

**UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY**

In Re: LIQUID ALUMINUM SULFATE
ANTITRUST LITIGATION

Civil Action No. 16-md-2687 (JLL) (JAD)

**DECLARATION OF
JON P. AXELROD
IN SUPPORT OF APPLICATION FOR
ATTORNEY'S FEES**

JON P. AXELROD declares as follows:

1. I am a partner with the law firm of DeWitt LLP ("DeWitt") formerly known as DeWitt Ross & Stevens S.C. DeWitt is Wisconsin counsel for Flambeau River Papers LLC of Park Falls, Wisconsin ("Flambeau") in the above matter. In such capacity, I am fully familiar with the facts contained in this Declaration based upon my personal knowledge and the books and records kept in the ordinary course of DeWitt's business. I submit this Declaration in support of Class Counsel's application for an award of attorneys' fees in above-captioned action (the "Action") incurred by my firm in connection with the Action.

2. My firm served as Wisconsin counsel for Flambeau in this Action. My firm was involved in the Action as one of the law firms performing certain specific duties assigned by national counsel including obtaining and providing information with respect to Flambeau and its purchase of liquid aluminum sulfates, providing a liaison between Flambeau and national counsel, providing advice on preserving documents, and assisting on miscellaneous matters regarding Flambeau and this action.

3. The schedule attached hereto as Exhibit 1 is a summary indicating the amount of time spent by each attorney at DeWitt who was involved in the Action, and the lodestar calculation based on my firm's current billing rates. The schedule was prepared from

contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the request of the Court. Time expended in preparing this application for fees and reimbursement of expenses has not been included in this request.

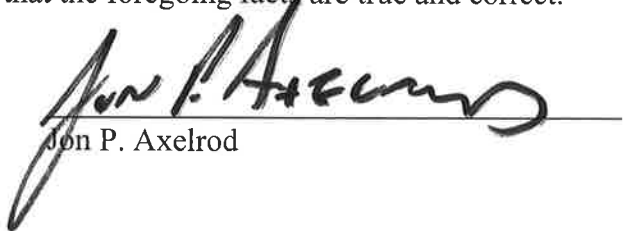
4. The hourly rates for the attorneys in my firm included in Exhibit 1 are the same as the regular current rates that would be charged for their services in non-contingent matters and/or which have been accepted in other antitrust litigation.

5. The total number of reimbursable hours expended on this Action by my firm from November 2, 2015 through June 19, 2017 is 31.80. The total lodestar for my firm for that period is \$10,468.75 for attorneys' time.

6. My firm's lodestar figures are based upon the firm's current billing rates, which rates do not include charges for expense items. Expense items are billed separately, and such charges are not duplicated in my firm's billing rates. However, because expense items were minimal in this case, my firm is not seeking reimbursement of expenses.

7. With respect to the standing of my firm, attached hereto as Exhibit 2 is a brief biography of my firm and attorneys in my firm who were principally involved in this Action.

I hereby declare under penalty of perjury that the foregoing facts are true and correct.


