008 U.S. Dist. LEXIS 9903, at *10–12 (E.D.N.C. Feb. 8, 2008) (stating that the "fail[ure] to itemize time entries by

task, but instead lump[ing] multiple tasks together” prevents a proper determination that every amount claimed by a party is “both compensable and reasonable” and therefore requires “a significant reduction of the fees claimed”); *Ekren v. K&E Real Estate Invs., LLC*, 2014 NCBC LEXIS 57, at *17 (N.C. Super. Ct. Nov. 10, 2014) (stating that the presence of block-billing requires the Court to “estimate the hours expended for each separate task in the reasonable exercise of the Court’s discretion”).

35. In addition, some of the descriptions of tasks performed are vague or otherwise un-descriptive, (*see, e.g.*, App. A, at Morse Mar. 19, 2021 (“Review document production and e-mail conference with Chris Kisgen regarding ‘interesting finds.’ ”), Apr. 13, 2021 (“[R]eview hot documents[.]”), Oct. 19, 2021 (“[C]onferences with Jimmy Chang regarding ‘various matters.’ ”), Nov. 11, 2021 (“Numerous conferences with opposing counsel concerning completion of discovery and related issues[.]”)), and the lack of spacing between the entries submitted allows the lines to run together on the page, making it difficult for the Court to distinguish which tasks were performed on which day, (*see generally, e.g.*, ECF No. 155.1).

36. While these impediments in Plaintiffs’ submission made it difficult for the Court to conduct the necessary analysis, the Court has combed the records and spent considerable time reviewing Russell’s objections to the time entries in order to cull the entries appropriately.

37. In addition to these limitations, Russell argues that some of the time requested in the Petition is clerical, rather than legal, in nature. She contends that Chang’s time should be reduced and that the Court should not consider Carter’s time

at all. (ECF No. 162, at 16–17.) The precise boundary between legal tasks and clerical ones may be debated, but there is indeed a line between such tasks. Other courts have recognized that “[m]any clerical tasks should be subsumed in a law firm’s overhead, rather than billed even at a firm’s rate for paralegal work, because the most basic of clerical tasks—filing, transcription, and document organization—are part of the cost of doing business.” *Triplett v. N.C. Dep’t of Pub. Safety*, CASE NO. 5:15-CV-00075-RLV-DCK, 2017 U.S. Dist. LEXIS 142088, at *16 (W.D.N.C. Sept. 1, 2017); *see, e.g., Missouri v. Jenkins*, 491 U.S. 274, 288 n.10 (1989) (stating that the dollar value of non-legal work ‘is not enhanced just because a lawyer does it’ (citation omitted)); *Topness v. Cascadia Behav. Healthcare*, Case No. 3:16-cv-2026-AC, 2017 U.S. Dist. LEXIS 218426, at *16 (D. Or. Oct. 17, 2017) (“[T]he court may reduce an attorney’s hours for time spent performing clerical work.”). The Court has considered Russell’s argument, and its conclusion as to clerical tasks is reflected in its determination with respect to each time entry in Appendix A.

38. Accordingly, after careful review of the Petition and Russell’s objections, the Court, in its discretion, awards attorneys’ fees as stated and for the reasons provided in Appendix A below.

D. Expenses

39. The Court now turns to the reasonableness and necessity of the expenses described in the Petition, including those related to Walton’s services, deposing Walton, and deposing Frank Gray. (See ECF Nos. 158.2–.4 (invoices for

Walton's forensic services), 155.6 (Walton deposition costs), 155.5 (Frank Gray deposition costs).)

40. Regarding Walton, the Court again initially observes that Russell does not object to Walton's hourly rate. Instead, Russell argues that his fee should be reduced "because at least a portion of the expenses relate to general discovery, and the total fee is excessive." (ECF No. 162, at 19.) She defines "general discovery" in part as "extensive electronic discovery as a result of [Plaintiffs'] allegations concerning [the Association]'s Bylaws." (ECF No. 162, at 19.) Thus, she complains that Walton spent time on tasks that she contends are not directly related to the Laramie Email misconduct.

41. The Court concludes that Russell dices the issue too finely. Walton was retained to explore whether Russell fabricated evidence, and that is precisely what he discovered in the Laramie Emails. That is not to say that Walton's remaining work to unearth and determine the extent of Russell's misconduct was unnecessary, particularly given the discovery of facts that gave rise to suspicions of additional wrongdoing. In short, "Reliance's fees are not excessive when compared with the results achieved by its inspection." *Kixsports, LLC v. Munn*, 2019 NCBC LEXIS 62, at *20–21 (N.C. Super. Ct. Sept. 30, 2019) (Walton's fee was reasonable because, "[p]ut simply, the inspection hit pay dirt"). The Court therefore concludes, in the exercise of its discretion, that Plaintiffs should be awarded the expenses incurred for Walton's work, as well as the fees and expenses incurred for his deposition.

42. On the other hand, the deposition of Frank Gray authenticated one version of the bylaws but did not ultimately establish that Russell had engaged in misconduct in violation of Rule 26. The Court determines that the deposition served a purpose distinct from Russell's misconduct and, accordingly, does not award fees or expenses related to the Frank Gray deposition.

