

restrict the Office of Administrative Adjudication from publishing non-sensitive information on the Bureau's docket and impeding the public discourse about this adjudication. Therefore, Enforcement Counsel hereby move to modify paragraph 8 of the Protective Order's Attachment A.

This Motion is allowed under Attachment A's Paragraph 18, which provides that "[n]othing in this Protective Order shall prevent any Party, Third Party, or other person from seeking its modification or from objecting to discovery that it believes to be otherwise improper."²

BACKGROUND

On February 14, 2014, pursuant to 12 C.F.R. § 1081.119(a), Radian Guaranty Inc., United Guaranty Residential Insurance Company, Mortgage Guaranty Insurance Corporation, Genworth Mortgage Insurance Corporation, and Republic Mortgage Insurance Company (collectively, the "MI Companies") moved to intervene in this matter for purposes of seeking a protective order.³ The MI Companies sought to protect information they had produced to the Bureau in response to civil investigative demands and other requests, or had produced to other federal or state agencies and which was later transferred to the Bureau during its investigation related to this matter.⁴ Specifically, Enforcement Counsel received information from the MI Companies related to many of their captive reinsurance arrangements, including arrangements with PHH's competitor lenders.

² Protective Order ¶ 18 at 13-14.

³ *In re PHH Corporation, et. al.*, File No. 2014-CFPB-0002, Motion to Intervene for Purposes of Seeking a Protective Order (Feb. 14, 2014).

⁴ Id. at 1.

Days after the intervention motion, Enforcement Counsel and Respondents jointly submitted a proposed protective order.⁵ The proposed order defined “Confidential Information” as any “document or portion thereof that contains privileged information, competitively sensitive information, or sensitive personal information.” Further, “‘Competitively sensitive information’ means business or proprietary information the disclosure of which is likely to result in a clearly defined, serious injury to the party.” The proposed order also provided that “Confidential Information” may only be disclosed to a limited list of persons, as described in the proposed order. *Id.* at 3, ¶¶ 5-6. This proposed order was not entered.

Instead, Enforcement Counsel, Respondents in this matter, the five intervenors, and two additional third parties, jointly submitted a replacement stipulated motion for the entry of the Protective Order (the one at issue in this Motion). Protective Order at 1. This stipulated order derived from a consensus agreement among these many interests in light of the investigation’s history. *Id.* And it wasn’t until entry of the Protective Order that Enforcement Counsel could produce to Respondents the great majority of materials in its investigative file, namely the portion that contained materials produced by the Third Parties. See Order Denying Respondents’ Motion to Compel.⁶

⁵ *In re PHH Corporation, et. al.*, File No. 2014-CFPB-0002, Joint Stipulated Motion for a Protective Order by PHH Corporation, PHH Mortgage Corporation, PHH Home Loans, LLC, Atrium Insurance Corporation, and Atrium Reinsurance Corporation, and Enforcement, Doc. 30-A, at 2 (Feb. 19, 2014).

⁶ *In re PHH Corporation, Order Denying Respondents’ Motion to Compel* at 2. (Mar. 7, 2014) (“On February 28, 2014, I entered a Protective Order Governing Discovery Material, to which the parties and various third parties had stipulated. On March 4, 2014, the next business day (U.S. government offices in Washington, D.C., were closed on March 3, 2014), Enforcement produced an electronic version of the remainder of the

Administrative Adjudication Rule 119(c)(3) provides that the Hearing Officer shall grant a motion for a protective order if all parties, including third parties to the extent their information is at issue, stipulate to the entry of a protective order.⁷ Accordingly, this Tribunal entered the instant Protective Order in the form and format stipulated to by the applicants at that time.⁸

The entered order defines “Confidential Information” as, *inter alia*, any materials received by the Bureau, “in any form or format pursuant to a civil investigative demand ... or received by the Bureau voluntarily in lieu of a civil investigative demand.”⁹ This broadly covers all information Enforcement Counsel received while investigating this matter.

