

Exhibit 31



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April 16, 2026

VIA EMAIL

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Thomas Dillickrath
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2099 Pennsylvania Ave. NW, Suite 100
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Eric Stock
Josh Obear
Gibson Dunn & Crutcher LLP
200 Park Ave.
New York, NY 10166

Re: *Estuary Transit District v. Hartford HealthCare Corp.*, No. 24-cv-01051 (D. Conn.) –
HHC's Supplemental Privilege Log

Dear Counsel:

Having now reviewed and analyzed Hartford Healthcare Corporation's latest series of downgrades from its privilege log produced on March 27 and 28, 2026, Plaintiffs continue to have serious concerns about HHC's privilege log. Plaintiffs re-reviewed the privilege log entries identified in Exhibits A and B to Plaintiffs' January 20, 2026 letter in light of HHC's recent downgrades, yet there are still 182 entries which Plaintiffs strongly believe are being improperly withheld. These entries are identified in Exhibit C, attached.

The Parties have now met and conferred over these issues for many months, and HHC asserts it has reviewed each of these challenged entries at least three if not several times more than that. (*See Caseria Letter*, Feb. 13, 2026, at *2.) HHC also asserts that, following my March 10, 2026 letter, it has now re-reviewed each of these challenged entries yet again, this time specifically taking into account the guidance provided by Magistrate Judge Farrish in his March 6 Order (ECF No. 141). Nonetheless, the Parties continue to disagree about the propriety of HHC's privilege assertions regarding these 182 documents.

In its March 17, 2026 letter, HHC asked Plaintiffs to identify any entries beyond those identified in Exhibits A and B for which Plaintiffs intend to move to compel production. At this time, Plaintiffs intend to move to compel production of the documents identified in Exhibit C (attached), all of which were previously included in Exhibits A or B. Given our prior meet and confers and HHC's representations, Plaintiffs believe this dispute is ripe for resolution by the Court and will move to compel on April 23, 2026, unless HHC, by April 22, 2026, commits to producing all the documents listed on Exhibit C and provides a date certain for production of all such documents. Given the case schedule, Plaintiffs can wait no longer for HHC to continue to review these documents, which should have been produced months ago, during discovery.

Very truly yours,

/s/Matthew W. Ruan

Matthew W. Ruan

Cc: Counsel of Record

April 16, 2026
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EXHIBIT C

PLHHC-BROWN-0000156	PLHHC-BROWN-0015227	PLHHC-BROWN-0017470
PLHHC-BROWN-0001420	PLHHC-BROWN-0015228	PLHHC-BROWN-0017518
PLHHC-BROWN-0001424	PLHHC-BROWN-0015408	PLHHC-BROWN-0017519
PLHHC-BROWN-0001425	PLHHC-BROWN-0015409	PLHHC-BROWN-0017520
PLHHC-BROWN-0001426	PLHHC-BROWN-0015410	PLHHC-BROWN-0017576
PLHHC-BROWN-0001427	PLHHC-BROWN-0015412	PLHHC-BROWN-0017577
PLHHC-BROWN-0001428	PLHHC-BROWN-0015413	PLHHC-BROWN-0017578
PLHHC-BROWN-0001429	PLHHC-BROWN-0015427	PLHHC-BROWN-0017579
PLHHC-BROWN-0001430	PLHHC-BROWN-0015428	PLHHC-BROWN-0017580
PLHHC-BROWN-0001433	PLHHC-BROWN-0015429	PLHHC-BROWN-0017724
PLHHC-BROWN-0001434	PLHHC-BROWN-0015431	PLHHC-BROWN-0017768
PLHHC-BROWN-0001435	PLHHC-BROWN-0015432	PLHHC-BROWN-0018010
PLHHC-BROWN-0001457	PLHHC-BROWN-0015433	PLHHC-BROWN-0018012
PLHHC-BROWN-0001475	PLHHC-BROWN-0015434	PLHHC-BROWN-0018026
PLHHC-BROWN-0001791	PLHHC-BROWN-0015599	PLHHC-BROWN-0018027
PLHHC-BROWN-0002223	PLHHC-BROWN-0015865	PLHHC-BROWN-0018174
PLHHC-BROWN-0009797	PLHHC-BROWN-0015949	PLHHC-BROWN-0018187
PLHHC-BROWN-0009818	PLHHC-BROWN-0015950	PLHHC-BROWN-0018201
PLHHC-BROWN-0009877	PLHHC-BROWN-0015951	PLHHC-BROWN-0021835
PLHHC-BROWN-0009883	PLHHC-BROWN-0015952	PLHHC-BROWN-0021888
PLHHC-BROWN-0009903	PLHHC-BROWN-0015953	PLHHC-BROWN-0021949
PLHHC-BROWN-0010555	PLHHC-BROWN-0015954	PLHHC-BROWN-0022133
PLHHC-BROWN-0010732	PLHHC-BROWN-0015955	PLHHC-BROWN-0022156
PLHHC-BROWN-0010792	PLHHC-BROWN-0016006	PLHHC-BROWN-0022226
PLHHC-BROWN-0010858	PLHHC-BROWN-0016065	PLHHC-BROWN-0022310
PLHHC-BROWN-0010890	PLHHC-BROWN-0016066	PLHHC-BROWN-0022376
PLHHC-BROWN-0010891	PLHHC-BROWN-0016085	PLHHC-BROWN-0022423
PLHHC-BROWN-0010966	PLHHC-BROWN-0016102	PLHHC-BROWN-0022527
PLHHC-BROWN-0010969	PLHHC-BROWN-0016115	PLHHC-BROWN-0022570
PLHHC-BROWN-0011075	PLHHC-BROWN-0016145	PLHHC-BROWN-0022599
PLHHC-BROWN-0011149	PLHHC-BROWN-0016196	PLHHC-BROWN-0022605
PLHHC-BROWN-0011186	PLHHC-BROWN-0016197	PLHHC-BROWN-0022606
PLHHC-BROWN-0011205	PLHHC-BROWN-0016238	PLHHC-BROWN-0022613
PLHHC-BROWN-0014676	PLHHC-BROWN-0016475	PLHHC-BROWN-0022614
PLHHC-BROWN-0014928	PLHHC-BROWN-0016477	PLHHC-BROWN-0022615
PLHHC-BROWN-0014929	PLHHC-BROWN-0016496	PLHHC-BROWN-0022624
PLHHC-BROWN-0014930	PLHHC-BROWN-0016499	PLHHC-BROWN-0022625
PLHHC-BROWN-0014931	PLHHC-BROWN-0016510	PLHHC-BROWN-0022626
PLHHC-BROWN-0014934	PLHHC-BROWN-0016511	PLHHC-BROWN-0022629
PLHHC-BROWN-0014937	PLHHC-BROWN-0016849	PLHHC-BROWN-0022631
PLHHC-BROWN-0014939	PLHHC-BROWN-0017445	PLHHC-BROWN-0022654
PLHHC-BROWN-0014942	PLHHC-BROWN-0017451	PLHHC-BROWN-0022658
PLHHC-BROWN-0014944	PLHHC-BROWN-0017464	PLHHC-BROWN-0022660
PLHHC-BROWN-0014968	PLHHC-BROWN-0017465	PLHHC-BROWN-0022663
PLHHC-BROWN-0015007	PLHHC-BROWN-0017466	PLHHC-BROWN-0022683
PLHHC-BROWN-0015120	PLHHC-BROWN-0017467	PLHHC-BROWN-0022685
PLHHC-BROWN-0015121	PLHHC-BROWN-0017468	PLHHC-BROWN-0022712
PLHHC-BROWN-0015226	PLHHC-BROWN-0017469	PLHHC-BROWN-0022965

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PLHHC-BROWN-0022975
PLHHC-BROWN-0022981
PLHHC-BROWN-0022987
PLHHC-BROWN-0023063
PLHHC-BROWN-0023154
PLHHC-BROWN-0023196
PLHHC-BROWN-0023198
PLHHC-BROWN-0023236
PLHHC-BROWN-0023237
PLHHC-BROWN-0023252
PLHHC-BROWN-0023257
PLHHC-BROWN-0023320
PLHHC-BROWN-0023432
PLHHC-BROWN-0023457
PLHHC-BROWN-0042080
PLHHC-BROWN-0042128
PLHHC-BROWN-0042129
PLHHC-BROWN-0042130
PLHHC-BROWN-0042131
PLHHC-BROWN-0042132
PLHHC-BROWN-0042685
PLHHC-BROWN-0042801
PLHHC-BROWN-0043527
PLHHC-BROWN-0043752
PLHHC-BROWN-0043753
PLHHC-BROWN-0043754
PLHHC-BROWN-0043755
PLHHC-BROWN-0043756
PLHHC-BROWN-0043757
PLHHC-BROWN-0043758
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PLHHC-BROWN-0043771
PLHHC-BROWN-0043772
PLHHC-BROWN-0043885
PLHHC-BROWN-0043891
PLHHC-BROWN-0044075
PLHHC-BROWN-0044174
PLHHC-BROWN-0044724

Exhibit 32

Thursday, April 23, 2026 at 10:56:27 PM Mountain Daylight Time

Subject: Re: Estuary, et al. v. HHC, et al.
Date: Thursday, April 23, 2026 at 3:09:22 PM Mountain Daylight Time
From: Matthew Ruan
To: Jason Hoggan, Jonathan M. Shapiro, Douglas Millen, Michael Eisenkraft, Christopher Bateman, Silvie Saltzman, Brent W. Johnson, Nathaniel Regenold, Daniel J. Walker, Eric L. Cramer, Frank Schirripa, Scott Jacobsen, Robert Wozniak, Michael Moskovitz, Alex Thompson, Samantha Gupta, Sarah Martin, Gwendolyn Nelson, Caitlin Coslett, Laurel Boman, Brennan Bilberry, Wyatt Fore, Matt Cantor, Robin A. van der Meulen, Lily Fagin, Matthew J. Perez
CC: Stephen Weissman , Eric Stock, France, Jamie E., Obear, Josh, Leo Caseria, Thomas Dillickrath, Joseph Antel, Joy Siu
Attachments: image001.png, 2026-04-23- HHC Antitrust - Letter re DOJ Docs.pdf

Counsel,

Please see attached re: Plaintiffs' RFP No. 10.