43. WHEREFORE, the Court, in the exercise of its discretion, hereby ORDERS Russell to pay Plaintiffs' reasonable attorneys' fees and expenses in the amount of \$93,620.75 as further detailed in Appendix A.

IT IS SO ORDERED, this the 15th day of June, 2022.

/s/ Julianna Theall Earp

Julianna Theall Earp
Special Superior Court Judge
for Complex Business Cases

APPENDIX A

A. Clint Morse

Date	Description of Task Performed ⁵	Hours Expended	Amount Charged	Hour Entitlement	Reasoning	Fee Entitlement
3/19/21	Review document production and e-mail conference with Chris Kisgen regarding interesting finds.	2.1	\$798.00	0	Not clearly related to the Motion or basis of award ⁶	\$0
3/30/21	Draft forensic protocol; E-mail conference with John Ford and Chris Kisgen	0.9	\$323.00	0.7	Partially related to the Motion or basis of award (“Draft	\$266.00

⁵ The Court has quoted each time entry’s description to the best of its ability. The submitted Invoices are located at ECF Nos. 155.1 (Morse), 156.1–.2 (Chang), 155.2 (Bobbitt), 155.4 (Carter), and 155.3 (Motsinger).

⁶ The Court uses the phrase “not clearly related to the Motion or basis of award” and “partially related to the Motion or basis of award” to refer to the Sanctions Order’s mandate that Russell be personally responsible for paying the costs, including reasonable attorneys’ fees, incurred by Plaintiffs *related to* the Motion for Sanctions, including *but not limited to* the costs of filing, briefing (including supplemental filings), and hearing the Motion. Therefore, in addition to the direct expenses Plaintiffs incurred when their attorneys briefed and argued the motion, it is the Court’s intention also to award Plaintiffs the costs that were incurred as a result of the investigation necessitated by Russell’s misconduct. However, in recognition that the fees and expenses awarded must be incurred *because of* the violation, the Court limits this aspect of the award to only those fees incurred with respect to investigation of the Laramie emails. *See Vitaform, Inc.*, 2021 NCBC LEXIS 112, at *7 (“An award of monetary sanctions should be limited to those fees and expenses incurred as a result of the sanctioned party’s improper conduct.”); N.C. R. Civ. P. 26(g) (authorizing an award of “reasonable expenses incurred because of the violation, including a reasonable attorneys’ fee”).

	regarding open matters.				forensic protocol")	
4/6/21	Conference with Chris Kisgen regarding documents in discovery.	0.2	\$76.00	0	Not clearly related to the Motion or basis of award	\$0
4/13/21	[beginning omitted] exception to the attorney client privilege and rights of former board members in derivative actions to access A/C privilege communications; Review hot documents and additional documents for use in brief in support of motion to compel; Conferences with James Bobbitt concerning motion to compel; E-mail conference with opposing counsel concerning	1.4	\$519.33	0.5	Partially related to the Motion or basis of award ("E-mail conference with opposing counsel concerning belated production and forensic investigation")	\$190.00

	belated production and forensic investigation; E-mail conference with opposing counsel concerning A/C privilege documents; Multiple conferences with Chris Kisgen concerning scam with Crystal and potential mortgage fraud.					
4/14/21	Conference with opposing counsel regarding forensic protocol.	0.6	\$228.00	0.6	n/a	\$228.00
5/11/21	E-mail conference with John Ford and Chris Kisgen regarding bar complaint against Kathie Russell and missing documents from production.	0.5	\$190.00	0	Not clearly related to the Motion related to the Motion or basis of award	\$0
5/12/21	Draft bar complaint and e-	2	\$760.00	0	Not clearly related to the	\$0

	mail conference with opposing counsel regarding continued bylaw issues.				Motion or basis of award	
5/14/21	Conferences with opposing counsel regarding bylaw fabrication issues; Conference with forensic document examiner.	0.9	\$342.00	0.45	Partially related to the Motion or basis of award (“Conference with forensic examiner”)	\$171.00
5/18/21	Research sanctions for fabrication of evidence.	0.5	\$190.00	0.5	n/a	\$190.00
5/18/21	Research law on sanctions for fabricating evidence in a court proceeding; Conference with Jennifer Van Zant regarding the same; Conference with Daniel Adams regarding the same.	3.4	\$1,292.00	3.4	n/a	\$1,292.00

5/19/21	Review law concerning sanctions for fabricating evidence; Multiple conferences regarding the same; Draft e-mail to opposing counsel concerning open discovery items and bylaw issues.	3.8	\$1,444.00	3.4	Partially related to the Motion or basis of award (“Review law concerning sanctions for fabricating evidence”; “Multiple conferences regarding the same”)	\$1,292.00
5/20/21	Review original bylaws in minute book; Conference with document expert; Conferences with John Ford and Chris Kisgen concerning minutes; Research methods by which toner transfers to another sheet of paper.	8.8	\$3,344.00	0	Not clearly related to the Motion or basis of award	\$0
5/21/21	E-mail conference with	0.8	\$304.00	0	Not clearly related to the	\$0