ARGUMENT

A. Absent stipulation of all parties, Rule 119(c) requires an independent basis for a Protective Order

Administrative Adjudication Rule 119(c)(3) provides that the Hearing Officer *shall* grant a motion for a protective order if all parties, including third parties to the extent their information is at issue, stipulate to the entry of a protective order.¹⁰ (emphasis added). In those situations, the Hearing Officer thus will enter a stipulated protective order without making a determination as to appropriateness or compliance with the other provisions of Rule 119. But with this motion, Enforcement Counsel

producibile portion of the investigative file to Respondents, except for certain electronic communications and witness interview notes.”).

⁷ 12 C.F.R. § 1081.119(c)(3).

⁸ *In re PHH Corporation, et. al.*, File No. 2014-CFPB-0002, Protective Order Governing Discovery Material, (Feb. 28, 2014), Attachment A, ¶ 8.

⁹ Protective Order, Ex. A ¶ 1(h)(ii) at 4.

¹⁰ 12 C.F.R. § 1081.119(c)(3).

withdraw their agreement to the Protective Order. Accordingly, the Hearing Officer must now determine whether: (1) public disclosure of heretofore defined “Confidential” documents will likely result in a clearly defined, serious injury to the party or third party requesting confidential treatment; (2) the material constitutes sensitive personal information, as defined in §1081.112(e); or (3) that public disclosure is prohibited by law.¹¹ As explained below, the definition of “Confidential” in the entered Protective Order is too broad to meet these requirements. But one small fix to Paragraph 8 can bring the Order into compliance with Rule 119 without great burden or harm to the Parties or Third Parties.

B. Paragraph 8 indiscriminately seals from the public all investigative information—regardless of its content

While Enforcement Counsel expediently stipulated to the entered Protective Order to prevent any delay to the proceedings, it has become clear that the Protective Order Attachment A as entered fails to serve Rule 119’s stated purpose of promoting transparency in the adjudicative process and therefore should be modified. Paragraph 1 defines important terms in the Attachment. Paragraphs 2 through 4 explain how Parties and Third Parties can designate materials as Confidential or Highly Confidential. Paragraph 5 generally prevents disclosure of Confidential or Highly Confidential Information except as provided under the Order. Paragraph 6 prevents the Parties from disclosing Confidential Information to anyone other than the Hearing Officer, Judges, other Parties, and the Parties’ witnesses and consultants.¹² For Highly Confidential Information, Paragraph 7 carves out employees, directors and officers of Respondents

¹¹ 12 C.F.R. § 1081.119(c)(1-2, 4).

¹² *Id.* ¶ 6.

from the list of persons to whom information so designated may be disclosed.¹³ The Protective Order up to this point prudently prevents the parties from using Confidential Information for purposes other than the instant litigation; and it prevents PHH's outside counsel from disclosing to their client highly confidential information about PHH's competitors that appears in Enforcement Counsel's investigative file. But the Protective Order goes too far at Paragraph 8 when it also prevents the Office of Administrative Adjudication and the Hearing Officer from posting on the Bureau's website the Parties' filings that disclose materials falling within the broadly-defined "Confidential Information" category:

Any submission filed or lodged in this Administrative Proceeding, and any portion of the record or transcript of a hearing before the Hearing Officer in this Administrative Proceeding, that contains, refers to, or reflects the use of any Confidential Information or Highly-Confidential Information shall be maintained under seal, and shall not be posted on the Bureau's website or otherwise made publicly available unless required by law.¹⁴ (emphasis added).

The combined effect of the "Confidential" definition and paragraph 8 is that the Protective Order seals all investigative information—regardless of its content. For example, Respondents designated as "Confidential" Exhibit B to Enforcement Counsel's Opposition to Respondents' Renewed Motion to Dismiss (correspondence between attorneys attaching a signed tolling agreement);¹⁵ but Respondents' only explanation for why it marked the document "Confidential" was that it was: "correspondence from Respondents' counsel, 'received by' the CFPB 'for the use by the Bureau . . . in the conduct of an investigation[]'—specifically the CFPB's investigation of Respondents'

¹³ Id. ¶ 7,

¹⁴ Id. ¶ 8.