Also, I did not see a response to Plaintiffs' April 16th letter re: HHC's privilege log. I will presume that means HHC agrees that the dispute re: HHC's privilege log is ripe for the Court. If I somehow missed HHC's response, please let me know.

Thanks,

Matt

From: Matthew Ruan <mruan@jllmlaw.com>
Date: Thursday, April 16, 2026 at 3:25 PM
To: Jason Hoggan <jhoggan@sheppard.com>, Jonathan M. Shapiro <jms@aetonlaw.com>, Douglas Millen <dmillen@jllmlaw.com>, Michael Eisenkraft <meisenkraft@cohenmilstein.com>, Christopher Bateman <CBateman@cohenmilstein.com>, Silvie Saltzman <ssaltzman@cohenmilstein.com>, Brent W. Johnson <bjohnson@cohenmilstein.com>, Nathaniel Regenold <nregenold@cohenmilstein.com>, Daniel J. Walker <dwalker@bm.net>, Eric L. Cramer <ecramer@bm.net>, Frank Schirripa <fschirripa@hrsclaw.com>, Scott Jacobsen <sjacobsen@hrsclaw.com>, Robert Wozniak <rwozniak@jllmlaw.com>, Michael Moskovitz <mmoskovitz@jllmlaw.com>, Alex Thompson <Alex@aetonlaw.com>, Samantha Gupta <sgupta@jllmlaw.com>, Sarah Martin <sarah@fairmarklaw.com>, Gwendolyn Nelson <gnelson@hrsclaw.com>, Caitlin Coslett <ccoslett@bergermontague.com>, Laurel Boman <lboman@bergermontague.com>, Brennan Bilberry <brennan@fairmarklaw.com>, Wyatt Fore <wyatt@scl-llp.com>, Matt Cantor <mcantor@constantinecannon.com>, Robin A. van der Meulen <rvandermeulen@scott-scott.com>, Lily Fagin <lfagin@scl-llp.com>, Matthew J. Perez <matt.perez@scott-scott.com>
Cc: Stephen Weissman <sweissman@gibsondunn.com>, Eric Stock

<estock@gibsondunn.com>, France, Jamie E. <JFrance@gibsondunn.com>, Obear, Josh <JObear@gibsondunn.com>, Leo Caseria <lcaseria@sheppard.com>, Thomas Dillickrath <tdillickrath@sheppard.com>, Joseph Antel <jantel@sheppard.com>, Joy Siu <jsiu@sheppard.com>

Subject: Re: Estuary, et al. v. HHC, et al. / Document Production

Counsel,

Please see attached re: HHC's privilege log.

Thanks,

Matt

From: Jason Hoggan <jhoggan@sheppard.com>

Date: Tuesday, April 7, 2026 at 12:32 PM

To: Matthew Ruan <mruan@jllmlaw.com>, Jonathan M. Shapiro <jms@aetonlaw.com>, Douglas Millen <dmillen@jllmlaw.com>, Michael Eisenkraft <meisenkraft@cohenmilstein.com>, Christopher Bateman <CBateman@cohenmilstein.com>, Silvie Saltzman <ssaltzman@cohenmilstein.com>, Brent W. Johnson <bjohnson@cohenmilstein.com>, Nathaniel Regenold <nregenold@cohenmilstein.com>, Daniel J. Walker <dwalker@bm.net>, Hope Brinn <hbrinn@bm.net>, Eric L. Cramer <ecramer@bm.net>, Frank Schirripa <fschirripa@hrsclaw.com>, Scott Jacobsen <sjacobsen@hrsclaw.com>, Robert Wozniak <rwozniak@jllmlaw.com>, Michael Moskovitz <mmoskovitz@jllmlaw.com>, Alex Thompson <Alex@aetonlaw.com>, Samantha Gupta <sgupta@jllmlaw.com>

Cc: Stephen Weissman <sweissman@gibsondunn.com>, Eric Stock <estock@gibsondunn.com>, France, Jamie E. <JFrance@gibsondunn.com>, Obear, Josh <JObear@gibsondunn.com>, Leo Caseria <lcaseria@sheppard.com>, Thomas Dillickrath <tdillickrath@sheppard.com>, Joseph Antel <jantel@sheppard.com>, Joy Siu <jsiu@sheppard.com>

Subject: RE: Estuary, et al. v. HHC, et al. / Document Production

Hi Matt,

My apologies for any confusion. The three supplemental logs that I produced last night reflect only those existing entries from all 3 logs that were impacted/changed in connection with the recent downgrade production. Given the relatively limited volume, we only generated supplemental logs, which we've done before in similar circumstances for ease of reference. For example, for our last priv log transmittal (2/13/2026), we only provided partial/supplemental logs for the RFP 1 and pre-October 2018 RFP 2 logs. While we also provided the full post-October 2018 RFP 2 log in that instance, that was primarily because a supplemental log was not practical due to volume.

I hope that clarifies things. If it doesn't, please let me know and I'll be happy to discuss.

Thanks,
Jason

Jason C. Hoggan
Special Counsel



2200 Ross Ave, 20th Floor
Dallas, TX 75201
Direct +1.469.391.7419 | Office +1.469.391.7400
jhoggan@sheppard.com | [Bio](#) | [LinkedIn](#) | sheppard.com

From: Matthew Ruan <mruan@jllmlaw.com>

Sent: Tuesday, April 7, 2026 12:01 PM

To: Jason Hoggan <jhoggan@sheppard.com>; Jonathan M. Shapiro <jms@aetonlaw.com>; Douglas Millen <dmillen@jllmlaw.com>; Michael Eisenkraft <meisenkraft@cohenmilstein.com>; Christopher Bateman <CBateman@cohenmilstein.com>; Silvie Saltzman <ssaltzman@cohenmilstein.com>; Brent W. Johnson <bjohnson@cohenmilstein.com>; Nathaniel Regenold <nregenold@cohenmilstein.com>; Daniel J. Walker <dwalker@bm.net>; Hope Brinn <hbrinn@bm.net>; Eric L. Cramer <ecramer@bm.net>; Frank Schirripa <fschirripa@hrsclaw.com>; Scott Jacobsen <sjacobsen@hrsclaw.com>; Robert Wozniak <rwozniak@jllmlaw.com>; Michael Moskovitz <mmoskovitz@jllmlaw.com>; Alex Thompson <Alex@aetonlaw.com>; Samantha Gupta <sgupta@jllmlaw.com>

Cc: Stephen Weissman <sweissman@gibsondunn.com>; Eric Stock <estock@gibsondunn.com>; France, Jamie E. <JFrance@gibsondunn.com>; Obear, Josh <JObear@gibsondunn.com>; Leo Caseria <lcaseria@sheppard.com>; Thomas Dillickrath <tdillickrath@sheppard.com>; Joseph Antel <jantel@sheppard.com>; Joy Siu <jsiu@sheppard.com>

Subject: Re: Estuary, et al. v. HHC, et al. / Document Production

Hi Jason,

I should have been clearer. In connection with previous downgrades, HHC reproduced the supplemental privilege log with all entries on the log, but with the corresponding changes being made for those docs being downgraded (e.g., in the privilege column the status would change from “Fully Privileged” to “Not Privileged.”)

Last night, I saw three privilege logs, none of which contained all the previous entries. Can you explain what these three logs represent? And will HHC be producing another log that has all the entries in one place, but with the changes having been made to those docs being downgraded?

if you don't understand what I mean, let me know and maybe we can hop on a quick call to figure it out.