	John Ford and Chris Kisgen regarding settlement terms.				Motion or basis of award	
5/26/21	Conference with John and Chris regarding settlement points.	1.3	\$494.00	0	Not clearly related to the Motion or basis of award	\$0
5/28/21	Draft and serve discovery dispute summary; Finalize and file bar complaint against Kathie Russell.	4.2	\$1,596.00	0	Not clearly related to the Motion or basis of award	\$0
6/3/21	Conference with Chris Kisgen regarding time stamps and incomplete production.	0.5	\$190.00	0	Not clearly related to the Motion or basis of award	\$0
6/8/21	Revise research on sanctions for fabrication of evidence; Review sanctions research; E-mail conference with John and Chris regarding the same.	0.5	\$190.00	0.5	n/a	\$190.00

6/10/21	Conference with John and Chris regarding sanctions issues; E-mail and telephone conferences with Tom Buckley regarding document fabrication issues and potential for a civil obstruction lawsuit.	1.1	\$418.00	1.1	n/a	\$418.00
6/17/21	Review draft brief in support of motion for sanctions; Conference with James Bobbitt regarding the same; Conference with Chris Kisgen regarding discovery production.	1.1	\$418.00	0.9	Partially related to the Motion or basis of award ("Review draft brief in support of motion for sanctions"; "Conference with James Bobbitt regarding the same")	\$342.00
6/21/21	Review e-mails concerning Patrick Curley; Review and revise brief in support of	2.1	\$798.00	1.7	Partially related to the Motion or basis of award ("Review and revise brief in	\$646.00

	motion for sanctions.				support of motion for sanctions")	
6/22/21	Draft Motion for Sanctions; Finalize brief in support of motion for sanctions; Prepare for hearing on motion to compel.	5.3	\$2,014.00	2.65	Partially related to the Motion or basis of award ("Draft Motion for Sanctions"; "Finalize brief in support of motion for sanctions")	\$1,007.00
6/25/21	Revise forensic protocol; E-mail conference with opposing counsel regarding documents for forensic review and documents to be provided to the court for in-camera review.	0.7	\$266.00	0.35	Partially related to the Motion or basis of award ("Revise forensic protocol")	\$133.00
6/30/21	E-mail conference with opposing counsel regarding privilege dispute and independent board member position on forged bylaws.	0.4	\$152.00	0	Not clearly related to the Motion or basis of award	\$0
7/13/21	Review and revise complaint	1.9	\$722.00	0	Not clearly related to the	\$0

	for obstruction of justice; Review production concerning board meetings; E-mail conference with opposing counsel regarding discovery issues.				Motion or basis of award	
8/18/21	Review e-mails produced by Russell; E-mail conference with John and Chris regarding the same.	2.1	\$798.00	2.1	n/a	\$798.00
9/1/21	E-mail conference with opposing counsel regarding forensic protocol; Telephone conference with opposing counsel concerning forensic protocol.	0.6	\$228.00	0.6	n/a	\$228.00
9/1/21	Conference with Jimmy Chang regarding reply in support of	0.6	\$228.00	0.6	n/a	\$228.00

	motion for sanctions.					
9/2/21	Draft requests for admissions and affidavit to support reply to motion for sanctions.	1.3	\$494.00	0.65	Partially related to the Motion or basis of award ("Draft . . . affidavit to support reply to motion for sanctions")	\$247.00
9/3/21	Finalize RFAs and affidavit.	1.5	\$570.00	1.2	Partially related to the Motion or basis of award ("Finalize . . . affidavit")	\$456.00
9/8/21	Review draft of reply in support of motion for sanctions; Draft outline and e-mail conference with Jimmy Chang regarding revisions to reply; Conference with Jimmy Change regarding the same.	1.9	\$722.00	1.9	n/a	\$722.00
9/9/21	Review and revise reply to motion for	2.7	\$1,026.00	2.7	n/a	\$1,026.00

	sanctions; Conference with Jimmy Chang regarding the same.					
9/20/21	Review Russell production; E- mail conference with clients and opposing counsel concerning forensically recovered drafts of Russell fabricating the AC Johnson e- mail; Conference with Jimmy Chang regarding supplement to motion for sanctions; Conference with Clark Walton regarding affidavit for supplement to motion for sanctions.	4.1	\$1,558.00	4.1	n/a	\$1,558.00
9/30/21	Conference with Jimmy Chang regarding discovery responses.	0.7	\$266.00	0	Not clearly related to the Motion or basis of award	\$0

10/1/21	Review requests for admission responses; E-mail conferences with opposing counsel regarding authentication of the Jordan Price bylaws.	0.8	\$304.00	0	Not clearly related to the Motion or basis of award	\$0
10/7/21	Conference with Clark Walton regarding items needed for report; Revise discovery responses and supplemental sanctions brief.	1.4	\$513.00	1.4	n/a	\$513.00
10/8/21	Revise Affidavit of Clark Walton concerning fabricated documents; Conferences with Clark Walton regarding fabricated documents.	1.3	\$494.00	1.3	n/a	\$494.00
10/14/21	Revise and finalize discovery responses; Conference with	2.4	\$902.88	0	Not clearly related to the Motion or basis of award	\$0