¹⁵ Respondents' Response to the Tribunal's Order re Sealing and Directing Public Release, Dated May 13, 2014 (DKT 137).

reinsurance practices.” Respondents make no reference to the content of the document or to any injury PHH might potentially suffer from its disclosure. But as it stands, the Protective Order seals from the public the most-relevant information in this litigation, impedes public discourse about the important issues we are litigating, and enshrines in only the second administrative adjudication in the Bureau’s history a practice that directly conflicts with Rule 119, the Administrative Adjudication rule that governs confidential information and protective orders.¹⁶ As another tribunal has noted, “[c]losed hearings and sealed documents are antithetical to procedural due process unless there is good cause for deviating from traditional procedures.” Nw. Pipeline Corp., 39 FERC ¶ 63037 (June 5, 1987).

C. Paragraph 8 of the Protective Order does not meet Rule 119’s Standards

Sealing material merely because Enforcement Counsel received it is overbroad, indiscriminate, and fails to meet Rule 119’s injurious-disclosure standard. The commentary to Rule 119 explains that ordinarily a hearing officer may grant a protective order only to prevent a clearly defined and serious injury to the person requesting confidential treatment, which promotes the goal of transparency in the adjudicative process:

[T]he hearing officer may grant a protective order only upon a finding that public disclosure will likely result in a clearly defined, serious injury to the person requesting confidential treatment, or after finding that the material constitutes sensitive personal information.¹⁷

¹⁶ 12 CFR § 1081.119. Confidential Information; protective orders (Jun. 29, 2012).

¹⁷ 77 Fed. Reg. 39,058 at 39,066 (June 29, 2012) (discussing Rule 119).

The commentary goes on to explain that when formulating this Rule the Bureau adopted the FTC's well-established injurious disclosure standard,¹⁸ in preference to the SEC's standards at 17 CFR § 201.322, in order to provide "as much transparency in the adjudicative process as possible." It explains that the standard set forth in Rule 119 will be met in cases where the disclosure of trade secrets or other information to the public or to parties is likely to result in harm, but that "the standard will not be met *simply because the information at issue is deemed 'confidential' or 'proprietary' by the movant.*" Id. (emphasis added).

Because Rule 119 establishes that only information for which "disclosure will likely result in a clearly defined, serious injury to the person requesting confidential treatment, or after finding that the material constitutes sensitive personal information," Paragraph 8 should be amended to seal only "Highly Confidential Information"¹⁹ and "Sensitive Personal Information,"²⁰ as defined in that Order. Thus corrected, the paragraph should state:

¹⁸ See, e.g., *In re Kaiser Alum. & Chem. Corp.*, 103 F.T.C. 500, 1984 WL 565325 (F.T.C. May 25, 1984).

¹⁹ " 'Highly-Confidential Information' shall refer to any document or portion thereof that contains Competitively Sensitive Information." Protective Order, Ex. A ¶ 1(i) at 4. " 'Competitively Sensitive Information' means business or proprietary information that is not publicly known and that, if released to an entity's competitors, would confer on those competitors a competitive advantage." Id. Attachment A ¶ 1(a) at 3.

²⁰ " 'Sensitive Personal Information' means an individual's Social Security number, taxpayer identification number, financial account number, credit card or debit card number, driver's license number, State-issued identification number, passport number, date of birth (other than year), and any sensitive health information identifiable by individual, such as an individual's medical records and would be considered under the Freedom of Information Act personnel or medical files or a similar file the disclosure of which would constitute a clearly unwarranted invasion of personal privacy or specifically exempted from disclosure by statute." Id. ¶ 1(b) at 3.