Jon P. Axelrod

Dated: March 20, 2019

EXHIBIT 1

		Rate	Hours	Amount
	Jon P. Axelrod			
11-03-15	Review email from Attorney Raaths to W. B. Johnson of Flambeau River Papers	450	0.10	45.00
11-04-15	Review emails from Attorneys J. Varda and Raaths and T. Steiner of Flambeau River Papers regarding liquid aluminum sulfate	450	0.20	90.00
11-05-15	Review email from Attorney Raaths regarding suppliers of LAS; review email from Attorney Sedran; transmit email to T. Steiner of Flambeau River Papers requesting information on Flambeau's purchases of LAS	450	0.30	135.00
11-09-15	Emails to/from K. Lueloff; telephone conference with K. Lueloff	450	0.20	90.00
11-11-15	Review email from K. Lueloff regarding invoices for LAS; review invoices; review emails from Attorneys J. Varda and Raaths regarding same; telephone conference with Attorney Sedran; emails to/from Attorney Sedran regarding same	450	1.20	540.00
11-19-15	Review email from Attorney Sedran regarding draft Complaint; review draft Complaint	450	0.60	270.00
11-20-15	Review email from Attorney Sedran with revised draft of Complaint; emails to/from Attorney Sedran regarding when to file Complaint; review final draft of Complaint	450	1.30	585.00
11-23-15	Emails from/to Attorney Sedran regarding filing of Complaint	450	0.10	45.00
12-01-15	Transmit email to Attorney Sedran regarding filing of the Complaint; review email from Attorney Sedran regarding same; transmit email to W. B. Johnson of Flambeau River Papers regarding same	450	0.20	90.00
12-03-15	Review email from Attorney Sedran's office; review Complaint filed in Eastern District of Pennsylvania	450	0.10	45.00
12-07-15	Review email from Attorney Bruckner regarding Notice of Related Action	450	0.10	45.00
12-09-15	Review Notice of Filing, Subsequent Motion and Revised Briefing Schedule	450	0.20	90.00
12-10-15	Review Notice of Filing, Certificate of Service; review email from Attorney Sedran regarding Corporate Disclosure Statement; review Notice of Filing Notice of Appearance	450	0.40	180.00
12-15-15	Review email from Attorney Bruckner regarding Notice of Related Action	450	0.10	45.00
12-16-15	Review multiple filings, Hearing Order and Notices of Appearance; review emails from various attorneys regarding same	450	0.40	180.00
12-17-15	Review additional emails from various attorneys regarding filing of Notices of Appearance and Motion to Extend Time	450	0.20	90.00
12-21-15	Review Response in Opposition filed by City of Winter Park	450	0.10	45.00
12-22-15	Review emails from Attorneys Bruckner and Rashid regarding their filings with court	450	0.10	45.00

Jon P. Axelrod				
12-23-15	Review Response in Opposition filed by City of East Moline; review Response filed by Hawkins, Inc.; review Response in Opposition filed by Environmental Research and Design, Little River county R.D.A. Water Systems and Flambeau River Papers; review Response in Opposition filed by City of Newark and City of Columbia, South Carolina	450	0.20	90.00
12-28-15	Review Response in Opposition filed by Detroit Water & Sewerage District and the City of Cincinnati; review Response in Opposition filed by Chester Water Authority; review Response in Opposition filed by Gentek; review Response in Opposition filed by City of Minneapolis, Metropolitan Light, Power & Building Commission of City of East Grand Forks, MN, City of Rochester, City of Duluth and TeeMark Corporation; review Response in Opposition filed by City of Texarkana, Texas and City of Texarkana, Arkansas	450	0.20	90.00
12-29-15	Review Response in Opposition filed by Central Arkansas Water; review Response in Opposition filed by Suez Water Management Services	450	0.10	45.00
12-30-15	Review email from Attorney Brucker regarding filings of Board of Water commissioners of St. Paul, MN	450	0.10	45.00
01-04-16	Review reply to Response to Motion for Transfer filed by City of Minneapolis, Metropolitan Council, Water, Light, Power and Building Commission of the City of East Grand Forks, etc.; review Reply to Response to Motion for Transfer filed by Chester Water Authority	450	0.20	90.00
01-05-16	Review Response Brief filed by Oakland County, MI; review Notice of Presentation of Oral Argument filed by Attorney Sedran	450	0.20	90.00
01-07-16	Review Notice of Presentation of Oral Argument	450	0.10	45.00
01-08-16	Review latest filings: Withdrawal of Filing filed by Environmental Research & Design, Notice of Presentation of Oral Argument also filed by Environmental Research & Design	450	0.10	45.00
01-11-16	Review email from Attorney Mairo's office regarding filing of Southern Ionics, Inc.	450	0.10	45.00
01-12-16	Review email from Attorney Joseph regarding filings for City of Charlotte	450	0.10	45.00
01-14-16	Review Supplemental Information filed by Attorney Sedran; review additional filings by East Valley Water District	450	0.10	45.00
01-19-16	Review filing of Interstate Chemical Co.; review email from Attorney Bruckner's office regarding filings for City of St. Cloud, MN	450	0.10	45.00
01-20-16	Review email from Attorney Bruckner regarding filings of City of St. Cloud	450	0.10	45.00
01-27-16	Review email from Attorney Blanchfield regarding Notice of Related Action of City of Grand Marais	450	0.10	45.00
01-29-16	Review email from J. Holzer regarding filings of City of Fergus Falls, MN and City of Arcadia, WI	450	0.10	45.00
02-04-16	Review Transfer Order filed in cases transferring to New Jersey	450	0.10	45.00
02-19-16	Review multiple emails regarding joint status report	450	1.50	675.00
02-22-16	Review transcript of January 28 hearing; review multiple emails from counsel regarding draft status report	450	1.10	495.00
02-23-16	Review multiple emails regarding draft status report	450	0.70	315.00