	Jimmy Chang regarding new discovery dispute summary about failure to provide cell phone and failure to complete discovery; Revise and finalize subpoena to Frank Gray to authenticate the original bylaws.					
10/19/21	Draft and revise discovery dispute summary and supplemental brief; Revise Walton Affidavit; Conferences with Jimmy Chang regarding various matters.	5.3	\$2,014.00	5	Partially related to the Motion or basis of award ("Revise Walton Affidavit")	\$1,900.00
10/20/21	Review and revise supplemental brief in support	0.7	\$266.00	0.7	n/a	\$266.00

	of motion for sanctions.					
10/21/21	Conference with Clark Walton regarding his affidavit on the fabricated evidence.	0.3	\$114.00	0.3	n/a	\$114.00
10/22/21	Draft motion for leave; Revise affidavits; Conference with John Ford.	2.9	\$1,102.00	2.9	n/a	\$1,102.00
10/25/21	Conference with Jimmy Chang regarding responses to requests for admissions and supplemental briefing; Review discovery rules; Finalize plan for discovery dispute summary regarding the late-filed responses to the requests for a [sic] admissions; E-mail conference with other side regarding	2	\$760.00	0	Not clearly related to the Motion or basis of award	\$0

	discovery dispute on the requests for admissions; E-mail correspondence with opposing counsel regarding requests for admissions and the deposition of Frank Gray.					
10/27/21	Conference with Clark Walton regarding forged bylaws and where he stands on his review of the MacBook image.	0.8	\$304.00	0	Not clearly related to the Motion or basis of award	\$0
10/29/21	Conference with Clark Walton regarding fabricated Laramie e-mails; Review law on proper sanction for fabricating evidence.	2	\$760.00	2	n/a	\$760.00
11/1/21	Prepare for deposition of Frank Gray to authenticate the	5.8	\$2,204.00	0	Not clearly related to the Motion or basis of award	\$0

	original bylaws; depose Frank Gray to authenticate the original bylaws.					
11/3/21	E-mail conferences with the Court, opposing counsel, and expert forensic investigator concerning documents Russell's production of documents [sic].	1.1	\$418.00	1.1	n/a	\$418.00
11/5/21	Conference with Clark Walton regarding forensic review of devices; e-mail conferences with opposing counsel regarding discovery and forensic review issues.	0.8	\$304.00	0.8	n/a	\$304.00
11/11/21	Numerous conferences with opposing counsel concerning completion of discovery and	1.8	\$684.00	1	Partially related to the Motion or basis of award ("revise responses to	\$380.00

	related issues; review responses to Motion for Sanctions; E-mail conference with clients regarding the same; review and revise motion for extension of discovery deadlines and motion for leave to file deposition transcript and revised admissions.				Motion for Sanctions”; “E-mail conference with clients regarding the same”)	
11/15/21	Review law on discontinuance of derivative actions; E-mail conference with John Ford and Chris Kisgen regarding the same; e-mail conference with opposing counsel regarding rectification against Kathy [sic] Russell.	0.6	\$215.33	0.3	Partially related to the Motion or basis of award (“e-mail conference with opposing counsel regarding rectification against Kathy Russell”)	\$114.00

11/16/21	Conference with John Ford and Chris Kisgen regarding plans for New Treia; conference with Clark Walton regarding forensic review; conference with opposing counsel regarding forensic review; review brief in support of motion to enforce settlement.	2.4	\$912.00	1.2	Partially related to the Motion or basis of award (“conference with Clark Walton regarding forensic review”; “conference with opposing counsel regarding forensic review”)	\$456.00
11/17/21	Prepare for hearing on motion for sanctions; review documents Russell produced; multiple conferences with opposing counsel regarding issues in production.	3.9	\$1,482.00	3	Partially related to the Motion or basis of award (“Prepare for hearing on motion for sanctions”; “review documents Russell produced”)	\$1,140.00
11/18/21	Prepare for hearing on Motion for Sanctions; argue	9.1	\$3,458.00	9.1	n/a	\$3,458.00

	Motion for Sanctions; conference with John Ford regarding the same; conference with Jimmy Chang regarding the same.					
12/6/21	E-mail conferences with John Ford, Chris Kisgen, and Clark Walton.	0.3	\$114.00	0.1	Not clearly related to the Motion or basis of award	\$38.00
12/6/21	Review e-mails from Clark's production; e-mail conference with John Ford and Chris Kisgen regarding the same; multiple conferences with Clark Walton regarding e-mails and drafts and opinions and his deposition; organize the draft e-mails for	5.4	\$2,052.00	5.4	n/a	\$2,052.00