Any submission filed or lodged in this Administrative Proceeding, and any portion of the record or transcript of a hearing before the Hearing Officer in this Administrative Proceeding, that contains, refers to, or reflects the use of any Sensitive Personal Information or Highly-Confidential Information shall be maintained under seal, and shall not be posted on the Bureau's website or otherwise made publicly available unless required by law. (emphasis added to call out changes)

This small change meets Rule 119's standards, and continues to protect from disclosure both irrelevant and truly sensitive materials in the investigative file. PHH and Third Parties can hardly claim that disclosing in public filings mere Confidential material could cause them harm—if it were harmful to disclose, it would be “Highly Confidential” and thus not affected by the proposed modification.

Further, there should be no injury or surprise by entry of the Proposed Order Unsealing Confidential filings, which would unseal all previously-filed materials not marked “Highly-Confidential” or “Sensitive Personal Information.” We gave the Parties and Third Parties express warning to properly identify Highly-Confidential material in each of Enforcement Counsel's filings and in several instances we telegraphed that we might seek to make public mere “Confidential” materials (Ex. A-C), and, as noted above, early versions of the proposed Protective Order we circulated and filed publicly provided a mechanism for such release.

In addition, PHH agreed once already to sealing only information that contains, “privileged information, competitively sensitive information, or sensitive personal information,” which is the definition of “Confidential Information” in the first Joint

Stipulated Motion for a Protective Order.²¹

Finally, Enforcement Counsel notes that we met and conferred with Respondents and the Third Parties to seek agreement as to our proposed revision of Paragraph 8. We also offered to give the Parties and Third Parties another opportunity to designate materials as Highly-Confidential. Respondents and several third parties have indicated, however, that they will oppose this motion. Some Third Parties did not respond to the meet and confer request.

²¹ *In re PHH Corporation, et. al.*, File No. 2014-CFPB-0002, Joint Stipulated Motion for a Protective Order by PHH Corporation, PHH Mortgage Corporation, PHH Home Loans, LLC, Atrium Insurance Corporation, and Atrium Reinsurance Corporation, and Enforcement, Doc. 30-A, at 2 (Feb. 19, 2014).

DATED: June 6, 2014

Respectfully submitted,

Lucy Morris
Deputy Enforcement Director for Litigation

Sarah J. Auchterlonie
Assistant Deputy Enforcement Director for Litigation

/s/Donald R. Gordon
Donald R. Gordon
Kimberly J. Ravener
Navid Vazire
Thomas Kim
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Enforcement Counsel

Rule 205 Certification

Pursuant to Rule 205(f), Enforcement Counsel certifies that it has conferred with counsel for the Respondents in a good faith effort to resolve the issues raised by this Motion and has been unable to resolve the matter by agreement.

DATED: June 6, 2014

/s/Donald R. Gordon
Donald R. Gordon
Kimberly J. Ravener
Navid Vazire
Thomas Kim
Enforcement Attorneys
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Enforcement Counsel

Certificate of Service

I hereby certify that on this 6th day of June 2014, I caused a copy of the foregoing “Enforcement Counsel’s Motion to Amend the Protective Order and to Unseal ‘Confidential’ Material,” together with the Memorandum in Support thereof, and Proposed Order, to be filed with the Office of Administrative Adjudication (including by copy to alj@sec.gov) and served by electronic mail on the following persons who have consented to electronic service on behalf of Respondents and Third Parties:

Mitch Kider
kider@thewbkfirm.com

David Smith
dsmith@schnader.com

Jane M. Byrne
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/s/ Donald R. Gordon
Donald R. Gordon

EXHIBIT A

Auchterlonie, Sarah (CFPB)

From: Jane Byrne <JaneByrne@QuinnEmanuel.com>
Sent: Wednesday, April 30, 2014 5:46 PM
To: Auchterlonie, Sarah (CFPB); Nicole Buseman
Cc: Scott Lerner; Mahmud, Fatima (CFPB); Gordon, Donald (CFPB); Kim, Thomas (CFPB); Vazire, Navid (CFPB); Ravener, Kim (CFPB)
Subject: RE: In re PHH Corp. et al.- Protective Order review
Attachments: CFPB-PHH Protective Order.pdf