Thanks,

Matt

From: Jason Hoggan <jhoggan@sheppard.com>
Date: Tuesday, April 7, 2026 at 10:05 AM
To: Matthew Ruan <mruan@jllmlaw.com>, Jonathan M. Shapiro <jms@aetonlaw.com>, Douglas Millen <dmillen@jllmlaw.com>, Michael Eisenkraft <meisenkraft@cohenmilstein.com>, Christopher Bateman <CBateman@cohenmilstein.com>, Silvie Saltzman <ssaltzman@cohenmilstein.com>, Brent W. Johnson <bjohnson@cohenmilstein.com>, Nathaniel Regenold <nregenold@cohenmilstein.com>, Daniel J. Walker <dwalker@bm.net>, Hope Brinn <hbrinn@bm.net>, Eric L. Cramer <ecramer@bm.net>, Frank Schirripa <fschirripa@hrsclaw.com>, Scott Jacobsen <sjacobsen@hrsclaw.com>, Robert Wozniak <rwozniak@jllmlaw.com>, Michael Moskovitz <mmoskovitz@jllmlaw.com>, Alex Thompson <Alex@aetonlaw.com>, Samantha Gupta <sgupta@jllmlaw.com>
Cc: Stephen Weissman <sweissman@gibsondunn.com>, Eric Stock <estock@gibsondunn.com>, France, Jamie E. <JFrance@gibsondunn.com>, Obear, Josh <JObear@gibsondunn.com>, Leo Caseria <lcaseria@sheppard.com>, Thomas Dillickrath <tdillickrath@sheppard.com>, Joseph Antel <jantel@sheppard.com>, Joy Siu <jsiu@sheppard.com>
Subject: RE: Estuary, et al. v. HHC, et al. / Document Production

Hi Matt,

You should have received supplemental logs covering the downgraded documents last night (see the attached email). Please let me know if they did not come through and/or if you are referencing a different supplemental log.

Thanks,
Jason

Jason C. Hoggan
Special Counsel



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From: Matthew Ruan <mruan@jllmlaw.com>
Sent: Tuesday, April 7, 2026 10:55 AM
To: Jason Hoggan <jhoggan@sheppard.com>; Jonathan M. Shapiro <jms@aetonlaw.com>; Douglas Millen <dmillen@jllmlaw.com>; Michael Eisenkraft <meisenkraft@cohenmilstein.com>; Christopher Bateman <CBateman@cohenmilstein.com>; Silvie Saltzman <ssaltzman@cohenmilstein.com>; Brent W. Johnson <bjohnson@cohenmilstein.com>; Nathaniel Regenold <nregenold@cohenmilstein.com>; Daniel

J. Walker <dwalker@bm.net>; Hope Brinn <hbrinn@bm.net>; Eric L. Cramer <ecramer@bm.net>; Frank Schirripa <fschirripa@hrsclaw.com>; Scott Jacobsen <sjacobsen@hrsclaw.com>; Robert Wozniak <rwozniak@jjlmlaw.com>; Michael Moskovitz <mmoskovitz@jjlmlaw.com>; Alex Thompson <Alex@aetonlaw.com>; Samantha Gupta <sgupta@jjlmlaw.com>

Cc: Stephen Weissman <sweissman@gibsondunn.com>; Eric Stock <estock@gibsondunn.com>; France, Jamie E. <JFrance@gibsondunn.com>; Obear, Josh <JObear@gibsondunn.com>; Leo Caseria <lcaseria@sheppard.com>; Thomas Dillickrath <tdillickrath@sheppard.com>; Joseph Antel <jantel@sheppard.com>; Joy Siu <jsiu@sheppard.com>

Subject: Re: Estuary, et al. v. HHC, et al. / Document Production

Thanks, Jason.

Leo - I saw the logs you recently produced re: RFPs 1, 2, and 3, but I did not see an updated supplemental privilege log covering the recently downgraded documents. Can we get an updated supplemental privilege log this week?

Thanks,

Matt

From: Jason Hoggan <jhoggan@sheppard.com>

Date: Saturday, March 28, 2026 at 12:30 PM

To: Jonathan M. Shapiro <jms@aetonlaw.com>, Matthew Ruan <mruan@fklmlaw.com>, Douglas Millen <dmillen@fklmlaw.com>, Michael Eisenkraft <meisenkraft@cohenmilstein.com>, Christopher Bateman <CBateman@cohenmilstein.com>, Silvie Saltzman <ssaltzman@cohenmilstein.com>, Brent W. Johnson <bjohnson@cohenmilstein.com>, Nathaniel Regenold <nregenold@cohenmilstein.com>, Daniel J. Walker <dwalker@bm.net>, Hope Brinn <hbrinn@bm.net>, Eric L. Cramer <ecramer@bm.net>, Frank Schirripa <fschirripa@hrsclaw.com>, Scott Jacobsen <sjacobsen@hrsclaw.com>, Robert Wozniak <rwozniak@fklmlaw.com>, Michael Moskovitz <mmoskovitz@fklmlaw.com>, Alex Thompson <Alex@aetonlaw.com>, Samantha Gupta <sgupta@fklmlaw.com>

Cc: Stephen Weissman <sweissman@gibsondunn.com>, Eric Stock <estock@gibsondunn.com>, France, Jamie E. <JFrance@gibsondunn.com>, Obear, Josh <JObear@gibsondunn.com>, Leo Caseria <lcaseria@sheppard.com>, Thomas Dillickrath <tdillickrath@sheppard.com>, Joseph Antel <jantel@sheppard.com>, Joy Siu <jsiu@sheppard.com>

Subject: RE: Estuary, et al. v. HHC, et al. / Document Production
Counsel:

Please see the attached correspondence. You should have received or will soon receive an FTP link containing a supplement to last night's document production by Hartford HealthCare.

The passwords for the production are as follows:

HHC-BROWN-VOL-056

Bates Range: **HHC-BROWN-06664886 - HHC-BROWN-06665171**

Zip file password: **e76yPY?8gT_5**

HHC-BROWN-REPROD-024

Zip file password: **2Ki4%5<*YgOC**

Again, let us know if you have any issues accessing the documents.

Thanks,
Jason

Jason C. Hoggan

Special Counsel



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From: Jason Hoggan

Sent: Friday, March 27, 2026 5:56 PM

To: 'Jonathan M. Shapiro' <jms@aetonlaw.com>; 'Matthew Ruan' <mruan@fkmlaw.com>; 'Douglas Millen' <dmillen@fkmlaw.com>; 'Michael Eisenkraft' <meisenkraft@cohenmilstein.com>; 'Christopher Bateman' <CBateman@cohenmilstein.com>; 'Silvie Saltzman' <ssaltzman@cohenmilstein.com>; 'Brent W. Johnson' <bjohnson@cohenmilstein.com>; 'Nathaniel Regenold' <nregenold@cohenmilstein.com>; 'Daniel J. Walker' <dwalker@bm.net>; 'Hope Brinn' <hbrinn@bm.net>; 'Eric L. Cramer' <ecramer@bm.net>; 'Frank Schirripa' <fschirripa@hrsclaw.com>; 'Scott Jacobsen' <sjacobsen@hrsclaw.com>; 'rwozniak@fkmlaw.com' <rwozniak@fkmlaw.com>; 'Michael Moskovitz' <mmoskovitz@fkmlaw.com>; 'Alex Thompson' <Alex@aetonlaw.com>; 'Samantha Gupta' <sgupta@fkmlaw.com>

Cc: 'Stephen Weissman' <sweissman@gibsondunn.com>; 'Eric Stock' <estock@gibsondunn.com>; 'France, Jamie E.' <JFrance@gibsondunn.com>; 'Obear, Josh' <JObear@gibsondunn.com>; Leo Caseria <lcaseria@sheppard.com>; Thomas Dillickrath <tdillickrath@sheppard.com>; Joseph Antel <jantel@sheppard.com>; Joy Siu <jsiu@sheppard.com>

Subject: Estuary, et al. v. HHC, et al. / Document Production

Counsel:

Please see the attached correspondence. You should have received or will soon receive an FTP link containing a document production by Hartford HealthCare.

The passwords for the production are as follows:

HHC-BROWN-VOL-055

Bates Range: **HHC-BROWN-06663658 - HHC-BROWN-06664885**

Zip file password: **4:254WJhto:f**

HHC-BROWN-REPROD-023

Zip file password: **nB\$7S-tc34k3**

Let us know if you have any issues accessing the documents.

Thanks,

Jason

Jason C. Hoggan | Special Counsel

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Attention: This message is sent by a law firm and may contain information that is privileged or confidential. If you received this transmission in error, please notify the sender by reply e-mail and delete the message and any attachments.

Exhibit 33

[FILED UNDER SEAL]

Exhibit 34

[FILED UNDER SEAL]

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT**

ESTUARY TRANSIT DISTRICT AND
TEAMSTERS 671 HEALTH SERVICE &
INSURANCE PLAN, on behalf of themselves
and all others similarly situated,

Plaintiffs,

v.

HARTFORD HEALTHCARE CORPORATION,
HARTFORD HOSPITAL, HARTFORD
HEALTHCARE MEDICAL GROUP, INC.,
INTEGRATED CARE PARTNERS, LLC,

Defendants.

Case No.: 3:24-cv-01051 (SFR)

**MEMORANDUM OF LAW IN SUPPORT OF PLAINTIFFS' MOTION TO COMPEL
PRODUCTION OF 182 DOCUMENTS WITHHELD FOR PRIVILEGE**

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FED.R.CIV.P. 37(a).....1

I. PRELIMINARY STATEMENT

Plaintiffs Estuary Transit District and Teamsters 671 Health Service & Insurance Plan (collectively, “Plaintiffs”) respectfully move, pursuant to Federal Rule of Civil Procedure 37(a), for an order compelling Defendants Hartford HealthCare Corporation, Hartford Hospital, Hartford HealthCare Medical Group, Inc., and Integrated Care Partners, LLC (collectively, “HHC” or “Defendants”) to produce 182 documents that Defendants withheld on the basis of privilege.¹ As discussed below, Plaintiffs reasonably believe each of these documents is not privileged and falls into one or both of the following categories: (1) documents predominantly business in nature, rather than legal; and (2) attachments for which Defendants have failed to provide an adequate basis for asserting privilege. Accordingly, the Court should compel Defendants to produce the 182 documents or, in the alternative, conduct an *in camera* review of these 182 documents or a sample thereof.