	Clark's deposition.					
12/7/21	Prepare for and depose Clark Walton.	9.7	\$3,686.00	9.7	n/a	\$3,686.00
12/8/21	Numerous e-mail conversations with opposing counsel regarding privilege issues and the December 28 e-mails; redact December 28 e-mails; conference with John Ford regarding settlement terms; revise proposed settlement terms; draft Rule 3.3 letter; research Rule 3.3; conferences with Clark Walton.	5.5	\$2,081.64	0.5	Partially related to the Motion or basis of award ("Numerous e-mail conversations with opposing counsel regarding . . . the December 28 e-mails"; "redact December 28 e-mails"; "conferences with Clark Walton")	\$190.00
12/9/21	Review December 28 Emails and redact the same; Finalize Rule	3.3	\$1,246.40	1	Partially related to the Motion or basis of award ("Review	\$380.00

	3.3 letter; multiple conferences with Clark Walton regarding expert report; conference with John Ford and Chris Kisgen regarding settlement terms; e-mail proposed settlement terms to opposing counsel.				December 28 Emails and redact the same”; “multiple conferences with Clark Walton regarding expert report”)	
12/10/21	Review, revise, and finalize Brief in Opposition to Motion to Enforce Settlement; multiple conferences with Clark Walton regarding expert opinions; finalize Rule 3.3 letter; Continue researching Rule 3.3 issues and e-mail to other counsel	1.3	\$494.00	0.5	Partially related to the Motion or basis of award (“multiple conferences with Clark Walton regarding expert opinions”)	\$190.00

	regarding Rule 3.3 obligations.					
12/13/21	Review Clark Walton report; conference with Clark Walton; conference with mediator; conference with John Ford; e-mail conference with Chris Kisgen.	1.1	\$405.33	0.5	Partially related to the Motion or basis of award (“Review Clark Walton report”; “conference with Clark Walton”)	\$190.00
12/14/21	Finalize expert report; Multiple conversations with Clark Walton regarding the same; finalize supplemental discovery responses.	2	\$759.24	1	Partially related to the Motion or basis of award (“Finalize expert report”; “Multiple conversations with Clark Walton regarding the same”)	\$380.00
12/16/21	Draft supplemental brief regarding Ms. Russell’s fabrication of evidence.	4.9	\$1,862.00	4.9	n/a	\$1,862.00

12/20/21	Review reply brief in support of motion to enforce settlement; review brief in support of motion for sanctions; e-mail conferences with Jimmy Chang regarding the same; draft supplemental brief.	1.1	\$399.00 ⁷	0.6	Partially related to the Motion or basis of award (“review brief in support of motion for sanctions”; “e-mail conferences with Jimmy Chang regarding the same”; “draft supplemental brief”)	\$228.00
12/21/21	Review and revise brief in support of second motion for sanctions and supplemental brief following the Clerk Walton deposition.	1.5	\$577.60	1.5	n/a	\$577.60
12/22/21	Draft brief in support of motion for sanctions; draft	3.4	\$1,276.80	3.4	n/a	\$1,276.80

⁷ Certain rates reflect a discounted hourly rate, charged by Plaintiffs’ counsel of their own initiative, as a result of subsuming the majority of their second sanctions motion, which was not filed with the Court, into the supplemental briefing on this motion. The Court has considered this discount when apportioning fees.

	supplemental brief.					
12/28/21	Revise supplemental brief.	1.5	\$570.00	1.5	n/a	\$570.00
12/29/21	Conference with Jimmy Chang regarding finalization of supplemental brief; finalize second sanction motion.	0.5	\$182.40	0.5	n/a	\$182.40
TOTAL:		147.4	\$55,875.95	91.8		\$34,850.00

B. Jimmy Chang

Date	Description of Task Performed	Hours Expended	Amount Charged	Hour Entitlement	Reasoning	Fee Entitlement
8/11/21	Conference call with Clint Morse regarding case matter and litigation strategy.	0.2	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
8/11/21	Review client file; review motion for sanctions; confer with Clint Morse regarding past	0.8	\$118.00	0	Not clearly related to the Motion or basis of award	\$0

	motion for sanctions and oral argument; confer with James Bobbitt regarding case matter.					
9/1/21	Confer with legal secretary regarding upcoming dates; confer with Clint Morse regarding Reply in support of Motion for Sanctions.	0.6	\$177.00	0.4	Clerical; Partially related to the Motion or basis of award (“confer with Clint Morse regarding Reply in support of Motion for Sanctions”)	\$118.00
9/1/21	Outline Reply in support of Motion for Sanctions.	0.2	\$59.00	0.2	n/a	\$59.00
9/2/21	Review and analyze Responses to Motion for Sanctions in preparation of Reply.	0.5	\$147.50	0.5	n/a	\$147.50
9/3/21	Edit and revise request for admissions; edit and revise	3.7	\$1,091.50	3.5	Partially related to the Motion or basis of	\$1,032.00

