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13 Corporation, as Receiver for IndyMac Bank, F.S.B.

14 [Additional counsel listed on signature page]

15 **UNITED STATES DISTRICT COURT**
16 **CENTRAL DISTRICT OF CALIFORNIA**

17 FEDERAL DEPOSIT INSURANCE
18 CORPORATION, AS RECEIVER FOR
19 INDYMAC BANK, F.S.B.

20 Plaintiff,

21 v.

22 SCOTT VAN DELLEN, RICHARD
23 KOON, KENNETH SHELLEM, AND
24 WILLIAM ROTHMAN,

25 Defendants.

Case No.: 10-CV-04915 DSF (SHx)

**JOINT RULE 26(F) REPORT AND
PROPOSED DISCOVERY PLAN**

Date of Scheduling Conf.: 11/15/10

Time: 11:00 a.m.

Place: Courtroom 840

Roybal Federal Building

255 E. Temple Street

Los Angeles, CA 90012

1 Pursuant to Federal Rule of Civil Procedure (“Rule”) 26(f), the standing order for
2 cases assigned to Judge Dale S. Fischer dated August 2010, the local rules and the
3 Court’s order of August 10, 2010 setting a scheduling conference, Plaintiff Federal
4 Deposit Insurance Corporation (“FDIC” or “Plaintiff”), as Receiver for IndyMac Bank,
5 F.S.B. (“IndyMac” or “Bank”) and defendants Scott Van Dellen, William Rothman,
6 Richard S. Koon, and Kenneth Shellem (the “Defendants”) submit this report under Rule
7 26(f) of the initial conferences for the above-entitled action. The initial conferences were
8 held in person and by telephone on August 3, 2010 and November 1, 2010.

9 In light of the current status of the case and ongoing mediation efforts, the parties
10 are proposing a discovery plan such that active discovery will not commence until
11 January 2011. In addition, as set forth in Section O below, Plaintiff estimates that taking
12 all 68 counts alleged in the complaint to trial will take in excess of 180 court days. Thus,
13 Plaintiff proposes that 10 of the counts should be severed and tried first in a phase 1 trial.
14 In light of the ongoing mediation and other practical considerations, the counts that
15 would proceed to trial cannot be identified until February 2011. Accordingly, the parties
16 respectfully suggest that the Court may wish to continue the November 15, 2010 status
17 conference to late February 2011.

18 **A. Statement of the case:**

19 The FDIC filed this action in its capacity as receiver for IndyMac to recover losses
20 arising out of the Bank’s Home Builder Division (“HBD”). Defendants were the top
21 managers of HBD. The FDIC contends that IndyMac’s losses on HBD’s portfolio exceed
22 \$500 million. The FDIC further contends that the Bank’s losses from the operation of
23 HBD stem from two significant departures from safe and sound banking practices. First,
24 HBD’s management repeatedly disregarded HBD’s credit policies in approving loans.
25 Second, HBD’s management continued to grow its portfolio at the tail end of the longest
26 appreciating real estate market in over four decades, and even after they observed the
27 market decline. According to the FDIC, Defendants’ decisions caused HBD to make
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1 loans to borrowers who were not creditworthy and loans which were in violation of Bank
2 policy and insufficiently collateralized. The FDIC contends these decisions were
3 negligent and breached each Defendant's fiduciary duty of care to IndyMac and, in turn,
4 led to significant losses.

5 Defendants deny all of these allegations and assert numerous affirmative defenses.
6 Defendants contend that the FDIC wants to make them uniquely liable for failing to
7 foresee the collapse of the housing market. Defendants further contend they will
8 demonstrate the Business Judgment Rule applies (as discussed below) and will prove that
9 the underwriting at IndyMac was far above the standard in the industry. Defendants
10 Shellem and Koon assert they will demonstrate that they were not involved in
11 administering many of the loans alleged in the complaint. Defendants Van Dellen and
12 Rothman (who were both hired by the FDIC) contend they will prove that the FDIC's
13 own negligence resulted in most of the damages of which it now complains.

14 **B. Subject matter jurisdiction:**

15 The FDIC's claims arise under federal law specifically including 12 U.S.C. §
16 1821(d)(2) and (k) and 12 U.S.C. § 1819(a). This Court has jurisdiction over this action
17 under 28 U.S.C. §§ 1331 and 1345. This Court also has supplemental jurisdiction over
18 state law claims pursuant to 28 U.S.C. § 1367.