Dear Sarah:

I am writing with respect to the Crawshaw rebuttal report. In your transmission of that report you had asked us to designate only “Highly Confidential” information: we have reviewed the report and concluded that it did not contain highly confidential information. However, as my associate Nicole Buseman advised in her email below, the report and several of the exhibits that are referenced in and appended to it were designated as “confidential” by United Guaranty. In your reply email (below) you seem to suggest that you plan to unseal the Crawshaw rebuttal report, despite that it contains confidential information produced by UG. I realize that the email was somewhat informal, and that there may be some misunderstanding of your intentions. Nevertheless, out of an abundance of caution, I am writing to remind you of the terms of the protective order (attached) that governs United Guaranty’s confidential information.

Paragraph 8 of the Protective Order provides that “Any submission . . . that contains, refers to, or reflects the use of any **Confidential Information** or Highly-Confidential Information shall be maintained under seal, and shall not be posted on the Bureau’s website or otherwise made publicly available unless required by law.” Paragraph 6 specifies the terms of disclosure for confidential information, and such disclosure is limited to the listed entities – primarily lawyers, the court, and witnesses. Additionally, paragraph 5 specifically limits the disclosure of Confidential information to those entities listed in Paragraph 6. (“[N]o Confidential Information or Highly-Confidential Information may be disclosed to any person, except as contemplated by the disclosures set forth in paragraphs 6 and 7 . . .”)

There is no provision in the PO that would support the CFPB’s apparent position that *only* highly confidential information needs to remain under seal. Thus, if the CFPB allows the report and exhibits to be unsealed and revealed to the public on the CFPB’s website, the CFPB would be in violation of the PO.

Regarding the redaction process – The PO provides us with 3 business days to designate any Confidential or Highly Confidential Information within a party’s submission. The Parties then have two additional days to provide the OAA with a redacted submission. We

have not yet been asked to redact confidential information in the Crawshaw report. Will the CFPB provide us with that opportunity?

In addition, can you advise whether you will be moving the hearing officer to unseal only this report, or will you be moving to unseal all of the expert reports and other materials currently under seal. We would also appreciate it if you would advise us of your timing and whether United Guaranty will be provided notice.

Best,

Jane Byrne

Counsel for United Guaranty

From: Auchterlonie, Sarah (CFPB) [mailto:Sarah.Auchterlonie@cfpb.gov]

Sent: Friday, April 25, 2014 1:23 PM

To: Nicole Buseman

Cc: Jane Byrne; Scott Lerner; Mahmud, Fatima (CFPB); Gordon, Donald (CFPB); Kim, Thomas (CFPB); Vazire, Navid (CFPB); Ravener, Kim (CFPB)

Subject: RE: In re PHH Corp. et al.- Protective Order review

Thank you, Nicole.

We will be moving the Hearing Officer to unseal all portions of the report and exhibits not designated as highly confidential.

Sarah J. Auchterlonie

Office: 202.435.7687

Mobile: 202.384.6207

From: Nicole Buseman [mailto:NicoleBuseman@quinnemanuel.com]

Sent: Friday, April 25, 2014 1:15 PM

To: Auchterlonie, Sarah (CFPB)

Cc: Jane Byrne; Scott Lerner

Subject: RE: In re PHH Corp. et al.- Protective Order review

Sarah,

United Guaranty has reviewed the rebuttal report of Mark Crawshaw and the related exhibits. While these documents make multiple references to United Guaranty's confidential information, we understand that this report, like prior expert reports, will remain filed under seal to prevent public disclosure. In that case, United Guaranty does not view any information within the report as requiring a "highly confidential" designation, as defined in paragraph 7 of the protective order. Please inform us if this report will not remain under seal, in which case United Guaranty reserves the right to redact its confidential information from the report.