	Clint Morse affidavit; confer with Clint Morse throughout; review and analyze Responses to Motion for Sanctions; edit and revise Reply Brief.				award (“edit and revise Clint Morse affidavit”; “confer with Clint Morse throughout”; “review and analyze Responses to Motion for Sanctions”; “edit and revise Reply Brief”)	
9/4/21	Edit and revise Reply Brief; review and analyze Responses.	0.9	\$265.50	0.9	n/a	\$265.50
9/7/21	Edit and revise Reply Brief in support of Motion for Sanctions.	3.3	\$973.50	3.3	n/a	\$973.50
9/7/21	Edit and revise Reply Brief in support of Motion for Sanctions; review and analyze discovery to date.	4.9	\$1,445.50	2.45	Partially related to the Motion or basis of award (“Edit and revise Reply Brief in support of Motion for Sanctions”)	\$722.75

9/7/21	Edit and revise Reply Brief in support of Motion for Sanctions.	1.8	\$531.00	0	Duplicative	\$0
9/8/21	Edit and revise Reply Brief ISO Motion for Sanctions per Clint Morse's comments and redlines.	4.5	\$1,327.50	4.5	n/a	\$1,327.50
9/9/21	[beginning omitted] Clint Morse throughout regarding final revisions to Reply Brief; confer with legal secretary regarding filing instructions, compile and finalize all exhibits to Reply Brief, including Demonstrative Exhibit; email to clients regarding Reply Brief; email to clients	4.5	\$1,327.50	2.25	Clerical; Partially related to the Motion or basis of award ("Clint Morse regarding final revisions to Reply Brief"; "email to clients regarding Reply Brief")	\$663.75

	regarding additional discovery and response date; confer with legal secretary regarding deadlines to response to discovery; confer with Clint Morse regarding next assignments.					
9/10/21	Confer with legal secretary to confirm filing of Reply Brief.	0.1	\$29.50	0	Clerical	\$0
9/16/21	Confer with legal staff regarding paper filing of Motion for Sanctions.	0.1	\$29.50	0	Clerical	\$0
9/20/21	Conference with Clint Morse regarding Defendants' supplemental production and regarding a supplemental brief.	0.2	\$59.00	0.2	n/a	\$59.00

9/20/21	Review discovery record regarding "Laramie Email"; edit and revise supplemental brief to Motion for Sanctions regarding Laramie Email.	3.5	\$1,032.50	3.5	n/a	\$1,032.50
9/21/21	Edit and revise supplemental brief in support of Motion for Sanctions.	1.7	\$501.50	1.7	n/a	\$501.50
10/1/21	Confer with Clint Morse regarding litigation strategy and additional discovery.	0.3	\$88.50	0	Not clearly related to the Motion or basis of award	\$0
10/6/21	Edit and revise Supplemental Brief ISO Motion for Sanctions.	0.5	\$147.50	0.5	n/a	\$147.50
10/12/21	Review and analyze emails regarding deposition of	0.2	\$59.00	0	Not clearly related to the Motion or	\$0

	Frank Gray and regarding Defendant's supplemental production; confer with Clint Morse regarding the same.				basis of award	
10/13/21	Review and analyze emails regarding status of discovery dispute.	0.1	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
10/13/21	Confer with Clint Morse regarding potential discovery dispute.	0.1	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
10/14/21	Instructions to legal assistant regarding service of subpoena.	0.1	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
10/14/21	Confer with Clint Morse regarding potential discovery dispute and supplemental brief to Motion for Sanctions;	2.3	\$678.50	1	Partially related to the Motion or basis of award ("Confer with Clint Morse regarding . . . supplemental	\$295.00

	review discovery issues in preparation of discovery dispute; edit and revise supplemental brief in light of non-response to request for admissions.				brief to Motion for Sanctions”; “edit and revise supplemental brief in light of non-response to request for admissions”)	
10/15/21	Provide Notice of Subpoena to parties.	0.1	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
10/15/21	Edit and revise Supplemental Brief per the Association’s request for admissions; edit and revise Clint Morse’s supplemental affidavit.	1	\$295.00	0	Not clearly related to the Motion or basis of award	\$0
10/18/21	Edit and revise Discovery Dispute, No. 2; edit and revise Supplemental Brief	2.3	\$678.50	1.15	Partially related to the Motion or basis of award (“edit and revise Supplemental Brief”)	\$339.25

10/19/21	Finalize discovery dispute, no. 3.	0.2	\$59.00	0	Not clearly related to the Motion or basis of award	\$0
10/19/21	Confer with forensic examiner regarding expert opinion.	0.1	\$29.50	0.1	n/a	\$29.50
10/19/21	Review and analyze Mr. Clark's draft affidavit; review and analyze Attorney Russell's production; prepare follow-up questions; edit and revise Supplemental Brief accordingly.	2.5	\$737.50	2.5	n/a	\$737.50
10/20/21	Edit and revise Supplemental Brief, Affidavit of Clark Walton, and Supplemental Affidavit of Clint Morse.	1.8	\$531.00	1.8	n/a	\$531.00
10/22/21	Finalize Motion for	1.3	\$383.50	1.3	n/a	\$383.50