19 **C. Legal issues:**

20 Defendants contend that the Business Judgment Rule and/or common law
21 principles apply to require Plaintiff to prove gross negligence on their part. Plaintiff
22 contends that the Business Judgment Rule in California (Calif. Corp. Code § 309) does
23 not apply to officers such as Defendants. Even if the Business Judgment Rule does
24 apply, Plaintiff contends that Defendants had a greater duty of inquiry and otherwise
25 cannot satisfy the prerequisites of the Business Judgment Rule as an affirmative defense.
26 The case will turn on, among other things, proof of negligent underwriting of each of the
27 66 loans described in Counts 2 – 67 of the complaint which involve relationships with a
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1 total of 34 different borrower relationships. In addition, Plaintiff has asserted a cause of
2 action in Count 1 for negligence based upon Defendants' failure to stop loan production
3 at HBD altogether as conditions began to deteriorate starting no later than mid-2006.
4 Plaintiff has also asserted a cause of action in Count 68 that addresses negligent
5 underwriting in a number of 108 additional loans that have not yet been fully investigated
6 by the FDIC. The FDIC contends that these additional loans have an unpaid principal
7 balance exceeding \$280 million, a percentage of which will result in further losses to the
8 FDIC. Defendants deny all of Plaintiff's allegations and contend that the underwriting of
9 each of the loans met the appropriate standard of care and was neither negligent nor
10 grossly negligent.

11 **D. Parties, evidence, etc.:**

12 The parties to this action are the FDIC and the Defendants identified above in the
13 introduction. The percipient witnesses identified to date were disclosed by each of the
14 parties as part of the disclosures required by Rule 26 and are listed in attached **Exhibit B**.
15 Most of the key documents are identified in the complaint and in Defendants' answers to
16 the complaint.

17 **E. Damages:**

18 Plaintiff requests an award of monetary damages subject to proof at trial but in an
19 amount of at least \$500 million sufficient to recoup the losses incurred on loans approved
20 by Defendants. Defendants maintain that the FDIC's allegations are without merit and
21 that the FDIC is not entitled to any relief whatsoever.

22 **F. Insurance:**

23 Limited directors' and officers' ("D&O") insurance is available to respond to the
24 claims in this litigation and at least seven other unsettled lawsuits and claims arising out
25 of the collapse of the Bank. Significant defenses to liability and to the applicability of
26 D&O insurance coverage exist in many of the lawsuits. Collectively the lawsuits seek
27 several billion dollars of damages; available D&O insurance originally totaled \$160
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1 million. The D&O insurance consists of “self-consuming” policies that are eroded by
2 defense fees which have already been significant. In addition, the D&O insurance
3 carriers contend that only one policy year with original limits of \$80 million is available
4 to respond to all of the claims. Many of the parties to these actions contend that two
5 policy years are available. Confidential settlement demands have been exchanged in
6 connection with recent mediation sessions (further discussed below in Section N), some
7 of which are demands for settlement of some of the claims which may fall within the
8 remaining policy limits. The parties are conducting further mediations through the end of
9 the year to see if progress toward a global settlement can be made through a collective
10 demand within the remaining available policy limits by all of the plaintiffs and claimants
11 with matters implicated by the available D&O insurance.

12 **G. Motions:**

13 At this time, the parties to this action do not anticipate filing any motions seeking
14 to add other parties or claims, file amended pleadings, or transfer venue. In the event a
15 party does seek to file any such motion, it shall be filed no later than February 22, 2011.

16 **H. Manual for Complex Litigation:**

17 The case is not “complex” and does not require a reference to procedures set forth
18 in the Manual for Complex Litigation.

19 **I. Status of Discovery:**

20 The parties exchanged initial disclosures pursuant to Rule 26(a)(1) on August 17,
21 2010.

22 On August 3, 2010, defendants Koon and Shellem served a written document
23 request upon Plaintiff. Plaintiff has produced documents to Defendants as set forth in the
24 schedule attached hereto as **Exhibit C** and incorporated herein by reference. Plaintiff’s
25 document productions identified in **Exhibit C** include documents produced during the
26 course of the FDIC’s investigation into the failure of IndyMac before this litigation was
27 filed, documents produced in the Rule 26 exchange and documents produced in response
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1 to the document request by defendants Koon and Shellem.