Jon P. Axelrod				
03-01-16	Review email from Attorney Taylor regarding March 3 conference call	450	0.20	90.00
03-04-16	Review email from Attorney Ecklund regarding Order regarding status conference; review draft order	450	0.20	90.00
04-13-16	Review emails from Attorney Sedran regarding LAS questionnaire; emails to Attorneys Sedran, Varda and Raaths regarding same	450	0.20	90.00
04-21-16	Review emails from Attorney Raaths regarding LAS client questionnaire	450	0.20	90.00
04-22-16	Transmit email to clients regarding information needed for questionnaire	450	0.20	90.00
04-25-16	Review emails from Attorney Sedran regarding questionnaire; review email from Attorney Moran regarding same	450	0.10	45.00
04-26-16	Transmit email to clients regarding information needed for LAS questionnaire; review emails from Kevin Richard of Flambeau River Papers and Aaron Johnson of Flambeau River Papers regarding same	450	0.20	90.00
04-28-16	Review emails from Attorney Raaths regarding information for questionnaire; review emails from Attorney Verrier regarding same	450	0.20	90.00
05-10-16	Review email from Attorney Sedran regarding telephone conference this week; emails to Attorney Sedran and Attorney Reuben regarding scheduling telephone conference; emails to T. Steiner and K. Lueloff of Flambeau River Papers regarding same	450	0.30	135.00
05-19-16	Participate in telephone conference with Attorneys Sedran and Ruben and T. Steiner and K. Lueloff at Flambeau, preparation for conference call	450	1.00	450.00
06-08-16	Review email from K. Lueloff of Flambeau River Papers regarding signed contracts; conference with K. Lueloff	450	0.20	90.00
06-18-16	Emails from/to Attorney Sedran regarding pricing Flambeau paid per unit for LAS	450	0.10	45.00
06-20-16	Review email from K. Lueloff regarding LAS pricing	450	0.10	45.00
08-18-16	Review emails from Attorney Raaths regarding draft Amended Complaint; review draft Amended Complaint	450	0.20	90.00
08-19-16	Transmit email to K. Verrier regarding draft Amended Complaint	450	0.20	90.00
08-30-16	Emails from/to Attorney Raaths regarding litigation hold letter	450	0.10	45.00
03-28-17	Review e-mails from attorneys Varrier, Fasteff and Sedran regarding liquid aluminum case	450	0.50	225.00
06-09-17	Review emails from Keith Verrier and Attorney Raaths; review Stipulation and Order Governing Discovery Protocol and outline	450	0.40	180.00
06-13-17	Review email from Keith Verrier regarding following up with Austin	450	0.10	45.00
Bradley W. Raaths				
08-18-16	Review Complaint; multiple email correspondence regarding same	385	1.50	577.50
09-14-16	Extended telephone conference with K. Venier regarding update on litigation and related matters; email correspondence regarding same	385	0.75	288.75
09-27-16	Multiple email correspondence regarding litigation hold letter and dates for conference call with lead counsel; review draft letter and coordinate delivery	385	1.00	385.00

	Bradley W. Raaths			
03-15-17	Review disclosure documents; telephone conference with A. Johnson of Flambeau River Papers regarding comments; email correspondence with K. Verrier regarding revisions; follow-up email correspondence regarding same	385	1.00	385.00
06-19-17	Multiple email correspondence and telephone conferences regarding update and response to information request; review documents regarding same	385	1.00	385.00

	John Duncan Varda			
11-02-15	Liquid aluminum sulfate: Review Attorney Axelrod email and comment regarding potential antitrust claims	470	0.20	94.00
11-03-15	Liquid aluminum sulfate: Further exchange; Attorney Raaths note to W. B. Johnson of Flambeau River Papers	470	0.20	94.00
11-12-15	Liquid aluminum sulfate: Telephone conference with Attorney Axelrod regarding status; review Attorney Axelrod email memo regarding same	470	0.55	258.50
11-13-15	Liquid aluminum sulfate: Telephone conference with Attorney Axelrod regarding confidential matter and follow-up contacts	470	0.25	117.50
11-16-15	Liquid aluminum sulfate: Telephone conference from Attorney Axelrod regarding contact with W. B. Johnson on confidential matter (time prorated)	470	0.70	329.00
11-20-15	Telephone conference with Attorney Axelrod regarding reviewing Complaint (time prorated); office conference with Attorney Axelrod, review complaint and related; track client email regarding same	470	0.60	282.00
11-23-15	Track email exchanges regarding Complaint, choice of jurisdiction	470	0.10	47.00
08-18-16	Track exchanges regarding Consolidated Amended Complaint	470	0.15	70.50

