



IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE

EORHB, INC., a Georgia corporation, :
and COBY G. BROOKS, EDWARD J. GREENE, :
JAMES P. CREEL, CARTER B. WRENN :
and GLENN G. BROOKS, each as personal :
representatives and trustees of the :
estate of Robert H. Brooks, :

Plaintiffs, :

vs. :

Civil Action
No. 7409-VCL

HOA HOLDINGS LLC, a Delaware limited :
liability company, and HOA RESTAURANT :
GROUP, LLC, a Delaware limited :
liability company, :

Defendants and :
Counterclaim Plaintiffs, :

vs. :

EORHB, INC., a Georgia corporation, :
and COBY G. BROOKS, EDWARD J. GREENE, :
JAMES P. CREEL, CARTER B. WRENN :
and GLENN G. BROOKS, each as personal :
representatives and trustees of the :
estate of Robert H. Brooks, :

Counterclaim Defendants. :
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Chancery Courtroom 12C
New Castle County Courthouse
Wilmington, Delaware
Monday, October 15, 2012
2:00 p.m.

BEFORE: HON. J. TRAVIS LASTER, VICE CHANCELLOR

MOTION FOR PARTIAL SUMMARY JUDGMENT
MOTION TO DISMISS COUNTERCLAIM
AND RULING OF THE COURT

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APPEARANCES:

RICHARD P. ROLLO, ESQ.
JOHN MARK ZEBERKIEWICZ, ESQ.
Richards, Layton & Finger, P.A.
for Plaintiffs/Counterclaim Defendants

A. THOMPSON BAYLISS, ESQ.
Abrams & Bayliss LLP

-and-

DOUGLAS H. HALLWARD-DRIEMEIER, ESQ.
CHRISTOPHER G. GREEN, ESQ.
AMY D. ROY, ESQ.
of the Massachusetts bar
Ropes & Gray LLP
for Defendants/Counterclaim Plaintiffs

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1 present with those rulings, is there anything that you
2 think would go forward other than the counterclaims?

3 MR. ROLLO: Not that I can recall.

4 THE COURT: Rise up.

5 MR. ROLLO: I apologize, Your Honor.

6 Not that I recall.

7 THE COURT: Just the speaker.

8 MR. ROLLO: No, Your Honor; not that I
9 am aware of at this point.

10 THE COURT: Thank you. Why don't you
11 all talk about a scheduling order for the litigation
12 on the counterclaims. This seems to me to be an ideal
13 non-expedited case in which the parties would benefit
14 from using predictive coding. I would like you all,
15 if you do not want to use predictive coding, to show
16 cause why this is not a case where predictive coding
17 is the way to go.

18 I would like you all to talk about a
19 single discovery provider that could be used to
20 warehouse both sides' documents to be your single
21 vendor. Pick one of these wonderful discovery super
22 powers that is able to maintain the integrity of both
23 side's documents and insure that no one can access the
24 other side's information. If you cannot agree on a

1 suitable discovery vendor, you can submit names to me
2 and I will pick one for you.

3 One thing I don't want to do -- one of
4 the nice things about most of these situations is once
5 people get to the indemnification realm, particularly
6 if you get the business guys involved, they have some
7 interest in working out a number and moving on. The
8 problem is that these types of indemnification claims
9 can generate a huge amount of documents. That's why I
10 would really encourage you all, instead of burning
11 lots of hours with people reviewing, it seems to me
12 this is the type of non-expedited case where we could
13 all benefit from some new technology use.

14 What else should we talk about today?

15 Mr. Rollo, from your side?

16 MR. ROLLO: At this point there is
17 nothing else I think that we can talk about today.

18 THE COURT: Mr. Bayliss, anything that
19 you'd like to discuss?

20 MR. BAYLISS: Nothing, Your Honor.

21 Thank you.

22 THE COURT: All right. Thank you all
23 for coming in. It was very well briefed, and I
24 appreciate you all getting me so prepared that I was