2 **J. Discovery Plan:**

3 In light of the ongoing mediation efforts described in Sections F and N, the parties
4 will not commence formal discovery, other than limited discovery needed to assist them
5 in mediation efforts, until January 2011. The parties request a further status conference
6 in late February 2011. The parties have prepared the bulk of this report on the
7 assumption that the mediation efforts will be unsuccessful and outline a discovery plan,
8 pretrial date and trial date based upon that assumption. The parties anticipate using all
9 forms of discovery, including requests for production of documents, interrogatories,
10 requests for admissions, depositions and third party subpoenas. The parties agree at this
11 time that the limitations of 25 interrogatories per party to any other party provided for in
12 the Federal Rules of Civil Procedure is not sufficient. The parties propose a total of 100
13 interrogatories per party to any other party. The parties agree that the limitations of 10
14 depositions per side in the matter is not sufficient. The parties instead propose a
15 limitation of 30 depositions for Plaintiff and 40 depositions for the Defendants
16 collectively. Defendants anticipate being able to agree to an allocation of depositions on
17 their side among themselves and will seek to have the magistrate judge to whom this case
18 is assigned resolve any disagreement. The parties also anticipate that the seven hour limit
19 upon depositions of individual witnesses will be sufficient for the majority of the
20 depositions and will seek to either reach agreement or to have the magistrate of this Court
21 resolve any situations in which the seven hour time limit is not sufficient. The
22 anticipated deponents will come from the list attached hereto as **Exhibit B**.

23 **K. Discovery cut-off:**

24 As noted above, the parties respectfully suggest that the Court may wish to
25 continue the November 15, 2010 status conference to late February 2011. In addition, the
26 parties believe they will be better able to identify deadlines for completion of fact
27 discovery after the counts that will proceed to trial in June 2012 are identified. As noted
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1 in Section O below, the counts that would proceed to trial in Phase 1 shall be identified
2 by February 15, 2011. Accordingly, the deadlines relating to fact discovery and expert
3 discovery (set forth in Section L) may require amendment.

4 Fact discovery shall conclude on November 21, 2011. All requests for production
5 of documents, interrogatories, requests for admissions, third party subpoenas and any
6 other discovery device must be served by September 16, 2011 so that all production and
7 response thereto will be served by October 17, 2011. In addition, any motion to compel
8 further responses, along with a joint stipulation as required by Local Rule 37-2, must be
9 filed by October 24, 2011.

10 **L. Expert discovery:**

11 The last date for the parties' designation of expert testimony and disclosure of
12 expert reports shall be October 20, 2011. Such expert witnesses shall be made available
13 for a deposition at mutually convenient times during the 20 days following expert
14 designation and service of the expert witness reports.

15 The last date for the parties' designation of rebuttal expert testimony and
16 disclosure of rebuttal expert reports shall be November 30, 2011. Such expert witnesses
17 shall be made available for deposition at mutually convenient times during the 30 days
18 following the rebuttal expert designation and service of rebuttal expert witness reports.

19 Expert discovery cutoff: December 30, 2011.

20 **M. Dispositive motions:**

21 The parties anticipate filing motions for summary judgment and partial summary
22 judgment. Plaintiff anticipates filing motions for partial summary judgment on one or
23 more of the affirmative defenses asserted by Defendants and possibly on other issues not
24 yet identified. Defendants anticipate filing motions for summary judgment on some or all
25 of the counts alleged against them in the complaint. The parties shall file such dispositive
26 motions, if any, no later than December 15, 2011. Such motions may be heard no earlier
27 than February 27, 2012. The parties also anticipate filing motions in limine on these same
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1 matters as well as on other matters related to fact and expert testimony to be presented at
2 trial.

3 **N. Settlement:**

4 The parties have selected Settlement Procedure No. 3 under Local Rule 16-15.4
5 and are currently participating in mediations being held with Judge Daniel Weinstein
6 (Ret.) in the bankruptcy proceedings in *In Re IndyMac Bancorp*. Mediation sessions
7 were held on September 22 in New York City and October 26 and 27 in San Francisco.
8 Further mediation discussions are anticipated between now and the end of the year.
9 Major obstacles to a global settlement exist, including those discussed above in Section
10 F.

11 **O. Trial Estimate:**

12 Plaintiff requests a jury trial to commence on June 19, 2012. Plaintiff estimates
13 that taking all 68 counts alleged in the complaint to trial will take in excess of 180 court
14 days. Plaintiff proposes that 10 of the counts should be severed and tried first in a phase
15 1 trial. Plaintiff estimates that phase 1 would take between 30 and 35 court days.
16 Plaintiff will identify the counts to comprise the phase 1 no later than February 15, 2011.
17 Plaintiff anticipates calling no more than 50 witnesses in this phase 1, and Defendants
18 anticipate calling no more than 50 witnesses of their own. The parties will be able to
19 provide revised estimates of the number of witnesses in phase 1 and identify those
20 witnesses once the Plaintiff identifies which counts will be tried in phase 1.