	Leave to File Supplemental Brief; finalize Supplemental Brief (final proofread and compile all exhibits to all affidavits).					
10/25/21	Confer with Clint Morse regarding request for admissions; legal research regarding opposing counsel's neglect; legal research re withdrawal of admissions; edit and revise potential discovery dispute; coordinate deposition of Frank Gray.	1.4	\$413.00	0	Not clearly related to the Motion or basis of award	\$0
10/25/21	Further legal research regarding opposing counsel's inexcusable	1.7	\$501.50	0	Not clearly related to the Motion or basis of award	\$0

	neglect in anticipation of hearing on motion for sanctions; coordinate deposition of Frank Gray; confer with Clint Morse regarding alternative to discovery dispute.					
10/28/21	Phone call from deponent's counsel; meet and confer with deponent's counsel; coordinate rescheduling; review and analyze incoming meet and confer letters.	0.7	\$206.50	0	Not clearly related to the Motion or basis of award	\$0
10/29/21	Review email memo from Clint Morse regarding auto-saved drafts; re-	0.1	\$29.50	0.1	n/a	\$29.50

	review Supplemental Brief for consistency.					
11/2/21	Confer with Keith Carter regarding presentation of Motion for Sanctions.	0.3	\$88.50	0	Not clearly related to the Motion or basis of award	\$0
11/3/21	Confer with Clint Morse regarding Motion for Sanctions.	0.1	\$29.50	0.1	n/a	\$29.50
11/4/21	Review, analyze and calendar discovery dispute tasks per meet and confer conference with opposing counsel.	0.2	\$59.00	0	Not clearly related to the Motion or basis of award	\$0
11/5/21	Review Russell's supplemental document production (text messages log).	0.1	\$29.50	0	Not clearly related to the Motion or basis of award	\$0
11/9/21	Confer with Keith Carter regarding	0.3	\$88.50	0	Not clearly related to the Motion or	\$0

	powerpoint for Motion for Sanctions; review correspondence regarding Russell's supplemental production and document types.				basis of award	
11/10/21	Confer with Clint Morse regarding possible amended brief in light of defendant's proposed admissions; review and analyze proposed admissions.	0.2	\$59.00	0	Not clearly related to the Motion or basis of award	\$0
11/11/21	Edit and revise Motion for Amended Case Management Order; edit and revise Motion for Leave to File Supplemental Brief for Motion for	1.9	\$560.50	1.5	Partially related to the Motion or basis of award ("edit and revise Motion for Leave to File Supplemental Brief for Motion for	\$442.50

	Sanctions; confer with Clint Morse regarding the same.				Sanctions”; “confer with Clint Morse regarding the same”)	
11/12/21	Finalize and coordinate filing of Motion to Amend CMO and Motion for Leave; confer with legal assistant regarding the same.	0.4	\$118.00	0	Not clearly related to the Motion or basis of award	\$0
11/18/21	Confer with Clint Morse regarding hearing on motion for sanctions and next steps.	0.2	\$59.00	0.2	n/a	\$59.00
12/6/21	Review emails regarding AC Johnson fabricated emails.	0.1	\$29.50	0.1	n/a	\$29.50
12/7/21	Confer with Clint Morse and review supplemental production in preparation of deposition of	0.3	\$88.50	0.3	n/a	\$88.50

	expert forensic examiner.					
12/14/21	Review and comment on Clark Walton's expert report; gather all exhibits for expert report; concurrently, edit and revise supplemental discovery responses per discovery pre-trial deadline.	3.9	\$1,150.50	1.95	Partially related to the Motion or basis of award ("Review and comment on Clark Walton's expert report"; "gather all exhibits for expert report")	\$575.25
12/16/21	Edit and revise brief in support of Motion for Sanctions against AC Johnson.	1.3	\$383.50	1.04	Regarding second motion for sanctions ⁸	\$306.80
12/17/21	Legal research re sanctions; edit and revise brief in support of motion for sanctions	4.6	\$1,357.00	3.68	Regarding second motion for sanctions	\$1,085.6

⁸ "Regarding second motion for sanctions" refers to a 20% reduction conceded by Plaintiffs as a result of their decision not to file a second motion for sanctions but to incorporate the work in supplemental briefing ultimately filed with the Court.

	against AC Johnson.					
12/20/21	Edit and revise brief in support of second motion for sanctions.	3.4	\$1,003.00	2.72	Regarding second motion for sanctions	\$802.40
12/21/21	Edit and revise brief in support of second motion for sanctions; edit and revise exhibits and illustrates [sic] therein.	6.7	\$1,976.50	5.36	Regarding second motion for sanctions	\$1,581.20
12/27/21	Confer with Clint Morse regarding supplemental brief in support of Motion for Sanctions; edit and revise brief accordingly.	0.2	\$59.00	0.2	n/a	\$59.00
12/27/21	Edit and revise supplemental brief in support of Motion for Sanctions; edit and revise brief in	6.3	\$1,858.50	6.3	n/a	\$1,858.50