Total Current Professional Services	329	31.80	10,468.75
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Total Current Services

10,468.75

TOTAL AMOUNT

10,468.75

Our Law Firm

Our Law Firm

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Our Law Firm ▼



Values & Vision

There is a direct connection between creativity and the law. At DeWitt, we utilize our creativity to offer proactive and effective legal solutions to our clients. The success of our clients is our ultimate goal. Large corporations, family-owned businesses, employers, associations, individuals, municipalities and others turn to our lawyers because we have a proven track record of legal accomplishments. Our attorneys are:

- Responsive
- Experienced
- Approachable
- Knowledgeable
- Focused
- Passionate
- Cost-Effective

With experience in more than 30 areas of the law, our team of nearly 140 attorneys embodies the important qualities one should consider when hiring a law firm. DeWitt has earned national recognition by the U.S. News Media Group and Best Lawyers®, where it was ranked as a First Tier Law Firm, the highest ranking, in nearly 20 areas of law. Our firm was also named "Best Law Firm" in Wisconsin by the readers of Corporate Report magazine. In addition, many of our lawyers in Wisconsin and Minneapolis are recipients of distinguished honors in their professions. We believe these recognitions reflect our commitment to providing top-notch legal advice to our clients.



Cost-Effective Legal Services

We strive to deliver successful, cost-effective legal advice. Whether the client is a family-owned business or a major corporation we understand that budgets, bottom lines and successful outcomes matter. Our attorneys are very conscientious of the fact that our clients need to effectively manage legal expenses.

Our hourly rates are extremely competitive when measured against other leading law firms in the Midwest. We understand that for some matters, a flat rate or alternative billing arrangement may be more appropriate than the standard approach. Accordingly, we regularly work with our clients to develop billing arrangements that make the most sense.

Practice Areas

We are a full service law firm with experienced attorneys in virtually all areas of practice. Learn more about our areas of expertise by visiting our [Expertise section](#).

More Information

If you would like more information on individual practice areas, attorneys, or cases we've handled please contact us at info@dewittllp.com.

OUR LOCATIONS

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Minneapolis

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GET TO KNOW US

DeWitt LLP is one of the ten largest law firms based in Wisconsin, with an additional presence in Minnesota. It has nearly 140 attorneys practicing in Madison, Metropolitan Milwaukee and Minneapolis in over 30 legal practice areas, and has the experience to service clients of all scopes and sizes.

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AWARDS

Best Lawyers 2013 – 2018
Compass Award 2012
Top 100 Lawyers: National Trial Lawyers Association





Jon P. Axelrod Attorney

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608-252-9326

Madison

Jon is a Shareholder at the DeWitt law firm, where he has practiced civil litigation since 1974.

In 1995, Jon was appointed by the Wisconsin Supreme Court to the Board of Attorneys Professional Responsibility ("BAPR"), the predecessor to the Office of Lawyer Regulation ("OLR"), and served through 2000. Jon also served on the Bench Bar Committee of the State Bar from 1991-1996.

For the past 12 years, Jon has continued to serve as a Board member of the University of Wisconsin law School Friends of the Remington Center Endowment, which funds criminal justice programs at the UW Law School.

In addition, Jon has been active in Combat Blindness International, and has served on the Development Committee.

Jon is a well-respected litigator with an impressive record. Some of his cases have resulted in landmark decisions in Wisconsin and federal appellate courts, including the United States Supreme Court.

His clients include corporations, non-profits, governmental entities, and individuals. Jon has also represented many individuals pro bono.