21 **P. Trial counsel:**

22 For Plaintiff: Thomas D. Long (lead), David Graeler, David J. Farkas – Nossaman
23 LLP.

24 For defendants Shellem and Koon: Kirby Behre (lead), Bradley Bloodworth, John
25 Durrant – Paul Hastings Janofsky & Walker LLP.

26 For defendants Van Dellen and Rothman: Robert Corbin, Michael Fitzgerald
27 (lead), Joel Athey, Jessica Tulk – Corbin Fitzgerald & Athey.

1 **Q. Independent Expert or Master:**

2 At this time, the parties do not anticipate the need for the appointment of a master
3 pursuant to Rule 53 or an independent scientific expert.

4 **R. Timetable:**

5 See Attached **Exhibit A.**

6 **S. Other issues:**

7 See the proposal to sever the trial in Section O, above.
8

9 Dated: November 8, 2010

NOSSAMAN LLP
THOMAS D. LONG
DAVID GRAELER
DAVID J. FARKAS

12
13
14 By: /s/ Thomas D. Long
 THOMAS D. LONG
15 ATTORNEYS FOR FEDERAL DEPOSIT
16 INSURANCE CORPORATION, AS RECEIVER
FOR INDYMAC BANK, F.S.B.

17 Dated: November 8, 2010

CORBIN, FITZGERALD & ATHEY LLP
ROBERT L. CORBIN
MICHAEL W. FITZGERALD
JESSICA L. TULK

20
21 By: /s/ Robert L. Corbin
 ROBERT L. CORBIN
22 ATTORNEYS FOR DEFENDANTS SCOTT
23 VAN DELLEN AND WILLIAM ROTHMAN

24 Robert L. Corbin, Esq. (SBN 75445)
25 Michael W. Fitzgerald, Esq. (SBN 127164)
26 Jessica L. Tulk, Esq. (SBN 266258)
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3 jtulk@corbfitzlaw.com

4 Dated: November 8, 2010

PAUL HASTINGS JANOFSKY & WALKER
LLP
KIRBY BEHRE
BRADLEY BLOODWORTH
JOHN DURRANT

8 By: _____ /s/ Kirby Behre
9 KIRBY BEHRE
10 ATTORNEYS FOR DEFENDANTS KENNETH
SHELLEM AND RICHARD KOON

11
12 Kirby Behre, Esq. (Pro Hac Vice)
13 Bradley Bloodworth, Esq. (Pro Hac Vice)
14 John Durrant, Esq. (SBN 217345)
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EXHIBIT A

SCHEDULE OF PRETRIAL AND TRIAL DATES

CASE NAME: Federal Deposit Insurance Corporation, etc. v. Van Dellen, et al.

CASE NO: CV-10-4915 DSF (SHx)

Matter	Time	Weeks before trial	Plaintiff(s) Request	Defendant(s) Request	Court Order
Trial (jury)(court) (length ___ days) (Tuesday)	8:00 am		6/19/12	6/19/12	
<u>For Court Trial</u> Lodge Findings of Fact and Conclusions of Law, LR 52, and Summaries of Direct Testimony		3			
Pretrial Conference, LR 16; Hearing on Motions in Limine	3:00pm	4	5/21/12	5/21/12	
<u>For Jury Trial</u> Lodge Pretrial Conference Order, LR 16-7; File Agreed Set of Jury Instructions and Verdict Forms; File Statement Regarding Disputed Instructions, Verdicts, etc.; File Oppositions to Motions in Limine		6	5/7/12	5/7/12	
<u>For Jury Trial</u> File Memo of Contentions of Fact and Law, LR 16-4; Exhibit & Witness Lists, LR 16-5,6; File Status Report Regarding Settlement; File Motions in Limine		7	4/30/12	4/30/12	
Last date to conduct Settlement Conf., LR 16-15		12	3/26/12	3/26/12	
Last day for hearing motions, LR 7		14	2/27/12	2/27/12	
Non-expert Discovery Cut-off			11/21/11	11/21/11	
Expert Disclosure (initial)			10/20/11	10/20/11	
Expert Disclosure (rebuttal)			11/30/11	11/30/11	
Expert Discovery Cut-off			12/30/11	12/30/11	
Last Date to Amend Pleadings or Add Parties			2/22/11	2/22/11	