II. BACKGROUND

This case Defendants engaged in a multipronged scheme to restrain trade and charge supracompetitive prices in markets for healthcare services in Connecticut. Compl., Dkt. 1 ¶ 4. As discussed further below, Plaintiffs reasonably believe the 182 documents they are challenging, which Defendants have withheld, bear directly on those issues and have been erroneously labeled “privileged.” This Court previously found that Defendants clawed back a document that was not privileged, granting Plaintiffs’ prior motion to compel and noting inaccurate representations Defendants made in a sworn affidavit regarding the purpose and nature of the communications captured in that document. *See* Order, March 6, 2026, Dkt. 141.

¹ The 182 entries that Plaintiffs are challenging from Defendants’ privilege log are listed in Appendix A.

Plaintiffs first raised deficiencies with Defendants' privilege log, which contains over 50,000 entries, on May 23, 2025. *See* Aff. of Matthew W. Ruan ISO Mot. to Compel Prod. of 182 Documents Withheld for Privilege ("Ruan Aff.") ¶ 4. Defendants responded on June 9, 2025, denying any deficiencies but nonetheless agreeing to re-review certain privilege log entries, produce any "downgraded" documents (*i.e.*, those for which Defendants were no longer asserting privilege in whole or in part), and provide a revised supplemental privilege log. *Id.* ¶ 5.

Shortly thereafter, in connection with their promised re-review, Defendants produced a revised privilege log withdrawing their privilege assertions over approximately 488 documents. *Id.* ¶ 6.

However, this was the tip of the iceberg. Plaintiffs had raised issues concerning thousands of entries on Defendants' privilege log that their downgrades and related correspondence did not address—*e.g.*, 28,783 entries reflecting attachments for which no basis for privilege was provided other than the fact that it was attached to a communication purportedly providing legal advice; 28,129 entries for which no author, sender, or recipient information was provided; and 39,228 entries where the attorney purportedly associated with the document was not listed as a direct sender or recipient. *Id.* ¶ 7. Plaintiffs continued to raise these issues with Defendants. *Id.*

On August 15, 2025, Defendants responded by again denying any deficiencies with their privilege log while at the same time (a) downgrading additional documents and (b) agreeing to re-review certain entries questioned by Plaintiffs, produce any downgraded documents, and provide a supplemental privilege log. *Id.* ¶ 8. Notably, Defendants' letter criticized Plaintiffs for identifying

only 15 specific entries as being deficient—which Plaintiffs cited as examples illustrating the systemic issues with Defendants’ log—then proceeded to downgrade 15 documents.² *Id.*, Ex. 8.

On August 26, 2025, Plaintiffs responded—prior to Defendants sharing the results of their latest re-review—explaining why they continued to have serious concerns about Defendants’ privilege log. *Id.* ¶ 9. To wit, in addition to the over 500 documents already downgraded by Defendants in connection with the Parties’ general discussions, Plaintiffs had separately challenged via email 136 privilege log entries specifically relating to then-upcoming depositions, of which Defendants ultimately downgraded 77 documents (57%). *Id.*; *id.*, Ex. 9. Furthermore, addressing Defendants’ objection that Plaintiffs’ challenges failed to identify specific documents, Plaintiffs provided a list of approximately 27,732 entries which they believed not to be privileged and/or were inadequately logged. *Id.*, Ex. 9.

On August 29, 2025, Defendants produced yet another revised privilege log and downgraded approximately 1,346 additional documents—bringing the then-total to approximately 1,926 downgraded documents. *Id.* ¶ 10, Exs. 10-11.

On September 5, 2025, Defendants sent Plaintiffs a letter stating they needed more time to conduct a re-review of the 27,732 challenged entries and requesting that Plaintiffs identify specific challenges in connection with each entry. *Id.* ¶ 11.

On September 25, 2025, Plaintiffs sent Defendants a letter providing a revised list of challenged entries—increasing the total number of challenged entries to 32,293—and identifying

² Though not entirely clear from Defendants’ August 15, 2025 letter, it appears that 14 of these downgrades came from a review of “187 emails identified in [Plaintiffs’ July 31, 2025] letter where there [was] no sender or recipient,” which apparently Defendants did not consider to be part of the 15 documents specifically identified by Plaintiffs. *Id.* ¶ 8.

specific issues with each entry, as requested by Defendants' September 5, 2025 letter. *Id.* ¶ 12, Ex.

13. That letter further explained:

[A]bsent some acknowledgement by HHC of the pervasive problems in its approach to date, forcing Plaintiffs to wait weeks only to confront an equally deficient privilege log would not advance resolution.

...

For these reasons, please inform Plaintiffs by October 3, 2025 whether HHC will acknowledge the systemic deficiencies identified by Plaintiffs and provide a date certain by which it will redo its privilege log and produce the documents challenged herein. Absent such a commitment, the Parties are at an impasse on these issues and Plaintiffs request a final meet and confer so that these issues can be teed up for the Court.


Id., Ex. 13 at 2.

On October 20, 2025, Defendants—consistent with their past pattern and practice—responded by once again denying any systemic deficiencies in their privilege log while simultaneously conceding that approximately 10,000 additional documents were improperly withheld for privilege and thus being downgraded.³ *Id.* ¶ 13.

Plaintiffs' review of those belatedly produced documents was time consuming but ultimately confirmed their worst suspicions: Defendants had wrongfully withheld thousands upon thousands of plainly non-privileged documents that even a cursory review should have revealed were not protected. With the three final party depositions rapidly approaching, Plaintiffs wrote Defendants on January 20, 2026 requesting that they: (a) produce the 417 documents Plaintiffs continued to challenge pertaining to the last three deponents by January 30, 2026; and (b) produce the other 178 documents Plaintiffs continued to challenge by February 13, 2026. *Id.* ¶ 14, Ex. 16 at 10.

³ Plaintiffs' January 20, 2026 letter, *id.* ¶ 14, states that 12,836 additional documents had been downgraded, *id.*, Ex. 16 at 1. It appears from re-reviewing Defendants' various amended privilege logs that this calculation may have inadvertently double-counted some previously downgraded documents.

On January 30, 2026, Defendants again downgraded some, but not all, of the 417 entries challenged by Plaintiffs that were directly relevant to the final three depositions. *Id.* ¶ 15. And on February 13, 2026, Defendants produced yet another set of privilege logs⁴ wherein they downgraded some, but not all, of the remaining 178 entries challenged by Plaintiffs. *Id.* ¶ 17, Exs. 19-21. Altogether, Defendants downgraded approximately 200 additional documents, bringing—by Defendants’ own count—the cumulative total number of downgraded documents to **11,430**.⁵ *Id.* ¶ 16, Ex. 18 at 2.

As explained by Defendants in their February 13, 2026 letter: “Today, all documents remaining on our privilege log have now been reviewed on at least three separate occasions by an attorney, and 4,214 of those documents have been reviewed by an attorney at least four times. Some documents have been reviewed more than four times by an attorney.” *Id.*, Ex. 18 at 2. This assertion causes Plaintiffs *more* concern, not less. That Defense counsel repeatedly reviewed these entries yet continued to improperly withhold them for months simply reinforces Plaintiffs’ argument that Defendants were applying the wrong legal standards all along. Even a cursory review of the documents ultimately downgraded by Defendants reveals they were plainly not privileged and any attorney reviewing them should have quickly determined as much. 






⁴ Defendants last two privilege log iterations each included three separate logs, which addressed only new or revised entries, instead of producing one cumulative log. *Id.* ¶ 17.

⁵ In their February 13, 2026 letter, Defendants asserted that the total number of downgraded documents at that time was 11,430. *Id.* ¶ 16, Ex. 18 at 2.



This concern was amplified when, right around the same time in January 2026 that Defendants were re-reviewing the 417 entries challenged by Plaintiffs, Defendants attempted to claw back a document that—even upon a cursory review by Plaintiffs—clearly was not privileged. *See* Memo ISO of Mot. to Compel, Dkt. 134 at 2. As noted by the Court in its Order granting Plaintiffs’ motion to compel that document, notwithstanding an affidavit by one of Defendants’ Vice Presidents—swearing under penalty of perjury—that the document involved the seeking and providing of legal advice, no such legal advice was present. Order, March 6, 2026, Dkt. 141. The Court’s finding—that a document HHC’s own counsel and Vice President affirmed was privileged in fact contained no legal advice—directly corroborates Plaintiffs’ broader argument that HHC’s privilege review has produced unreliable results across the entire log.

Shortly thereafter, on March 10, 2026, Plaintiffs—more certain than ever that Defendants had been applying the wrong privilege standards all along in distinguishing between business and legal advice—wrote to Defendants demanding that they produce all documents previously challenged in their January 20, 2026 letter that were not already downgraded. Ruan Aff. ¶ 18.