Honors

- Martindale-Hubbell® AV rated for 30 years
- Fellow of the Wisconsin Law Foundation
- *Best Lawyers in America*® – Commercial Litigation – Since 1995
- *Super Lawyers*® in Wisconsin – Business Litigation – 2005-2006, 2010-2018

- “Top Lawyer” – *Madison Magazine*

Major Professional Positions

- DeWitt Law Firm Attorney and Shareholder, 1974-present
- UW Law School, Part-time faculty position in criminal law, 1974-1980
- Public Defender Service for the District of Columbia Staff Attorney

Significant Cases

- *Raymond Motor Transportation, Inc. v. Rice*, 434 U.S. 429, 98 S.Ct. 787, 54 L.Ed.2d 664 (1978) (Wisconsin’s ban on double-bottom tractor semitrailers held unconstitutional by the United States Supreme Court under Commerce Clause of United States Constitution. Represented major motor carriers.)
- *Liebovich v. Minnesota Ins. Co.*, 2008 WI 75, 310 Wis. 2d 751, 751 N.W.2d 764 (Established insurance coverage under an AIG Private Client Group policy for non-accidental offenses, including breach of real estate restrictive covenant. Represented lake property owner in coverage disputes with AIG.)
- *Wisconsin State AFL-CIO v. Elections Board*, 543 F. Supp. 630 (E.D. Wis. 1982) (Wisconsin’s legislative districts held unconstitutional under one-person/one-vote principle of the United States Constitution. The Court established new district lines to provide equal representation. Represented Wisconsin legislative leaders.)
- *State v. Wisconsin Central Transportation Corp.*, 200 Wis. 2d 450, 546 N.W.2d 206 (Ct. App. 1996), aff’d, 209 Wis. 2d 278, 562 N.W.2d 152 (1997) (Wisconsin’s “conductor law” held unconstitutional as preempted by federal law. Represented Wisconsin Central Railroad and its holding company.)
- *State v. Beno*, 116 Wis. 2d 122, 341 N.W.2d 668 (1984) (Legislative leader held to have immunity under the Wisconsin Constitution against civil subpoena requesting confidential information provided by constituent. Represented Speaker of Wisconsin Assembly.)
- *Wisconsin Hospital Ass’n v. Reivitz*, 820 F.2d 863 (7th Cir. 1987) (Wisconsin Medicaid freeze held under Supremacy Clause of United States Constitution. Represented Wisconsin Hospital Association.)
- *Aetna Life Ins. Co. v. Mitchell*, 101 Wis. 2d 90, 303 N.W.2d 639 (1981) (Wisconsin life insurance cost disclosure administrative rules declared invalid. Represented major life insurers.)
- *Robert Hansen Trucking, Inc. v. LIRC*, 126 Wis. 2d 323, 377 N.W.2d 151 (1985) (Motor carriers held not liable for unemployment compensation taxes on owner-operators. Represented Wisconsin Motor Carriers Association.)
- *Professional Office Buildings, Inc. v. Royal Indemnity Co.*, 145 Wis. 2d 573, 427 N.W.2d 427 (Ct.

App. 1988) (Insurer held liable for multi-million dollar air crash judgment. Represented air crash victim and his employer.)

- *Albedyll v. Wisconsin Porcelain Co. Revised Retirement Plan*, 947 F.2d 246 (7th Cir. 1991) (Obtained \$5.2 million judgment affirmed against ERISA pension plan. Represented employees of Wisconsin Porcelain Company including management employees.)
- *Wisconsin Housing & Economic Development Authority v. Verex Assurance, Inc.*, 166 Wis. 2d 636, 480 N.W.2d 490 (1992) (Insurer prohibited from rescinding mortgage insurance policies. Represented Wisconsin Housing & Economic Development Authority.)
- *Thompson v. Craney*, 199 Wis. 2d 674, 546 N.W.2d 123 (1996) (Wisconsin statute eliminating powers of Superintendent of Public Instruction held unconstitutional. Represented Governor of State of Wisconsin.)
- *Gorton v. Hostak, Henz & Bichler, S.C.*, 217 Wis. 2d 493, 577 N.W.2d 617 (1998) (Established standards for determining when court-ordered attorneys' fees are to be divided between attorney and client.)
- *State v. Williams*, 2012 WI 59, 341 Wis. 2d 191, 814 N.W.2d 460 (2012) (Represented the Wisconsin Association of Judicial Court Commissioners and the Wisconsin Family Court Commissioners' Association in establishing that court commissioners may constitutionally issue search warrants and exercise other judicial powers.)
- *Kelley Supply, Inc. v. Chr. Hansen, Inc.*, No. 2011AP433, 2012 WL 612802 (Ct. App. Feb. 28, 2012)(unpublished). (Court of Appeals affirmed trial court that Kelley Supply, Inc. was a "dealer" under the Wisconsin Fair Dealership Law that its dealership had been unlawfully terminated.)
- *Felland v. Clifton*, 582 F. 3d 665 (7th Cir. 2012) (Court held that emails and telephone calls from Arizona to Wisconsin resulted in Wisconsin courts having personal jurisdiction over the Arizona defendants. After extensive additional proceedings on remand, final judgment was entered by the District Court on April 1, 2014.)