- LR 16-15 Settlement Choice:
- | | |
|---|--|
| <input type="checkbox"/> 1. USMJ | <input checked="" type="checkbox"/> 3. Outside ADR |
| <input type="checkbox"/> 2. Attorney Settlement Panel | <input type="checkbox"/> 4. Judge Fischer
(>4 day trial estimate) |

Exhibit A

EXHIBIT B

Exhibit B**Witness List**

NAME	POSITION/AFFILIATION (if known)
Adair, Tom	Account Officer
Abernathy, Blair	Chief Investment Officer
Adams, Bruce	Account Officer
Adams, Wayne L.	Guarantor
Adarkar, Ashwin	Executive Vice President
Adler, Scott Z.	Guarantor
Ainslie, Brian	Account Officer
Andersen, Thomas C., MAI	Appraiser reviewer
Andrews, Paul	
Antosh, Lynette	BOD
Arnett, Gary	HBD Workout Manager
Arnold, Gary	Former CEO of CLCA
Arrendendo, Canise	Senior Vice President
Aryana, Shahvand	Guarantor
Ashby, Richard K.	Guarantor
Augunas, Andrius	Guarantor
Bahrambeygui, Sherry	Guarantor
Banks, James	Executive Vice President
Barbour, James	Chief Compensation Officer
Bardis, Christo D	Guarantor
Bardis, Rachel K.	Guarantor
Bassett, Jeb R. L.	IAR Manager Asset Quality Review Committee
Baty, Calvin E.	Guarantor
Beaumont, Bruce W.	CFO Asset Quality Review Committee
Beck, Bruce	Account Officer Asset Quality Review Committee
Bell, Matt	Financial Analyst
Bergdolt, Julie	
Bissett, John K.	OTS
Blackwood, Robert	Appraiser
Bode, Don	Account Officer

NAME	POSITION/AFFILIATION (if known)
Bogel, Paul	Account Officer Regional Manager
Boggs, David	Credit Officer Asset Quality Review Committee
Bostic, Raphael	BOD
Bowman, Patricia	Credit - PBG
Braswell, James W. Braswell, Joyce A.	Guarantor
Braun, Greg	Guarantor
Braun, Sherwin J.	Guarantor
Buckler, Daris	
Caldera, Louis	BOD
Caldera, Louis E.	Director
Callan, Kevin	CEO of IndyMac Securities
Camp, Todd	Credit Officer Asset Quality Review Committee Junior Loan Committee Member
Cannon, David	Financial Analyst
Carothers, John E. MAI Smith, Dennis L. MAI Howell, Chris A. MAI Venuti, Thomas M. Smith & Associates	Appraisers
Carter, Brian	VP Financial Planning
Cervantes, Arthur	
Chapman, Dennis J.	President of Homeland/Romoland ADP, Inc.
Ching, Christina	Senior Vice President
Choi, Christie	
Christopherson, Keith S. Christopherson, Brenda L.	Guarantor
Clark, Susie	OTS
Cochrane, Kevin	Director of Human Resources
Conde, Cecelia	
Cook, Drinda	
Cousins, Josh	1 st Vice President
Cramer, William R.	Co-developer
Crenshaw, Robert D. MAI	Appraiser

NAME	POSITION/AFFILIATION (if known)
Crenshaw Williams Appraisal Co.	
Cruzan, Cressa	Account Officer
de Leon, Pete	
DeClark, Gary L. MAI Walling, Jeremy R. MAI	Appraiser
DePriest, David	Credit Officer
Desai, Ashit	
Dichosa, Aurora	
Dochow, Darrel W.	OTS
Doherty, Carolanne MAI Mitchell, Greg	Appraiser
Dunmore, Sydney	Guarantor
Dunn, Steven D. MAI PGP Valuation Inc.	Appraiser
Dunne, Kevin	Chief Appraiser ERM Committee
Ebers, Tony	CEO Consumer Bank
Eliopoulos, Andrew J.	Guarantor
Eliopoulos, Georgia	Guarantor
Evans, Jeff	Credit Officer
Ezgur, Michael	Guarantor
Faherty, Joseph W. June E. Faherty	Guarantor
Faylor, David G.	Guarantor
Federico, Lisa L. MAI Smith & Associates	Appraiser
Fichman, David	Credit Officer
Flores, Vangie	Loan Administration
Fong, Robert	Vice President
Frauenthal, Michael F. MAI	Appraiser
Gabriel, Stuart A.	Director ERM Committee
Galloway, Kevin	Credit - PBG
Galoosian, Roobik	Corporation Insurance
Garibay, John	Financial Analyst
Gates, John J.	Guarantor
Geleerd, James D. (Jake)	Guarantor
Gerg, Marcia	Account Officer