Nicole Buseman

Associate,

Quinn Emanuel Urquhart & Sullivan, LLP

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From: Auchterlonie, Sarah (CFPB) [<mailto:Sarah.Auchterlonie@cfpb.gov>]

Sent: Tuesday, April 22, 2014 4:00 PM

To: 'MSheldon@goodwinprocter.com'; 'thefferon@goodwinprocter.com'; 'Fogdall, Stephen'; 'David Souders'; 'Smith, David'; 'JVaron@foley.com'; Jane Byrne; 'Bill Kirkman'; 'ben.delfin@dentons.com'; 'reid.ashinoff@dentons.com'; 'melanie.mccammon@dentons.com'; Scott Lerner; William Burck; 'Hefferon, Thomas M'; 'MacKenzie, Derek'; 'R. Timothy Muth'

Cc: Gordon, Donald (CFPB); Kim, Thomas (CFPB); Vazire, Navid (CFPB)

Subject: FW: In re PHH Corp. et al.- Protective Order review

Counsel:

Please find attached sealed copies of the Rebuttal Report of Mark Crawshaw for your review, pursuant to Paragraph 4 of the Consent order in *In re PHH Corp. et al.* We also filed under seal 80 exhibits along with the rebuttal expert report. At least one party has requested that Enforcement Counsel transmit only relevant portions of filings to the parties; to honor that request I will transmit to you today under separate cover the accompanying exhibits that are relevant to each of the parties you represent. Note that nearly half of the 80 exhibits are publicly-available materials, which I will not distribute.

Please let me know if I can address any questions or concerns for you.

Sarah J. Auchterlonie

Consumer Financial Protection Bureau

Assistant Litigation Deputy

Office of Enforcement

Tel: 202.435.7687

Mob: 202.384.6207

Email: Sarah.Auchterlonie@cfpb.gov

www.consumerfinance.gov

From: Kim, Thomas (CFPB)

Sent: Monday, April 21, 2014 10:47 PM

To: 'kider@thewbkfirm.com'; 'souders@thewbkfirm.com'; 'vipond@thewbkfirm.com'; 'rust@thewbkfirm.com'; 'Trabon@thewbkfirm.com'; 'sowers@thewbkfirm.com'

Cc: Auchterlonie, Sarah (CFPB); Gordon, Donald (CFPB); Ravener, Kim (CFPB); Vazire, Navid (CFPB); Mahmud, Fatima (CFPB)

Subject: In re PHH Corp. et al. (1 of 7)

Counsel:

Attached please find the following documents filed today with the Office of Administrative Adjudication: (1) the Rebuttal Expert Report of Mark Crawshaw; and (2) Enforcement Counsel's Rebuttal Expert Disclosure. Per your Consent to Service by Electronic Transmission, we are serving you with a copy of the documents.

I will also send you copies of the 80 Exhibits via 6 separate additional emails to follow. These Exhibits were also filed with the OAA today. Please let me know if you do not receive all 80 exhibits.

Thomas H. Kim

Enforcement Attorney

Consumer Financial Protection Bureau

Tel: (202) 435-9441

Email: thomas.kim@cfpb.gov

consumerfinance.gov

EXHIBIT B

Auchterlonie, Sarah (CFPB)

From: Auchterlonie, Sarah (CFPB)
Sent: Monday, May 05, 2014 4:43 PM
To: 'MSheldon@goodwinprocter.com'; 'thefferon@goodwinprocter.com'; 'Fogdall, Stephen'; 'David Souders'; 'Smith, David'; 'JVaron@foley.com'; 'JaneByrne@QuinnEmanuel.com'; 'Bill Kirkman'; 'ben.delfin@dentons.com'; 'reid.ashinoff@dentons.com'; 'melanie.mccammon@dentons.com'; 'ScottLerner@quinnemanuel.com'; 'williamburck@quinnemanuel.com'; 'Hefferon, Thomas M'; 'MacKenzie, Derek'; 'R. Timothy Muth'
Cc: Gordon, Donald (CFPB); Vazire, Navid (CFPB); Ravener, Kim (CFPB); Kim, Thomas (CFPB); Mahmud, Fatima (CFPB)
Subject: Protective Order Review re: 2014-CFPB-0002 In the Matter of PHH Corporation et al. – 2 PDFs filed, Under Seal
Attachments: Opp Brief to 2nd MTD Gordon Decl + Cert.pdf; Opp Brief to 2nd MTD FINAL.pdf