Instead of producing these documents, Defendants conducted yet another re-review, this time downgrading an additional 210 documents. *Id.* ¶¶ 19-20. And on April 6, 2026, Defendants

once again produced three supplemental privilege logs, rather than one cumulative privilege log, which again only covered newly added or revised entries. *Id.* ¶ 21, Exs. 27-30.

Over the last eleven months, Plaintiffs were forced to repeatedly engage Defendants to ensure that documents withheld under the guise of privilege were *actually* privileged. Throughout that process, Plaintiffs successfully dislodged approximately **11,640 documents**. In other words, more than **22%** of the total entries on Defendants’ privilege log—one in five—were, by Defendants’ own admission, erroneously marked privileged. As such, Plaintiffs remain unconvinced that the remaining entries on Defendants’ privilege log—despite having been reviewed multiple times by Defendants’ attorneys—are in fact privileged.

To that end, Plaintiffs have identified 182 documents (attached as Appendix A) that they strongly believe are significant to this case and, based on the privilege log descriptions, not subject to privilege. Notably, many of the challenged documents have identical or nearly identical privilege descriptions as those for which Defendants have already downgraded and are no longer asserting privilege, thereby preventing Plaintiffs from determining whether they are being properly withheld. *Compare id.* (PLHHC-BROWN-0009797) (withheld entry with privilege description “Email requesting confidential legal advice of counsel regarding contract issues.”)) and (PLHHC-BROWN-0014928 (same)), *with* Ruan Aff. ¶ 21, Exs. 27-30 (PLHHC-BROWN-0041894) (entry downgraded in April 6, 2026 revised log with privilege description “Email requesting confidential legal advice from counsel regarding contract issues.”)) and (PLHHC-BROWN-0021918) (same)); *compare* Appendix A (PLHHC-BROWN-0010890) (withheld entry with privilege description “Email requesting and providing legal advice from counsel regarding regulatory issues.”)), *with* Ruan Aff. ¶ 21, Ex. 27-30 (PLHHC-BROWN-0042199) (entry downgraded on April 6, 2026

revised log with privilege description “Email requesting and providing legal advice from counsel regarding regulatory issues.”).

Despite good-faith efforts, the Parties have been unable to resolve the dispute as to these 182 documents. On April 16, 2026, Plaintiffs wrote Defendants informing them that the Parties were at an impasse and would move to compel unless, by April 22, 2026, Defendants agreed to produce the 182 documents by a date certain. *Id.* ¶ 23. Plaintiffs received no response. *Id.* ¶ 24. Plaintiffs then emailed Defendants on April 23, 2026 attempting to confirm whether Defendants intended to respond and, again, received no response. *Id.* ¶¶ 24-25. Plaintiffs file this motion promptly thereafter, consistent with Federal Rule of Civil Procedure 37(a).

III. LEGAL STANDARD

For attorney-client privilege to apply, the party invoking the privilege “must show: (1) a communication between client and counsel that (2) was intended to be and was in fact kept confidential, and (3) was made for the purpose of obtaining or providing legal advice.” *In re County of Erie*, 473 F.3d 413, 419 (2d Cir. 2007). The privilege “is triggered only by a client’s request for legal, as contrasted with business advice.” *In re Grand Jury Subpoena Duces Tecum Dated Sept. 15, 1983*, 731 F.2d 1032, 1037 (2d Cir. 1984) (citation omitted).

The Second Circuit construes “the privilege narrowly because it renders relevant information undiscoverable” and applies it “only where necessary to achieve its purpose.” *In re County of Erie*, 473 F.3d at 418 (quoting *Fisher v. United States*, 425 U.S. 391, 403 (1976) (“However, since the privilege has the effect of withholding relevant information from the factfinder, it applies only where necessary to achieve its purpose. Accordingly, it protects only those disclosures necessary to obtain informed legal advice which might not have been made absent the privilege.”)); *see also A & R Body Specialty & Collision Works, Inc. v. Progressive Cas. Ins. Co.*, No. 3:07-cv-929 (WWE), 2013 WL 6044342, at *1 (D. Conn. Nov. 14, 2013) (same). “The burden

is on a party claiming the protection of a privilege to establish those facts that are the essential elements of the privileged relationship,” and they “must do so by competent and specific evidence, rather than by conclusory or ipse dixit assertions.” *Hayden v. Int’l Bus. Machines Corp.*, No. 21 CIV. 2485, 2023 WL 4622914, at *3 (S.D.N.Y. July 14, 2023) (internal quotation marks and citations omitted); *see also Bolorin v. Borrino*, 248 F.R.D. 93, 95 (D. Conn. 2008) (explaining that the party asserting privilege bears the burden of providing a privilege log with sufficient detail to allow for meaningful review); *Jansson v. Stamford Health, Inc.*, 312 F. Supp. 3d 289, 299 (D. Conn. 2018) (opining that a party’s right to succeed upon a privilege assertion is conditioned upon an adequately detailed privilege description). Moreover, “[a]ny ambiguities as to whether the essential elements have been met are construed against the party asserting the privilege.” *Koumoulis v. Indep. Fin. Mktg. Grp., Inc.*, 295 F.R.D. 28, 38 (E.D.N.Y. 2013), *aff’d*, 29 F. Supp. 3d 142 (E.D.N.Y. 2014). If the invoking party fails to provide sufficient detail to establish the legal requirements of privilege, the privilege claim “will be rejected.” *Pfizer Inc. v. Regor Therapeutics Inc.*, No. 3:22-CV-00190 (JAM), 2023 WL 1766419, at *3 (D. Conn. Feb. 3, 2023) (citing *United States v. Construction Prods. Research*, 73 F.3d 464, 473 (2d Cir. 1992)).

As to the third element—that the purpose of the communication was to obtain legal advice—the Second Circuit case law is clear: “the privilege is triggered only by a client’s request for legal, as contrasted with business, advice.” *In re Grand Jury Subpoena Duces Tecum*, 731 F.2d 1032, 1037 (2d Cir. 1984); Minute Order, March 6, 2026 (“Attorneys are sometimes asked to give business as well as legal advice, and their communications are not privileged when they are advising in a business capacity.”).

Application of the attorney-client privilege must be carefully scrutinized in situations involving in-house counsel, who often wear multiple hats, blurring the lines between business and

legal advice. *Valente v. Lincoln Nat. Corp.*, No. 3:09-CV-693 MRK, 2010 WL 3522495, at *2-3 (D. Conn. Sept. 2, 2010); *see also Bank Brussels Lambert v. Credit Lyonnais (Suisse)*, 220 F. Supp. 2d 283, 286 (S.D.N.Y. 2002) (“In cases involving corporations and in-house counsel, courts have maintained a stricter standard for determining whether to protect confidential information through the attorney-client privilege.”); *TIG Ins. Co. v. Swiss Reinsurance Am. Corp.*, No. 21 CIV. 8975 (NSR)(JCM), 2023 WL 6058649, at *3 (S.D.N.Y. Sept. 18, 2023) (noting that application of the privilege poses “special problems” in cases involving in-house counsel as corporations “continuously consult” with their attorneys in their roles both as “legal advisor and business consultant,” thus requiring courts to “proceed cautiously” to avoid the risk of “creating an intolerably large zone of sanctuary”) (internal quotation marks and citations omitted). Thus, “[i]n the specific context of communications to and from corporate in-house lawyers, courts therefore typically hold that a communication is privileged only if it was generated for the *predominant purpose* of rendering or soliciting legal advice.” *Valente*, 2010 WL 3522495, at *2 (citing *County of Erie*, 473 F.3d at 420 & n.7).

IV. ARGUMENT

A. Defendants’ Privilege Review Has Been Deficient and Warrants Close Scrutiny.

For the past 11 months, Plaintiffs have negotiated extensively with Defendants to obtain documents that Plaintiffs believed were erroneously withheld as privileged. Plaintiffs repeatedly engaged Defendants as Plaintiffs continued to identify deficiencies with Defendants’ privilege log and confronted Defendants’ justifications for withholding certain documents. Each time, as a result of Plaintiffs’ inquiries, Defendants downgraded and produced documents that they initially withheld, culminating in the belated production of approximately **11,640 documents**.

Given the erroneous designation of these 11,640 documents as either completely or partially privileged, Plaintiffs also inquired as to the scope, methodology, and parameters of Defendants' privilege review. Ruan Aff. ¶ 14, Ex. 16 at 3. In response, Defendants represented that in-house and outside counsel have now reviewed the documents on their privilege log "on at least three separate occasions". *Id.* ¶ 16, Ex. 18 at 2. Understandably, Plaintiffs remain concerned about the rigor of Defendants' review given the continued release of documents, including the release of 210 documents as recently as March 28, 2026, *id.* ¶¶ 19-20, which Defendants erroneously designated as privileged, apparently even after multiple reviews by attorneys, *see id.*, Ex. 18 at 2. This concern has only been compounded by Defendants' insistence on a meritless privilege designation that forced Plaintiffs to move to compel, which Defendants vigorously opposed through a sworn corporate affidavit, only to have this Court find that the redacted content contained no legal advice at all. Order, March 6, 2026, Dkt. 141.