NAME	POSITION/AFFILIATION (if known)
Giannella, Ralph J.	Guarantor
Ginsclair, Jerry P. MAI Zorn, Thomas E. CBRE	Appraiser
Gomez (Garcia), Denise	Credit Officer
Gramley, Lyle E.	Director ERM Committee
Grant, Hugh M.	Director
Greene, Gabrielle E.	Director
Gregovich, Steven M.	OTS
Griffin, Thomas	Account Officer
Grimland, Maria A. (Roa)	Operations Manager
Grover, Samir	Principal Accounting Officer
Grygiel, Al	Regional Manager
Haden, Patrick C.	Director
Hadra, Andrew C.	Guarantor
Hall, Chic	Account Officer
Hallock, Tom	
Hamilton, Kimberly	Financial Analyst
Hamm, Scott S. MAI	Appraiser
Handel, Mark	Guarantor
Hanson, Daniel J. MAI	Appraiser
Harris, Dennis A.	Guarantor
Henry, David	OTS
Hewes, David A.	OTS
Heyne, Bernarr W.	Guarantor
Heyrick, Simon	Chief Credit Officer ERM Committee
Hickey, David	Senior Vice President
Hickock, Bruce I.	OTS
Hill, James A.	Guarantor
Hitchcock, Linda	Senior Vice President
Ho, Antony	Account Officer
Hodel, Terrance G.	Director ERM Committee
Hodge, Roger M. MAI CBRE	Appraiser
Hoffman, Richard	FDIC

NAME	POSITION/AFFILIATION (if known)
Holt, Patrice MAI Holt Associates	Appraisal reviewer
Holtzman, Stuart D.	Guarantor
Horner, Ken	Chief Resource Officer
Hudspeth, Rebecca	
Huey, Janice K.	Senior Vice President
Huitrado, Anthony M.	
Hunt II, Robert L.	Director ERM Committee
Hunt-Fuhr, Christina	Senior Vice President
Hurlburt, Randal B.	Guarantor
Hurley, Timothy M.	Asset Quality Review Committee
Hutchinson, James Q. MAI Hutchinson Valuation	Appraiser
Hymel, Patrick	Vice President Retained Assets
Jacobson, Jill	Vice President
Jee, Jonathan	Credit
Johnson, Kurt	Senior Vice President
Johnson, Mark. W.	OTS
Johnson, Russell	OTS
Jones, Andrew D. MAI CBRE	Appraiser
Jones, James	
Jones, Shemika	
Jones, Wesley MAI Jones & Company	Appraiser
Kaiser, Ken MAI Holt Associates	Appraisal reviewer
Kammer, Daniel	1 st Vice President
Kanani, Fareed	Credit Officer
Kapadia, Vince H. Gribin Kapadia & Associates	Appraiser
Karlen, Christopher Gutzman, Robert MAI CBRE	Appraiser
Kaufman, Letty	Account Officer
Kazanchyan, Anna	Financial Analyst
Kennard, Lydia H.	Director

NAME	POSITION/AFFILIATION (if known)
Kerhart, Steven C.	Guarantor
Keys, Scott A.	Director CFO
Kirch, Kurt	OTS
Knorr, Joseph	OTS
Koerber, Douglas	Account Officer
Koon, Richard (D)	Chief Lending Officer
Krcmarik, James	Credit Officer Asset Quality Review Committee
Kristofferson, Nancy MAI	Appraisal reviewer
Kuczek, Richard A.	OTS
Lafferty, Richard S.	Guarantor
Laik, Philippe	Guarantor
Launer, Michael MAI Launer & Associates	Appraiser
Lei, Tui	
Letendre, Jason	
Lieber, Rick	Senior Vice President
Lin, Christie	Financial Analyst
Lo, William W.	Guarantor
Luttenberger, Peter	Director of Reporting
Magellanes, Jenda	Credit Administration Asset Quality Review Committee
Mai, Evan V.	Guarantor
Maisel, Matthew	Guarantor
Manchester, Craig	Guarantor
Marquardt, Carrie (Anderson)	Account Officer
Marsh, Pam	Executive Vice President
Martin, Gregory S. MAI Martin & Associates	Appraiser
Martin, Scott	
Martin, Vernon, MAI	Appraiser
Martinez, Eneyda	Loan Administration
Massos, Bill	Financial Analyst
Mathoda, Raymann	Chief People and Efficiency Officer
McComic, R. Barry	Guarantor
McGovney, Susan	Senior Vice President

