

1 WILMER CUTLER PICKERING
2 HALE AND DORR LLP
3 Debo Adegbile (admitted *pro hac vice*)
4 7 World Trade Center
5 250 Greenwich Street
6 New York, NY 10007
7 Telephone: 212-295-8800
8 debo.adegbile@wilmerhale.com

9 Felicia H. Ellsworth (admitted *pro hac vice*)
10 60 State Street
11 Boston, MA 02109
12 Telephone: 617-526-6000
13 felicia.ellsworth@wilmerhale.com

14 Joshua A. Vittor (CA Bar No. 326221)
15 350 South Grand Avenue
16 Suite 2400
17 Los Angeles, CA 90071
18 Telephone: 213-443-5300
19 joshua.vittor@wilmerhale.com

20 *Attorneys for Defendants*

21 **UNITED STATES DISTRICT COURT**
22 **FOR THE CENTRAL DISTRICT OF CALIFORNIA**

23 DO NO HARM, et al.,

24 *Plaintiffs,*

25 v.

26 THE REGENTS OF THE
27 UNIVERSITY OF CALIFORNIA, et
28 al.,

Defendants.

Case No. 2:25-cv-04131-JWH-JDE

**DEFENDANTS' ANSWER TO
SECOND AMENDED CLASS
ACTION COMPLAINT AND
DEMAND FOR JURY TRIAL AND
AFFIRMATIVE DEFENSES**

1 Pursuant to Rule 8(c) of the Federal Rules of Civil Procedure, Defendants
2 The Regents of the University of California (“The Regents”), Julio Frenk
3 (“Frenk”), Gene Block (“Block”), and Jennifer Lucero (“Lucero”) (collectively,
4 “Defendants”), by and through their undersigned counsel, hereby answer and assert
5 affirmative defenses as follows to Plaintiffs’ Second Amended Complaint.

6 Except as hereinafter expressly admitted, Defendants deny each and every
7 allegation, statement, and matter contained in the Second Amended Complaint and,
8 in particular, deny that they have engaged in racial discrimination in violation of
9 the Equal Protection Clause of the Fourteenth Amendment, Title VI of the Civil
10 Rights Act of 1964, or 42 U.S.C. § 1981. To the extent the paragraphs in the
11 Second Amended Complaint are grouped under headings and sub-headings,
12 Defendants respond generally that such headings and sub-headings (which are not
13 repeated below) state unsupported legal conclusions as to which no response is
14 required. To the extent a response is necessary, Defendants deny each heading and
15 sub-heading in the Second Amended Complaint and incorporate by reference this
16 response in each paragraph below as if fully set forth therein. To the extent
17 Defendants respond that a document or source speaks for itself, or refer the Court
18 to a document or source for a complete and accurate description of its contents,
19 such assertion shall not be deemed to be an admission that the contents of any such
20 document or source or truthful, accurate, or complete. Any allegations contained
21 in the Second Amended Complaint that state a legal conclusion do not require a
22 response and, to the extent that any response is required, such allegations are
23 denied. Defendants generally deny any averments in the Second Amended
24 Complaint’s unnumbered paragraphs, captions, footnotes, and prayer for relief.

25 Defendants reserve the right to amend this answer and to assert other
26 defenses as this action proceeds.

27 Pursuant to the foregoing, Defendants respond to the numbered paragraphs
28

1 in the Second Amended Complaint as follows:

2 1. Defendants deny the allegations in the first sentence of paragraph 1.
3 The second sentence of paragraph 1 states conclusions of law and Plaintiffs’
4 characterization of their claims, to which no response is necessary. To the extent a
5 response is required, Defendants deny the remaining allegations of paragraph 1.

6 2. Paragraph 2 states conclusions of law and Plaintiffs’ characterization
7 of their claims, to which no response is necessary. To the extent a response is
8 required, Defendants deny the allegations of paragraph 2.

9 3. To the extent paragraph 3 purports to characterize, quote from, or
10 summarize written documents, those documents speak for themselves. Paragraph 3
11 also states conclusions of law and Plaintiffs’ characterization of their claims, to
12 which no response is necessary. To the extent a response is required, Defendants
13 admit that California voters approved Proposition 209 in 1996, and otherwise deny
14 the remaining allegations of paragraph 3.