But a privilege log is not intended to be an "iterative process." *BlackRock Balanced Cap. Portfolio (FI) v. Deutsche Bank Nat'l Tr. Co.*, No. 14-CV-09367-JMF-SN, 2018 WL 3584020, at *5 (S.D.N.Y. July 23, 2018). Defendants' frequent and belated realizations that privilege was improperly asserted "inappropriately shifts the burden to [Plaintiffs] to challenge a privilege assertion[.]" *Id.*; *see also AU New Haven, LLC v. YKK Corp.*, No. 15CV03411GHWSN, 2017 WL 4838793, at *1 (S.D.N.Y. Oct. 24, 2017) ("[T]he Court and parties are entitled to rely on the information contained in a privilege log. The iterative process proposed by Defendants, if permitted, would lead to endless litigation at the expense of the Plaintiffs and further expend judicial resources."). For these reasons alone, Plaintiffs' motion to compel should be granted.

B. Defendants Failed to Meet Their Burden to Establish Privilege as to the 182 Documents.

Plaintiffs are challenging 182 entries from Defendants' privilege log which Plaintiffs reasonably believe are not privileged, in whole or in part, because they fall into one or both of the following categories: (1) documents involving activities that are predominantly business, rather than legal, in nature; and (2) attachments for which Defendants have failed to provide an adequate basis for asserting privilege.

1. Entries Where Legal Advice Was Not the Predominant Purpose.

In the Second Circuit, as discussed above, documents are only privileged if their predominant purpose is to solicit or render legal advice as opposed to business or policy advice. *County of Erie*, 473 F.3d at 420. Several factors present here indicate that the predominant purpose of most, if not all, of the 182 challenged entries was to seek or provide business and policy advice, not legal advice.

First, the privilege descriptions for these entries are vague and nearly identical to the privilege descriptions for entries Defendants have already downgraded and conceded were not privileged. For example, there are 2,858 entries on Defendants' latest privilege log with the privilege description: "Email requesting confidential legal advice of counsel regarding contract issues." Ruan Aff. ¶ 21, Ex. 27-29. Of those, 2,394 are identified as "fully privileged," 449 are identified as "partially privileged" (of which, 51 were previously marked as "fully privileged"—*i.e.*, they were partially downgraded), and 15 are identified as "not privileged" (*i.e.*, they were fully downgraded). *Id.* Of the 2,394 still marked as "fully privileged," Plaintiffs are currently challenging the assertion of privilege as to 17. Plaintiffs are also challenging five entries with the privilege description: "Email providing confidential legal advice from counsel regarding contract issues." *Id.* Given that Defendants have already conceded that hundreds of entries with the same

privilege description were improperly marked as privileged, there is no way for Plaintiffs to confidently determine that the remaining documents with that description were properly withheld.

Second, 13 of the challenged entries involve documents where the attorney was not the author, sender, or recipient; rather, he or she was simply copied.⁶ “As a threshold matter, it is well-established that merely copying a lawyer on a communication does not render it privileged.” *Hayden v. Int’l Bus. Machines Corp.*, No. 21 CIV. 2485 (VB) (JCM), 2023 WL 4622914, at *4 (S.D.N.Y. July 14, 2023) (citing *In re Signet Jewelers Ltd. Sec. Litig.*, 332 F.R.D. 131, 136 (S.D.N.Y. 2019)); *see also Bernstein v. Mafcote, Inc.*, No. 3:12-CV-311-WWE, 2014 WL 3579522, at *10 (D. Conn. July 21, 2014) (finding that documents were not protected by attorney-client privilege because, even though the privilege log asserted an attorney was involved, the involvement was not evident from the face of the document and it was not clear that the predominant purpose was to obtain legal advice).

Lastly, for many of the challenged entries, the subject line or document title of the documents highly suggest that they predominantly relate to business, not legal, matters. For example, PLHHC-BROWN-0014928 is an email and PLHHC-BROWN-0001420, PLHHC-BROWN-000142, and PLHHC-BROWN-0001428 are attachments each with the subject line: “Re_ Anthem Limited Network for the State of CT - WILL NEED TO DISCUSS STRATEGY.msg”. Appendix A; *see also id.* (PLHHC-BROWN-0001430 (“SBAR Anthem BlueCard Prime Network.pptx”), PLHHC-BROWN-0010891 (“Re- Draft Letter to ICP Providers re- BlueCare Prime Network[1].eml”), PLHHC-BROWN-0014928 (“FW: Anthem Limited

⁶ *See* Appendix A (PLHHC-BROWN-0001424; PLHHC-BROWN-0001428; PLHHC-BROWN-0009797; PLHHC-BROWN-0010966; PLHHC-BROWN-0010969; PLHHC-BROWN-0011075; PLHHC-BROWN-0011205; PLHHC-BROWN-0021949; PLHHC-BROWN-0023432; PLHHC-BROWN-0023457; PLHHC-BROWN-0042128; PLHHC-BROWN-0042131; PLHHC-BROWN-0043891).

Network for the State of CT - WILL NEED TO DISCUSS STRATEGY”); (PLHHC-BROWN-0015413) (“HH and CH Cigna Summary.docx”), PLHHC-BROWN-0043756 (“SBAR Anthem BlueCare Prime Network.pptx”)).

2. Entries Which Fail to Explain Why the Attachment—As Opposed to the Parent Email—Is Privileged.

Another category of entries currently being challenged by Plaintiffs are those relating to attachments for which Defendants have failed to justify why the attachment—as opposed to the parent email—is privileged. Privilege must be assessed independently for emails and their attachments. *NovaFund Advisors v. Capitala Group*, No 3:18-cv-1023-MPS-TOF, 2021 WL 2109112, at *1 (D. Conn. May 25, 2021). While attachments sent to counsel explicitly for the purpose of obtaining legal advice may be privileged in certain circumstances, a privilege log must provide sufficient information to determine whether obtaining legal advice was in fact the primary purpose of attaching the document—*i.e.*, conclusory assertions of seeking legal advice are inadequate. *See, e.g., Idenix Pharms, Inc. v. Gilead Scis., Inc.*, 195 F. Supp. 3d 639, 644-45 (D. Del. 2016) (ordering production of attachment described on privilege log as “Draft document prepared by client for counsel (Oswecki) and client review regarding legal issues regarding marketing and business development and patent issues regarding nucleosides for the treatment of HCV” for failing to establish applicability of privilege).

Moreover, simply attaching a document to a privileged email does not also render that attachment privileged; rather, the attachment itself must contain or refer to legal advice. *Roc Nation LLC v. HCC Int’l Ins. Co., PLC*, No. 19 CIV. 554 (PAE), 2020 WL 1970697, at *4 (S.D.N.Y. Apr. 24, 2020). However, some courts have held that attachments need not themselves contain or refer to legal advice *if* the attachment was sent expressly for the purpose of obtaining legal advice. *See,*

e.g., *Gen. Elec. Co. v. United States*, No. 3:14-CV-00190 (JAM), 2015 WL 5443479, at *2 (D. Conn. Sept. 15, 2015).

There are 69 attachments within the 182 entries challenged by Plaintiffs. *See* Appendix A. Defendants fail to provide sufficient information for asserting privilege over any of them under these legal standards. According to their privilege descriptions, 32 of the 69 attachments were purportedly provided “in connection” with some request or provision of legal advice. *See, e.g.*, Appendix A (PLHHC-BROWN-0001426 (attachment with the title “State_Prime_Network.xlsx” being withheld for privilege with the description “Spreadsheet provided to counsel in connection with request for legal advice regarding insurance issues.”). But every attachment is sent “in connection” with its parent; that does not mean that the attachment itself contains legal advice or was sent for the purpose of obtaining legal advice. As the *Idenix* court held, this type of conclusory phrasing fails to establish that the attachment itself was prepared or transmitted for purposes of legal advice. 195 F. Supp. 3d at 644-45.

In response to Plaintiffs’ letters, Defendants made minor edits to some privilege descriptions to try and justify the assertion of privilege for those attachments. Despite these edits, it is nonetheless clear that the only basis provided in the log for withholding the attachment is that it was attached to a purportedly privileged email. For example, there are seven entries currently challenged by Plaintiffs with the privilege description: “Attached email provided to counsel in connection with request for legal advice regarding insurance issues.”⁷ The privilege descriptions for these entries previously stated: “Attached **to** email provided to counsel in connection with request for legal advice regarding insurance issues.” This revision attempts to change the object of

⁷ *See* Appendix A (PLHHC-BROWN-0001424; PLHHC-BROWN-0001425; PLHHC-BROWN-0001427; PLHHC-BROWN-0001428; PLHHC-BROWN-0001429; PLHHC-BROWN-0001433; PLHHC-BROWN-0001434).

the sentence from the email to the attachment—*i.e.*, it is the “attached email” which was sent in connection with a request for legal advice, not the parent email.