	support of Second Motion for Sanctions; extract deposition transcript in detail; extract deposition exhibits.					
12/28/21	Edit and revise supplemental brief in support of Motion for Sanctions; edit and revise brief in support of Second Motion for Sanctions.	4.1	\$1,209.50	4.1	n/a	\$1,209.50
12/29/21	Finalize and e-file supplemental brief to Motion for Sanctions, including compile all exhibits.	4.8	\$1,416.00	4.8	n/a	\$1,416.00
2/21/22	Prepare Affidavits in support of Attorneys' Fees.	2.3	\$678.50	2.3	n/a	\$678.50
2/21/22	Prepare Affidavits in	3.8	\$1,121.00	3.8	n/a	\$1,121.00

	support of Attorneys' Fees.					
2/22/22	Edit and revise Fee Petition and all Supporting Materials; review all billing to date; interview marketing, recruiting and Finance Committee regarding research on rates.	3.1	\$914.50	3.1	n/a	\$914.50
2/23/22	Edit and revise Fee Petition and all supporting materials; interview Finance Committee regarding hourly rates.	7.1	\$2,094.50	7.1	n/a	\$2,094.50
2/24/22	Edit and revise Tarleton Affidavit in support of Fee Petition; review	1.9	\$560.50	1.9	n/a	\$560.50

	research on hourly rates.					
2/28/22	Edit and revise Fee Petition; edit and revise Clark Walton's affidavit.	0.6	\$177.00	0.6	n/a	\$177.00
TOTAL:		106.5	\$31,270.00	83		\$24,485.00

C. James Bobbitt

Date	Description of Task Performed	Hours Expended	Amount Charged	Hour Entitlement	Reasoning	Fee Entitlement
6/11/21	Telephone call with Gabby Motsinger regarding motion for sanctions.	0.8	\$208.00	0.8	n/a	\$208.00
6/18/21	Draft motion for sanctions.	3.1	\$806.00	3.1	n/a	\$806.00
6/21/21	Continue to draft motion for sanctions.	3.4	\$884.00	3.4	n/a	\$884.00
6/22/21	Finalize motion for sanctions in preparation for filing.	0.4	\$104.00	0.4	n/a	\$104.00

6/29/21	Internal telephone call with Clint Morse regarding Defendants' reluctance to produce documents to the Court and strategies for next steps.	0.1	\$26.00	0	Not clearly related to the Motion or basis of award	\$0
TOTAL:		7.8	\$2,028.00	7.7		\$2,002.00

D. Keith Carter

Date	Description of Task Performed	Hours Expended	Amount Charged	Hour Entitlement	Reasoning	Fee Entitlement
11/2/21	Create a demonstrative in PowerPoint format with animation showing accumulated differences in produced and original bylaws for Article XI, section 5.	1.7	\$323.00	0	Not clearly related to Motion or basis of award	\$0

11/8/21	Added comparisons between produced and original bylaws for Article XIII Sections 1 and 2.	0.4	\$76.00	0	Not clearly related to Motion or basis of award	\$0
11/9/21	Added typographical changes such as text alignment and small caps font changes to PowerPoint demonstrative showing differences between produced and original bylaws.	0.3	\$57.00	0	Not clearly related to Motion or basis of award	\$0
11/18/21	Revise PowerPoint demonstrative comparisons between produced and original bylaws concerning Article XI	0.4	\$76.00	0	Not clearly related to Motion or basis of award	\$0

	Section 5 per instructions of attorney Morse.					
TOTAL:		2.8	\$532.00	0		\$0

E. Gabrielle Motsinger

Date	Description of Task Performed	Hours Expended	Amount Charged	Hour Entitlement	Reasoning	Fee Entitlement
6/1/21	Discuss matter and possible claims for attorney misconduct with Clint Morse; research what motion to file with the court.	0.5	\$95.00	0.5	n/a	\$95.00
6/2/21	Research possible sanctions and draft memo regarding the same.	5.1	\$969.00	5.1	n/a	\$969.00
6/3/21	Research possible sanctions and facts	3.3	\$627.00	3.3	n/a	\$627.00

	needed to support motion.					
6/4/21	Research and write memo regarding possible sanctions; email to Clint Morse regarding the same.	5	\$950.00	5	n/a	\$950.00
6/10/21	Read materials to prepare and write Brief in Support of Motion for Sanctions.	1	\$190.00	0	Duplicative ⁹	\$0
6/11/21	Begin drafting Brief for sanctions; talk with James Bobbitt regarding the same; review filings to determine	4.7	\$893.00	0	Duplicative	\$0

⁹ “Duplicative” means that the Court has determined that an appropriate fee for the task has already been awarded.

	when bylaws were submitted.					
6/14/21	Draft and outline the law in the brief in support of sanctions.	5	\$950.00	0	Duplicative	\$0
6/15/21	Write brief in support of motions	5	\$950.00	0	Duplicative	\$0
6/16/21	Continue to draft brief in support of sanctions	3	\$570.00	0	Duplicative	\$0
6/17/21	Finish brief in support of sanctions and sent [sic] to Clint Morse.	2	\$380.00	0	Duplicative	\$0
TOTAL:		34.6	\$6,574.00	13.9		\$2,641.00