NAME	POSITION/AFFILIATION (if known)
Meitzen, M. Christopher MAI MDS	Appraiser
Melbourne, Ruthann K.	Chief Risk Officer
Milek, Myles	Account Officer
Minier, Michelle	Executive Vice President
Miyashiro, Russell	OTS
Moe, Robert	
Mowles, Larry	Financial Analyst
Munio, David J.	
Nebot, Francisco	Treasurer
Nelson, Mark C.	
Nelson, Maryn	Financial Analyst
Nemeth, John	ERM Committee
Neumann, Ken	Guarantor
Newkirk, Chris	President - PBG Asset Quality Review Committee
Nyland, Nicholas	Quality Control
O'Donnell, Timothy	OTS
Okuma, Lesar	HBD
Olinski, John	Chairman of Board
Palmbaum, Bruce A.	Guarantor
Palmer, Donald R. MAI PGP Valuations	Appraiser
Pappalardo, Chris	
Paretti, Martin	Corporate Controller
Perry, Joe	Internal Audit
Perry, Michael W.	Director CEO
Perry, Robert	HBD Builder Inspector
Perry, Roger	Account Officer
Pham, James	Financial Analyst
Phan, Le	Financial Analyst
Pikoos, Jennifer	Compensation and Benefits
Pinn, Alan R.	Guarantor
Pinn, David R.	Guarantor
Pizzi, Ron	Financial Analyst
Poag, Randolph J.	Guarantor
Potthast, John	OTS

NAME	POSITION/AFFILIATION (if known)
Presley, Robert W.	Guarantor
Price, Sol	Guarantor
Priske, Casey	
Prottas, Mark MAI CBRE	Appraiser
Ramirez, Geoffrey	Account Officer (started in credit)
Ramsier, Anthony	Account Officer
Ray, Tim D.	Chief Credit Officer
Redman, Lawrence E.	Guarantor
Reiley, Mark E.	OTS
Resendez, Karen	
Reynen, John D.	Guarantor
Rosen, Steven F.	Account Officer
Rosenfeld, Gene	Guarantor
Ross, Mark Robert	Guarantor
Rothman, William (D)	Chief Lending Officer Asset Quality Review Committee
Rover, Vincent J.	Guarantor
Rutherford, Clyde Daniel	Account Officer
Sastri, Suriya M.D.	Dr. Gansean Visvabharathy's wife
Schleining, John Schleining, Cathy	Guarantors
Seymour, John F. (Ret. Senator)	Director
Shamlan, Gregory	Account Officer
Shellem, Ken (D)	Chief Credit Officer Asset Quality Review Committee
Shireffs, James	1 st Vice President
Sillman, Frank	CEO Mortgage Banking
Sosnovich, Gregory	Senior Vice President
Soueidan, Grace	PBG President
Soveidan, Neeru	Financial Analyst
Stephens, Reckkita	Credit
Stunard, Eugene MAI Appraisal Research Counselors	Appraiser
Taft, Robert	Financial Analyst
Tekippe, Ted	Mortgage Loan Administration

NAME	POSITION/AFFILIATION (if known)
Tempkin Jerry A. MAI Tempkin, Inc.	Appraiser
Teobardi, Michael MAI MT Associates	Appraiser
Terwilliger, John	Account Officer
Thomas, Jeffrey	FDIC
Tiegs, Barbara	Appraisal reviewer
Todd, Dorcas	Chief Administrative Officer
Tsakopoulos, Angelo	Guarantor
Ukropina, James R.	Director
Van de Pol, Michelle MAI Burk, Susanna Integra Realty	Appraiser
Van Dellen, Scott (D)	CEO of HBD
Veteto, Gary	Account Officer
Visvabharathy, Ganesan	Guarantor
Vogel, Jules	General Counsel
Volt, Josh	Financial Analyst
Wade, Aaron	Senior Vice President
Walker, Daniel	FDIC
Wallstrom, Robert J.	Guarantor
Walsh, Brian	Account Officer
Watkins, Paul K.	Watkins, Blakely & Torgerson LLP
White, Gregory	Account Officer
Wiggins, Oscar A.	Co-developer
Williams, Charles A.	Chief Audit Executive
Willison, Bruce G.	Director
Wohl, Richard	President
Wong, Shirley	
Woodworth, Victor	Senior Vice President
Yocum, T. Michael	Account Officer
Zaccaglin, Victor	Guarantor
Zandy, Mark	Ecomony.com Analyst
Zawada, Rick	Financial Analyst
Zell, Craig MAI Zell & Associates	Appraiser
Zenker, Steven A. MAI Cushman & Wakefield	Appraiser