In addition, two entries, PLHHC-BROWN-0016496 and PLHHC-BROWN-0016510, purport to have been “collected by legal counsel John D’Ambrosio for the purposes of legal advice,” however neither of them identifies Mr. D’Ambrosio as the author, sender, recipient, or copy. *See* Appendix A. Moreover, both of their parent emails list Mr. D’Ambrosio as the *recipient* from an unidentified sender. *Id.*

And in yet another example, the privilege description for PLHHC-BROWN-0014942 asserts that the attachment is a “Draft agreement provided to counsel in connection with a request for legal advice.” *Id.* But the document itself is titled: “Anthem HHC ICP LOA 09282020 FINAL.docx,” thus appearing to be the final version of the contract. *See id.*

C. The Court Should Compel Defendants to Produce All 182 Documents.

The instant motion comes after almost a year of extensive efforts by Plaintiffs to hold Defendants to their burden. Each time, Defendants met Plaintiffs’ requests with skepticism, *e.g.*, Ruan Aff., Ex. 12 at 2 (“[Y]ou assert there are ‘systematic issues with HHC improperly withholding entire documents instead of redacting them. HHC’s decision to produce small numbers of documents that were previously on its privilege log is not evidence of a ‘systematic’ issue.”), while at the same time disclosing thousands upon thousands of documents erroneously withheld as privileged. Plaintiffs painstakingly reviewed Defendants’ voluminous privilege log to narrow the ultimate dispute down to 182 documents, which Plaintiffs reasonably believe are germane to this case and are not, in fact, privileged. Given Defendants’ pattern of erroneously withholding documents and providing inaccurate representations not only to Plaintiffs but to this Court, *see* Order, March 6, 2026 (“Although sworn to under penalty of perjury, the Court is unable to credit this claim”), Defendants are not entitled to the benefit of the doubt.

In fact, where ambiguity exists as to whether a communication meets the elements of privilege, courts consistently hold that any ambiguity is construed against the invoking party. *Endurance Am. Specialty Insurnce Co. v. William Kramer & Assocs., LLC*, No. 3:18-CV-192(MPS), 2020 WL 6940761, at *4 (D. Conn. Mar. 30, 2020) (quoting *Koumoulis*, 295 F.R.D. at 38). Moreover, privilege claims “will be rejected” where the invoking party fails to provide sufficient detail to establish its legal requirements. *Pfizer*, 2023 WL 1766419, at *3.

D. In the Alternative, the Court Should Conduct an *In Camera* Review of the 182 Documents or a Sampling Thereof.

In the alternative, if the Court is not inclined to compel production based on the foregoing, Plaintiffs respectfully request that the Court conduct an *in camera* review of the 182 documents or a sample thereof. District courts possess broad discretion to conduct *in camera* review of documents subject to a privilege dispute, particularly where the record raises legitimate questions about the validity of a privilege claim. *See, e.g., NovaFund Advisors, LLC v. Capitala Grp., LLC*, No. 3:18-CV-01023 (MPS), 2021 WL 2109112, at *4 (D. Conn. May 25, 2021) (concluding plaintiff had provided the court with “sufficient reasons to order an *in camera* review of a sample” of general counsel’s communications).

As laid out above, Defendants’ privilege justifications for the 182 entries are not sufficient to meet Defendants’ burden. What is more, Defendants’ track record of erroneously withholding documents under the guise of privilege is now well-documented. *See* Order, March 6, 2026 (granting Plaintiffs’ motion to compel, noting that, “[a]lthough sworn to under penalty of perjury, the Court is unable to credit [the affidavit’s] claim. The email asks for no action from the attorney, and he evidently did not understand it to be asking for his legal opinion on compliance issues - because again, his response only concerned the business problem of how the communication would be received by its audience.”); *see also cf. Halpern v. FBI*, 181 F.3d 279, 292 (2d Cir. 1999)

(“With respect to *in camera* review, we adopted a restrained approach permitting such review [] where the record showed the reasons for withholding [under FOIA] were vague or where the claims to withhold were too sweeping or suggestive of bad faith, or where it might be possible that the agency had exempted whole documents simply because there was some exempt material in them.” (internal citation omitted)).

In camera review is also appropriate given the documents’ relevance to Plaintiffs’ claims. Plaintiffs have alleged that HHC’s anticompetitive scheme, which included restrictive contracting practices that increased healthcare costs for health plans in Connecticut. Compl., Dkt. 1 ¶ 4. Plaintiffs further allege that ICP “negotiat[es] reimbursement prices with health plans on behalf of all ICP members” and that “prevents ICP members from entering into contracts with payers separately from the contractual rates negotiated by ICP.” *Id.* ¶ 100. Significantly, PLHHC-BROWN-0001791 and PLHHC-BROWN-0010966 relate to Defendants’ contracting practices with providers and insurers, *see* Appendix A, which are directly at issue in this case. PLHHC-BROWN-0002223 relates to the ICP membership policy, *see id.*—also central to Plaintiffs’ allegations regarding all-or-nothing contracting. PLHHC-BROWN-0009877 apparently discusses antitrust considerations regarding Defendants’ CIN (“Clinically Integrated Network”), *see id.*, which is, again, directly at the forefront of this case. And the subject of PLHHC-BROWN-0023252 is Defendants’ value-based contracting with Cigna, *see id.*, which directly bears on how Defendants used their market power to negotiate favorable contracts with insurers.

Thus, given both that Defendants have failed to establish the elements of privilege as to the 182 documents identified by Plaintiffs and their relevance to the litigation, *in camera* review is appropriate.

V. CONCLUSION

For the foregoing reasons, Plaintiffs respectfully request that the Court compel Defendants to produce the 182 documents, or, in the alternative, conduct an *in camera* review of the documents or a subset thereof and order the production of those it deems non-privileged.

Dated: April 24, 2026

Respectfully submitted,

/s/ Mario K. Cerame

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*Attorneys for Plaintiffs Estuary Transit District
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CERTIFICATE OF SERVICE

I hereby certify that on this day, a copy of the foregoing was filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by email to all parties by operation of the Court's electronic filing system or by mail on anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the Court's CM/ECF System.

Dated this 24th day of April, 2026.

/s/ Mario K. Cerame

Mario K. Cerame (ct433928)

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF CONNECTICUT

ESTUARY TRANSIT DISTRICT AND
TEAMSTERS 671 HEALTH SERVICE &
INSURANCE PLAN, on behalf of themselves
and all others similarly situated,

Plaintiffs,

v.

HARTFORD HEALTHCARE CORPORATION,
HARTFORD HOSPITAL, HARTFORD
HEALTHCARE MEDICAL GROUP, INC.,
INTEGRATED CARE PARTNERS, LLC,

Defendants.

Case No.: 3:24-cv-01051 (SFR)

**AFFIDAVIT OF MATTHEW W. RUAN IN SUPPORT OF PLAINTIFFS' MOTION TO
COMPEL PRODUCTION OF 182 DOCUMENTS WITHHELD FOR PRIVILEGE
AND PURSUANT TO LOCAL CIVIL RULE 37(A) AND FEDERAL RULE OF CIVIL
PROCEDURE 37(A)(1)**

I, Matthew W. Ruan, declare as follows:

1. I am a partner at Justice Jagher London & Millen LLC, counsel of record for Plaintiffs Estuary Transit District and Teamsters 671 Health Service & Insurance Plan (collectively, "Plaintiffs"). I am admitted *pro hac vice* to practice before this Court and submit this affidavit in support of Plaintiffs' Motion to Compel Production of 182 Documents Withheld for Privilege. I have personal knowledge of the statements below and, if called as a witness, could and would give competent testimony as to the following facts.

2. I also make this affidavit based upon my personal knowledge and in compliance with Local Civil Rule 37(a) and Federal Rule of Civil Procedure 37(a)(1). Pursuant to Local Civil Rule 37(a), which requires that "no motion pursuant to Rules 26 through 37, Fed. R. Civ. P., shall

be filed unless counsel making the motion has conferred with opposing counsel, in person or by telephone, and discussed the discovery issues between them in detail in a good faith effort to eliminate or reduce the area of controversy, and to arrive at a mutually satisfactory resolution,” I certify the following:

3. On April 17, 2025, Plaintiffs received Defendants’ privilege log, memorialized in a letter that same day from Defense counsel Leo D. Caseria of Sheppard, Mullin, Richter & Hampton LLP to Plaintiffs’ counsel. The privilege log designated 51,613 entries as privileged, either in whole or in part. True and correct copies of the privilege log and the accompanying April 17, 2025 letter are attached hereto as Exhibit 1 and Exhibit 2, respectively. For the Court’s convenience, an electronic copy of Exhibit 1 is also being provided to the Court.

4. On May 23, 2025, I sent a letter to Defense counsel identifying several deficiencies with Defendants’ privilege log. A true and correct copy of the May 23, 2025 letter is attached hereto as Exhibit 3.

5. On June 9, 2025, Mr. Caseria sent a letter to Plaintiffs’ counsel responding to Plaintiffs’ May 23, 2025 letter and agreeing to provide a supplemental privilege log to address some of Plaintiffs’ concerns, including adding subject and document titles to certain entries. A true and correct copy of the June 9, 2025 letter is attached hereto as Exhibit 4.

6. On June 24, 2025, Defendants provided Plaintiffs with a supplemental privilege log that added subject and document titles and withdrew their privilege assertion over approximately 488 documents. True and correct copies of the supplemental privilege log and the June 24, 2025 accompanying letter sent by Mr. Caseria are attached hereto as Exhibit 5 and Exhibit 6, respectively. For the Court’s convenience, an electronic copy of Exhibit 5 is also being provided to the Court.