Expertise

- Appeals
- Litigation
- Appeals in State & Federal Court
- Professional Ethics/Discipline
- Trials in State & Federal Courts

Education

- J.D., *with honors*, University of Wisconsin Law School (1968)
- B.S., Cornell University (1965)
- Fellowship in litigation at the University of Pennsylvania Law School in Philadelphia (1968-1970)

Admissions

- State Bar of Wisconsin
- U.S. Court of Appeals for the 7th Circuit
- U.S. District Court for the Western District of Wisconsin
- U.S. Supreme Court

Affiliations

- Board Member – University of Wisconsin Law School Friends of the Remington Center Endowment



John Duncan Varda Attorney

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608-252-9311

Madison

John has acquired a broad knowledge of the transportation industry during more than 40 years of advising carriers, shippers, intermediaries, and others along the supply chain. He served as lead counsel in a series of landmark cases that established national standards related to truck size and safety. John also practices in the areas of attorney professional responsibility, ethics, and practice organization – an outgrowth of more than 25 years of service in law firm management, as the firm's managing partner/CEO.

Clients

He represents transportation industry clients ranging from shippers, carriers, intermediaries and others along the supply management chain.

Notable Representations

During his career he has represented many clients in a variety of matters as highlighted below:

- **1970-1985, Transportation Regulation, Representing Carriers and Shippers**

He has appeared in more than 500 administrative proceedings before the Interstate Commerce Commission, Ontario Highway Transport Board, and Wisconsin Public Service Commission and related appellate cases, which involved motor carrier operating rights, leasing, and rates; rail rates and services; and rail and car ferry abandonments. Included in the rate proceedings were motor and rail rates, regional and national general rate increases and reasonableness of specific rail rates on coal, wood chips, pulpwood, and clay. From this early experience he acquired a broad, practical knowledge of operating practices, costs, and governing law in the transportation industry (rail, motor, distribution, warehousing, and logistics).

- **1975-1982, Commerce Clause Cases, U.S. Supreme Court**

In the area of Commerce Clause cases, John crafted the strategy for challenging state bans on twin trailer trucks under the Commerce Clause of the Constitution. This led to more than 12 years of litigation, including three trips to the U.S. Supreme Court (challenging the laws of Wisconsin and Iowa) and a case-pending decision (Pennsylvania), which convinced Congress to act.

In this matter, he led a team of lawyers that demonstrated, with operational evidence, the twin trailer vehicle to be an integrated part of a system for transporting interstate small shipment freight. They also proved, by comparative and direct safety evidence, there was no rational basis for excluding the vehicle from Interstate Highways and access routes. The U.S. Supreme Court complimented the quality of counsel's effort:

- "As one commentator has written, Commerce Clause adjudication must depend in large part "upon the thoroughness with which the lawyers perform their task in the conduct of the constitutional litigation. Here, as in many other fields, constitutionality is conditioned upon the facts, and to the lawyers the courts are entitled to look for garnering and presenting the facts." Dowling, *Interstate Commerce and State Power*, 27 Va. L. Rev 1, 27-28 (1940).
- *Raymond Motor Transportation v. Rice*, 417 F. Supp. 1352 (W.D. Wis. 1976), 434 U.S. 429 at 448, n. 25 (1978) (unanimous U.S. Supreme Court enjoined Wisconsin's exclusion of twin trailers).
- *Kassel v. Consolidated Freightways*, 475 F. Supp 544 (S.D. Iowa 1979), 612 F.2d 1064 (8th Cir. 1979), 450 U.S. 662 (1981) (enjoined Iowa's restrictions on twin trailers).
- **1982-1989, Enforcement of National Standards, Truck Length, Width, Access**

- 1983-1995, Freight Undercharge Common Defense Groups, Regulatory Transition**

John led a team that defended the Surface Transportation Assistance Act of 1982 ("STAA") and related rules; enforced access rights against State limitations; enforced removal of overall length limits; and provided proofs and prosecuted standards for "grandfathering" 53-foot and longer semi-trailers under the 1982 Act.