NAME	POSITION/AFFILIATION (if known)
Zhuang, Amy	Asset Quality Review Committee
Ziegenmeyer, Kevin K. MAI	Appraiser
Ziegler, Maria	
Ziegler, Vicky	Financial Analyst
Zywiciel, Brandon	Financial Analyst

EXHIBIT C

Exhibit C**Summary Index of Documents Produced to Defendants**

Date Produced	Description of Production¹
04/14/2009	Master Index of 519 Pasadena Boxes to counsel for Defendants Koon and Shellem
04/14/2009	D&O insurance policies to counsel for Defendants Koon and Shellem
04/29/2009	.pst files of William Rothman and Richard Wohl and Maureen Project list ² to counsel for Defendants Van Dellen and Rothman
05/27/2009	519 Pasadena boxes and HBD loan files (with privileged material removed) to counsel for Defendants Van Dellen and Rothman
06/18/2009	.pst files of Todd Camp to counsel for Defendants Van Dellen and Rothman
07/13/2009 07/21/2009	Hard drive containing 160 HBD boxes
07/23/2009	Index of HBD boxes to counsel for Defendants Koon and Shellem
08/11/2009	HBD T-Drive (exchange server)
09/29/2009	McKinsey & Company analyses regarding HBD to counsel for Defendants Koon and Shellem
09/29/2009	OTS Exams re: HBD for 2001-2008 to counsel for Defendants Koon and Shellem
10/06/2009	HBD loan list and Maureen Project list to counsel for Defendants Koon and Shellem
10/26/2009	Pasadena boxes 38, 44, 45, 52, 59, 60, 69, 70, 74, 75, 76, 84, 86, 94, 108, 112, 115, 120, 128, 135, 136, 143, 148, 149, 151, 156, 175, 187, 221, 222, 226, 228, 235, 247, 249, 258, 270, 274, 276, 277, 283, 285, 304, 310, 311, 312, 314, 321, 323, 324, 325, 342, 349, 366, 372, 377, 378, 380, 384, 409, 410, 411, 434, 437, 438, 441, 444, 446, 447, 448, 449, 450, 451, 454, 455, 457, 462, 463, 465, 469, 471, 472, 481, 483, 497, 505, 521 to counsel for Defendants Koon and Shellem (based on a list provided by said counsel after their review of the Master Index)
10/26/2009	.pst files of Jeb Bassett, Todd Camp, Chris Newkirk, Michael Perry, William Rothman, Scott Van Dellen, and Richard Wohl to counsel for

¹ Unless noted otherwise, documents have been produced to all Defendants and their counsel.

² This project captured the .pst files and hard drives of 106 IndyMac employees.

Date Produced	Description of Production ¹
	Defendants Koon and Shellem
08/17/2010	Documents produced by Brian Ainslie
08/17/2010	Documents produced by William Rothman
08/17/2010	Electronically stored information (“ESI”) produced by Geoffrey Ramirez
08/17/2010	ESI produced by Doug Koerber
08/17/2010	Documents produced by Anthony Ramsier
08/17/2010	Documents produced by Scott Van Dellen
08/17/2010	Documents re: HBD produced by Michael Perry
08/17/2010	Documents produced by David Boggs
08/17/2010	Documents produced by Don Bode
08/17/2010	Documents related to Eastdil- and DebtX-brokered note sales of HBD loans
08/17/2010	Documents produced by Greg Shamlian
08/17/2010	Documents produced by McKinsey & Company
08/17/2010	Documents related to sale of HBD loans to IndyMac Venture, LLC
08/17/2010	Documents produced by Paul Bogel
08/17/2010	Documents produced by Ken Shellem
08/17/2010	Documents related to Fiesta Development produced by guarantor Richard Ashby
08/17/2010	Documents related to McComic Consolidated, Inc. produced by The Price Group
08/17/2010	Documents produced by Richard Wohl
08/17/2010	519 Pasadena boxes (many had not been previously produced to Defendants Shellem and Koon)
09/02/2010	Documents produced by Andrew Jones
09/02/2010	Documents produced by Orrick, Herrington & Sutcliffe LLP
09/02/2010	Documents produced by KPMG
09/02/2010	FDIC Board Resolution authorizing subject action
09/10/2010	Processed email files of William Rothman, Todd Camp, Michael Perry, Scott Van Dellen and Richard Wohl
09/27/2010	Processed email files of Jeb Bassett, Ruthanne Melbourne, Christopher Newkirk and Tim Hurley