Please find attached sealed copies of “Enforcement Counsel’s Opposition to Respondents’ Renewed Motion to Dismiss;” (2) and a document titled the “Declaration of Donald R. Gordon,” for your review pursuant to Paragraph 4 of the Consent order in *In re PHH Corp. et al.*. Please be certain to distinguish in your designations between Confidential and Highly Confidential materials, should such a distinction apply.

Thank you.

Sarah J. Auchterlonie
Consumer Financial Protection Bureau

Assistant Litigation Deputy
Office of Enforcement
Tel: 202.435.7687
Mob: 202.384.6207
Email: Sarah.Auchterlonie@cfpb.gov
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From: Mahmud, Fatima (CFPB)
Sent: Friday, May 02, 2014 10:49 PM
To: CFPB_Electronic_Filings
Subject: 2014-CFPB-0002 In the Matter of PHH Corporation et al. – 2 PDFs filed, Under Seal

Dear Office of Administrative Adjudication:

Enforcement Counsel hereby submits the attached documents for filing in the proceeding *In the Matter of PHH Corporation et al.*

The following two PDF files are attached to this email: (1) a document titled “Enforcement Counsel’s Opposition to Respondents’ Renewed Motion to Dismiss;” (2) and a document titled the “Declaration of Donald R. Gordon.”

The first PDF file identified above contains one document. The second PDF file identified above contains four documents: the Declaration of Donald R. Gordon and Exhibits A through C attached to that declaration.

All documents are being filed under seal. Enforcement Counsel is not submitting any files using encrypted email.

Enforcement Counsel is the filing party and can be contacted at the address below:

Consumer Financial Protection Bureau
1700 G Street, N.W.
Attn: Office of Enforcement, Donald R. Gordon
Washington, D.C. 20552

Donald R. Gordon, an attorney in the Bureau's Office of Enforcement, may be contacted at (202) 435-7357 or Donald.Gordon@cfpb.gov with any questions about this filing.

Respectfully Submitted,
Fatima Mahmud

Enforcement Paralegal
Consumer Financial Protection Bureau
Direct: 202-435-7221
Cell: 202-604-0830
Fatima.Mahmud@cfpb.gov
consumerfinance.gov

EXHIBIT C

Auchterlonie, Sarah (CFPB)

From: Gordon, Donald (CFPB)
Sent: Friday, May 16, 2014 12:44 PM
To: 'Nicole Buseman'
Cc: 'Jane Byrne'; 'Scott Lerner'; Auchterlonie, Sarah (CFPB)
Subject: RE: 2014-CFPB-0002 In the Matter of PHH Corporation et al. - 1 Document Filed Under Seal

Nicole,

Per my earlier message, can you please specify whether any of your designations are specifically of Highly Confidential material, and if so, precisely which ones?

--

Donald R. Gordon
Enforcement Attorney
Consumer Financial Protection Bureau

Tel: 202 435 7357

Mob: 202 258 1847

consumerfinance.gov

Confidentiality Notice: If you received this email by mistake, you should notify the sender of the mistake and delete the email and any attachments. An inadvertent disclosure is not intended to waive any privileges.