7. On July 31, 2025, I sent Defense counsel a letter acknowledging receipt of the supplemental privilege log but identifying persistent deficiencies. A true and correct copy of the July 31, 2025 letter is attached hereto as Exhibit 7.

8. On August 15, 2025, Mr. Caseria sent Plaintiffs' counsel a letter responding to the July 31, 2025 correspondence, agreeing to review/re-view certain entries identified by Plaintiffs, downgrading additional documents, and agreeing to produce in the near future another revised privilege log. A true and correct copy of the August 15, 2025 letter is attached hereto as Exhibit 8.

9. On August 26, 2025, I sent a letter to Defense counsel responding to certain assertions in their August 15, 2025 letter and reiterating Plaintiffs' concern that there are systematic deficiencies with Defendants privilege review. Along with the letter, I attached Exhibit A, which identified a list of entries from Defendants' revised privilege log that Plaintiffs were challenging as privileged. A true and correct copy of the August 26, 2025 letter is attached hereto as Exhibit 9.

10. On August 29, 2025, Defendants produced another revised privilege log, downgrading approximately 1,346 additional documents. A true and correct copy of that supplemental privilege log and the accompanying August 29, 2025 letter from Mr. Caseria are attached hereto as Exhibit 10 and Exhibit 11, respectively. For the Court's convenience, an electronic copy of Exhibit 10 is also being provided to the Court.

11. On September 5, 2025, Mr. Caseria sent Plaintiffs' counsel a letter stating that Defendants required additional time to review the documents identified in Exhibit A to Plaintiffs' August 26, 2025 letter and requesting that Plaintiffs provide additional information as to why they

believed the entries identified in Exhibit A were not privileged. A true and correct copy of the September 5, 2025 letter is attached hereto as Exhibit 12.

12. On September 25, 2025, I responded, sending Defendants a letter and Attachment A, which provided the additional details that Defendants requested. A true and correct copy of the September 25, 2025 letter is attached hereto as Exhibit 13.

13. On October 20, 2025, Mr. Caseria responded in kind, again denying any systematic issues with Defendants' privilege review but downgrading an additional 10,804 documents. True and correct copies of this supplemental privilege log and the accompanying October 20, 2025 letter are attached hereto as Exhibit 14 and Exhibit 15, respectively. For the Court's convenience, an electronic copy of Exhibit 14 is also being provided to the Court.

14. On January 20, 2026, I sent another letter to Defendants, again noting that Defendants' privilege review was deficient given the voluminous downgrades, and noting that the close of fact discovery was fast approaching. Specifically, I called out the depositions of Tricia Hasselman, David Zinkerman, and James Cardon, which were scheduled for late February/early March. I identified 417 entries (that were attached as Exhibit A) that were directly relevant to those depositions and that Plaintiffs believed were not privileged. I also attached Exhibit B, which was a log of 178 entries that Plaintiffs continued to challenge as not privileged. A true and correct copy of the January 20, 2026 letter is attached hereto as Exhibit 16.

15. On January 30, 2026, Defendants memorialized, in a letter from Mr. Caseria, that they had downgraded some of the 417 entries identified in Exhibit A to Plaintiffs' January 20, 2026 letter. A true and correct copy of the January 30, 2026 letter is attached hereto as Exhibit 17.

16. On February 13, 2026, Mr. Caseria sent Plaintiffs' counsel another letter, again denying systematic deficiencies with their privilege review but memorializing that Defendants had downgraded an additional subset of the 178 documents identified in Plaintiffs' Exhibit B to their January 20, 2026 letter. Mr. Caseria wrote that, as of February 13, 2026, Defendants had downgraded 11,430 documents—10,382 of which were produced in their entirety and 1,048 of which were produced with redactions. A true and correct copy of the February 13, 2026 letter is attached hereto as Exhibit 18.

17. That same day, on February 13, 2025, Defendants produced three supplemental privilege logs. Instead of producing one cumulative revised privilege log, these three privilege logs purportedly covered only new or revised entries. True and correct copies of those privilege logs and the cover letter accompanying them are attached hereto as Exhibits 19, 20, 21, and 22, respectively. For the Court's convenience, electronic copies of Exhibits 19, 20, and 21 are also being provided to the Court.

18. On March 10, 2026, I sent Defense counsel a letter after U.S. Magistrate Judge Farrish granted Plaintiffs' Motion to Compel Unredacted Production of Document HHC-BROWN-01851472, requesting that, in light of Judge Farrish's findings—which confirmed Plaintiffs' concerns with Defendants' privilege review—Defendants produce the entries previously identified in Plaintiffs' Exhibits A and B by March 17, 2026. I also requested that Defendants let Plaintiffs know by March 13, 2026 if they intended to comply with Plaintiffs' request. A true and correct copy of the March 10, 2026 letter is attached hereto as Exhibit 23.

19. In response, on March 17, 2026, Mr. Caseria sent a letter noting Defendants' disagreement with Plaintiffs' position but nevertheless re-reviewing the entries identified in

Exhibits A and B, which resulted in a downgrade of an additional 210 documents. A true and correct copy of the March 17, 2026 letter is attached hereto as Exhibit 24.

20. On March 27 and 28, 2026, Defendants produced the additional 210 documents that were downgraded subsequent to Plaintiffs' March 10, 2026 letter. True and correct copies of the production letters for these documents are attached hereto as Exhibit 25 and Exhibit 26, respectively.

21. On April 6, 2026, Defendants again produced three separate supplemental privilege logs, rather than one cumulative privilege log, that purportedly covered only new or revised entries. True and correct copies of those privilege logs and the letter accompanying them are attached hereto as Exhibits 27, 28, 29, and 30, respectively. For the Court's convenience, electronic copies of Exhibits 27, 28, and 29 are also being provided to the Court.

22. On April 7, 2026, I met and conferred with Jason Hoggan, counsel for Defendants, about Defendants' latest privilege logs. During that meet and confer, Mr. Hoggan explained that the reason the format of Defendants' privilege logs changed over time was because multiple individuals on their team had been responsible for producing Defendants' privilege logs. I explained to Mr. Hoggan that it appeared that the Parties were at an impasse as to Defendants' privilege log and, while I would wait to see which documents had been downgraded from Defendants' log before moving to compel, that such a motion was almost certainly forthcoming.

23. On April 16, 2026, I sent Defense counsel another letter, again noting Plaintiffs' general concern about Defendants' review process and the Parties' continued disagreement regarding the privilege status of 182 remaining documents. I noted Plaintiffs' intent to file a motion to compel on April 23, 2026 if Defense counsel did not produce the outstanding 182

documents by April 22, 2026. A true and correct copy of the April 16, 2026 letter is attached hereto as Exhibit 31.

24. On April 23, 2026, I emailed Defense counsel, noting that Plaintiffs had not yet received a response to their April 16, 2026 request, and unless they heard otherwise, Plaintiffs would assume that meant Defendants agreed that the issue was ripe for the Court. A true and correct copy of the April 23, 2026 email is attached hereto as Exhibit 32.

25. As of the filing of this Affidavit, Plaintiffs have not received a response from Defendants with respect to their April 16, 2026 letter or April 23, 2026 email.

26. A true and correct copy of the document produced in this litigation with the Bates number HHC-BROWN-05819970 is attached hereto as Exhibit 33. This document was originally withheld for privilege before being downgraded by Defendants. When produced, it was marked “Highly Confidential – Attorneys’ Eyes Only.”

27. A true and correct copy of the document produced in this litigation with the Bates number HHC-BROWN-00082741 is attached hereto as Exhibit 34. This document was originally withheld for privilege before being downgraded by Defendants. When produced, it was marked “Highly Confidential – Attorneys’ Eyes Only.”

28. Most of the discussion and negotiations regarding the issues raised by this Motion took place through the letters included in this Affidavit. However, throughout the course of discovery in this matter, the Parties—myself included—have participated in numerous meet and confers, mostly by videoconference. During those meet and confers, privilege-related issues were sometimes discussed, though I cannot recall or provide precise dates.

29. Despite the good-faith efforts described above, including written communications spanning almost a year and additional meet and confers via videoconference, the parties have

been unable to resolve the dispute regarding whether the remaining 182 documents are protected by attorney-client privilege.

30. Accordingly, I certify that, in compliance with Local Civil Rule 37(a) and Federal Rule of Civil Procedure 37(a)(1), I have conferred with counsel for Defendants in a good-faith effort to resolve the issues raised by this motion without the intervention of the Court and have been unable to reach agreement.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 24th day of April 2026, at Denver, Colorado.

/s/ Matthew W. Ruan

Matthew W. Ruan (*pro hac vice*)

**JUSTICE JAGHER LONDON & MILLEN
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CERTIFICATE OF SERVICE

I hereby certify that on this day, a copy of the foregoing was filed electronically and served by mail on anyone unable to accept electronic filing. Notice of this filing will be sent by email to all parties by operation of the Court's electronic filing system or by mail on anyone unable to accept electronic filing as indicated on the Notice of Electronic Filing. Parties may access this filing through the Court's CM/ECF System.

Dated this 24th day of April 2026.

/s/ Mario K. Cerame
Mario K. Cerame (ct433928)