His clients included Consolidated Freightways, Roadway, Yellow, United Parcel Service, Dart Transit, National Freight, Schneider National, Continental Can Company, and Owens-Illinois.

The extensive list of cases he handled includes:

- *Consolidated Freightways v. Thomas D. Larson, et al.*; 647 F. Supp. 1479 (M.D. Pa. 1986), 827 F.2d 916 (3rd Cir. 1987), cert. denied, 484 U.S. 1032 (1988) (incorporated record from suspended Commerce Clause litigation against Pennsylvania's ban of twin trailers to enforce new federal access standard);
- *National Freight, Continental Can, et al. v. Thomas D. Larson, et al.*, 583 F. Supp. 1461 (M.D. Pa. 1984), 760 F.2d 499 (3rd Cir. 1985), cert. denied, 474 U.S. 902 (1985) (enforced STAA prohibition of overall length limit);
- *Continental Can Company, Inc., et al. v. Howard Yerusolim, et al.*, No. 87-0219 (M.D. Pa. 1987)

- (unpublished), 854 F.2d 28 (3rd Cir. 1988) (enforced STAA standard 102-inch width);
- *Continental Can Co., Inc., et al. v. Leonard Mellon, et al.*, No. 86-3563 (N.D. Fla. 1986) (unpublished), 825 F.2d 308 (11th Cir. 1987) (required Florida to issue permits for trailers longer than 48 feet);
- *Continental Can Company, et al. v. Henry Gray, et al.*, No. LR-C-87-70 (E.D. Ark. 1988) (unpublished) (enforced STAA compliance in Arkansas);
- *Continental Can Company, et al. v. Leo J. Trombatore, et al.*; No. CIVS-87-0166 RAR JFM (E.D. Cal. 1987) (favorably settled, enforced California's compliance with STAA length limits).
- **1988-1992, Pension Plan Litigation**

With his extensive knowledge in the area of pension plan litigation, John organized 250 named-plaintiff employees (using techniques developed in the freight undercharge common defense groups) and made all trial court appearances in the successful challenge to the employer's retention of over \$6.4 million in surplus funds on termination of the defined benefit pension plan. *Albedyll v. Wisconsin Porcelain Co. Revised Retirement Plan*, 11 E.B.C. 1072 (W.D. Wis. 1989), *aff'd*, 947 F.2d 246 (7th Cir 1991).

- **1985-Present, Transportation & Logistics Counseling, Related Litigation**

After more than 40 years, John continues to provide counsel to carriers, shippers, and shipper associations on evolving issues in transportation logistics and supply chain management. A few examples are drug and alcohol testing; commercial drivers' licensing; hazardous materials training; shortline railroad spin-offs leading to creation of Wisconsin Central System (1987-1995); Negotiated Rates Act (1993); Trucking Industry Regulatory Reform Act (1994); ICC Termination Act (1995); Canadian National Wisconsin Central merger (2001); proposed hours-of-service regulations and re-write and updating of Federal Motor Carrier Safety Regulations (2000-), shipper group activities, including Surface Transportation Board proceedings related to fuel surcharge and competitiveness issues (2001-), currently serving as counsel to the Lake States Shippers Association, Inc., the Wisconsin Central Group and the Mercury Group.

He litigates related cases, from loss and damage claims to hours-of-service rulemaking, from rail car leasing disputes to a series of bankruptcy proceedings and related cases arising from reorganization of a major warehouse and distribution operator.

- **1973-Present, Professional Responsibility Practice, Firm Management**

He regularly provides counsel and litigates professional responsibility matters involving conflicts of interest, attorney discipline, ethics and other practice-oriented issues. Significant cases include *Fireman's Fund Ins. v. Waste Management of Wis.*, 777 F.2d 366 (7th Cir. 1985) (insured's choice of counsel, conflict waiver, fee entitlement) (briefed and argued); and *Jesse v. Danforth*, 169 Wis. 2d 229 (1992) (confirmed entity rule in Wisconsin) (argued before the Wisconsin Supreme Court). In 1994, John facilitated the merger between DeWitt Porter and Ross & Stevens; he then served as managing partner from 1994 to 2001. Currently, he serves on the Wisconsin Supreme Court Office of Lawyer Regulation Special Investigative Panel (2001-present).