From: Nicole Buseman [mailto:NicoleBuseman@quinnemanuel.com]
Sent: Thursday, May 15, 2014 3:51 PM
To: Gordon, Donald (CFPB)
Cc: Jane Byrne; Scott Lerner
Subject: FW: 2014-CFPB-0002 In the Matter of PHH Corporation et al. - 1 Document Filed Under Seal

Donald –

Please see the attached redactions from United Guaranty.

Thanks,
Nicole

From: "Gordon, Donald (CFPB)" <Donald.Gordon@cfpb.gov>
Date: May 13, 2014 at 4:59:39 PM EDT
To: "'MSheldon@goodwinprocter.com'" <MSheldon@goodwinprocter.com>, "'thefferon@goodwinprocter.com'" <thefferon@goodwinprocter.com>, "'Fogdall, Stephen' (SFogdall@Schnader.com)'" <SFogdall@Schnader.com>, "David M. Souders (souders@thewbkfirm.com)'" <souders@thewbkfirm.com>, "'JVaron@foley.com'" <JVaron@foley.com>, "'JaneByrne@QuinnEmanuel.com'" <JaneByrne@QuinnEmanuel.com>, "'ben.delfin@dentons.com'" <ben.delfin@dentons.com>, "'reid.ashinoff@dentons.com'" <reid.ashinoff@dentons.com>, "'melanie.mccammon@dentons.com'" <melanie.mccammon@dentons.com>, "'ScottLerner@quinnemanuel.com'" <ScottLerner@quinnemanuel.com>, "'williamburck@quinnemanuel.com'" <williamburck@quinnemanuel.com>,"

"Derek.MacKenzie@mmc.com" <Derek.MacKenzie@mmc.com>, "R. Timothy Muth" <TMUTH@reinhardtlaw.com>, "David Smith (dsmith@schnader.com)" <dsmith@schnader.com>, "William L. Kirkman Esq. (billk@BourlandKirkman.com)" <billk@BourlandKirkman.com>

Cc: "Auchterlonie, Sarah (CFPB)" <Sarah.Auchterlonie@cfpb.gov>, "Kim, Thomas (CFPB)" <Thomas.Kim@cfpb.gov>, "Vazire, Navid (CFPB)" <Navid.Vazire@cfpb.gov>, "Ravener, Kim (CFPB)" <Kim.Ravener@cfpb.gov>, "Mahmud, Fatima (CFPB)" <Fatima.Mahmud@cfpb.gov>

Subject: FW: 2014-CFPB-0002 In the Matter of PHH Corporation et al. - 1 Document Filed Under Seal

Attached to this message is a sealed copy of "Enforcement Counsel's Reply In Support of Its Motion for Summary Disposition As to Liability," for your review pursuant to Paragraph 4 of the Consent order in *In re PHH Corp. et al.*. Please be certain to distinguish in your designations between Confidential and Highly Confidential materials, should such a distinction apply.

Thank you.

--

Donald R. Gordon
Enforcement Attorney
Consumer Financial Protection Bureau

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From: Mahmud, Fatima (CFPB)
Sent: Monday, May 12, 2014 6:58 PM
To: CFPB_Electronic_Filings
Subject: 2014-CFPB-0002 In the Matter of PHH Corporation et al. - 1 Document Filed Under Seal

Dear Office of Administrative Adjudication:

Enforcement Counsel hereby submits the attached documents for filing in the proceeding *In the Matter of PHH Corporation et al.*

This email attaches the following one PDF file that contains only one document: "Enforcement Counsel's Reply In Support of Its Motion for Summary Disposition As to Liability."

This document is being filed under seal.

Enforcement Counsel is not submitting any files using encrypted email.

Enforcement Counsel is the filing party and can be contacted at the address below:

Consumer Financial Protection Bureau
1700 G Street, N.W.
Attn: Office of Enforcement, Donald R. Gordon
Washington, D.C. 20552

Donald R. Gordon, an attorney in the Bureau's Office of Enforcement, may be contacted at (202) 435-7357 or Donald.Gordon@cfpb.gov with any questions about this filing.

Respectfully Submitted,
Fatima Mahmud

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