Expertise

- Litigation
- Appeals in State & Federal Court
- Professional Ethics/Discipline
- Trials in State & Federal Courts
- Transportation & Logistics Industry

Education

- J.D., University of Wisconsin Law School
- B.A., University of Wisconsin Madison

Admissions

- State Bar of Wisconsin
- Supreme Court of Wisconsin
- U.S. Court of Appeals for the 3rd, 7th, 8th and 11th Circuits
- U.S. District Courts for the Eastern and Western Districts of Wisconsin
- U.S. Supreme Court

Affiliations

- American Bar Association
- Association of Transportation Law / Logistics and Policy
- Dane County Bar Association
- State Bar of Wisconsin Standing Ethics Committee (2000-2008)
- Transportation Lawyers Association
- Wisconsin Board of Attorneys Professional Responsibility - District 9 Committee (1994-1999)
- Wisconsin Supreme Court Office of Lawyer Regulation Special Investigative Panel (2001-2010)



Bradley W. Raaths

Attorney

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608-283-5507

Madison

Blending his knowledge of business with his experience as a former in-house general counsel, Brad is positioned to offer his clients business-focused legal advice to successfully meet their goals. In particular he focuses on the areas of mergers and acquisitions, corporate law and franchise law. He routinely represents clients on the legal, financial and transactional issues arising from the purchase or sale of a business. Additionally, Brad acts as outside general counsel for numerous business clients.

Clients

Brad's clients come from a variety of business industries and, in particular, Brad has significant experience working with the manufacturing sectors including large paper/corrugated manufacturers, transportation/trucking companies, commercial construction companies and renewable energy producers. He has also represented software development companies, professional service providers and a variety of start-up companies.

Notable Representations

The wide array of large, sophisticated transactions he has worked on with his clients include:

- Represented a large paper company in the drafting and negotiation of the primary construction contract for the largest environmental remediation in the history of the State of Wisconsin.
- Represented the management of a large commercial printing company in a leveraged buy-out of company assets with multiple tiers of debt and equity.
- Represented a large paper company in the strategic acquisition of an approximately \$45 million paper and printing company.
- Represented a renewable energy manufacturer in the negotiation of an Enterprise Zone Tax Credit

Agreement with the State of Wisconsin resulting in potential refundable tax credits in excess of \$25 million.

- Represented the Wisconsin Office of the Commissioner of Insurance in the sale and subsequent liquidation of a large health maintenance organization with revenue of approximately \$140 million.
- Represented one of the largest chiropractic services companies in the United States in the acquisition and sale of multiple branch clinics.
- Represented a renewable energy manufacturing business in the license of patent rights and large-scale product purchase agreements.
- Represented a publicly-traded software company in the license of key software development rights for product expansion.

Articles & Presentations

- Co-author of the “Warranties, Disclaimers, and Limitations of Remedy” section of the State Bar treatise on Contract Law
- Author of “M&A Deal Structures: Recent Trends” Chapter for *M&A Deal Strategies* (2010 Edition)
- Author of “Legal Issues of Limited Term Assistance” in *Wisconsin Meetings Magazine*

Expertise

- Business
- Mergers & Acquisitions
- Construction Industry
- Lexwork
- Mining & Natural Resources Industry
- Biomass industry
- Forest industry
- Mining industry
- Water industry
- Real Estate, Land Use & Construction
- Tax & Tax Advocacy

Education

- M.B.A., University of Chicago – Booth School of Business
- J.D., Marquette University Law School
- B.B.A., University of Wisconsin – Milwaukee

Admissions

- State Bar of Wisconsin
- U.S. Tax Court

Affiliations

- Advisory Board Member – National Tissue Company LLC
- American Bar Association (member of corporate law and franchise law sections)
- Board Member – Wisconsin Law Foundation
- Dane County Bar Association
- Parish Council Member and Finance Committee Member at St. Albert the Great Church
- State Bar of Wisconsin (member of corporate law section)

Honors

- Included in Wisconsin Super Lawyers – Rising Stars® editions for his work in corporate law in 2006, 2007, 2008, 2010 and 2011.