15 4. Denied.

16 5. Defendants admit that the case *Students Against Racial Discrimination*
17 *v. Regents of the Univ. of Cal.*, No. 8:25-cv-00192, is pending before the Court.
18 Defendants otherwise deny the remaining allegations of paragraph 5.

19 6. To the extent paragraph 6 purports to characterize, quote from, or
20 summarize written documents, those documents speak for themselves. Defendants
21 otherwise deny the allegations of paragraph 6.

22 7. Defendants admit that Jennifer Lucero became Associate Dean for
23 Admissions at David Geffen School of Medicine (“DGSOM”) in 2020. Defendants
24 deny the remaining allegations of paragraph 7.

25 8. Defendants lack information or knowledge sufficient to form a belief
26 as to the truth or falsity of the allegations in paragraph 8 regarding statements
27
28

1 allegedly made by “whistleblowers,” and on that basis deny them. Defendants deny
2 the remaining allegations of paragraph 8.

3 9. Denied.

4 10. Denied.

5 11. Defendants admit that federal agencies have initiated investigations
6 into DGSOM’s admissions practices, and otherwise deny the remaining allegations
7 of paragraph 11.

8 12. Denied.

9 13. Defendants lack knowledge or information sufficient to form a belief
10 as to the truth or falsity of the allegations of paragraph 13, and on that basis deny
11 them.

12 14. Defendants lack knowledge or information sufficient to form a belief
13 as to the truth or falsity of the allegations of paragraph 14, and on that basis deny
14 them.

15 15. Paragraph 15 states legal conclusions and Plaintiffs’ characterizations
16 of their claims, to which no response is necessary. To the extent a response is
17 required, Defendants lack knowledge or information sufficient to form a belief as to
18 the truth or falsity of the allegations of paragraph 15, and on that basis deny them.

19 16. Defendants lack knowledge or information sufficient to form a belief
20 as to the truth or falsity of the allegations of paragraph 16, and on that basis deny
21 them.

22 17. Defendants lack knowledge or information sufficient to form a belief
23 as to the truth or falsity of the allegations of paragraph 17, and on that basis deny
24 them.

25 18. Paragraph 18 states legal conclusions and Plaintiffs’ characterizations
26 of their claims, to which no response is necessary. To the extent a response is
27
28

1 required, Defendants lack knowledge or information sufficient to form a belief as to
2 the truth or falsity of the allegations of paragraph 18, and on that basis deny them.

3 19. Defendants admit that Plaintiff Kelly Mahoney applied and was denied
4 admission to DGSOM. Defendants lack information or knowledge sufficient to form
5 a belief as to the truth or falsity of the remaining allegations of paragraph 19, and on
6 that basis deny them.

7 20. To the extent paragraph 20 purports to characterize, quote from, or
8 summarize written documents, those documents speak for themselves. To the extent
9 a response is required, Defendants admit that the Board of Regents is the governing
10 board of the University of California. Defendants otherwise deny the allegations of
11 paragraph 20.

12 21. Paragraph 21 states legal conclusions and Plaintiffs' characterizations
13 of their claims, to which no response is necessary. To the extent a response is
14 required, Defendants admit that Chancellor Frenk is, at the time of this filing, the
15 current Chancellor of UCLA. To the extent paragraph 21 purports to characterize,
16 quote from, or summarize written documents, those documents speak for
17 themselves. Defendants otherwise deny the remaining allegations of paragraph 21.

18 22. Paragraph 22 states legal conclusions and Plaintiffs' characterizations
19 of their claims, to which no response is necessary. To the extent a response is
20 required, Defendants admit that Chancellor Block was the Chancellor of UCLA from
21 August 2007 to July 2024. To the extent paragraph 22 purports to characterize, quote
22 from, or summarize written documents, those documents speak for themselves.
23 Defendants otherwise deny the remaining allegations of paragraph 22.

24 23. Paragraph 23 states legal conclusions and Plaintiffs' characterizations
25 of their claims, to which no response is necessary. To the extent a response is
26 required, Defendants admit that Associate Dean Lucero has been the Associate Dean
27 of Admissions at DGSOM since 2020 and sits on the Admissions Policy and
28

1 Oversight Committee as an ex officio member. To the extent paragraph 23 purports
2 to characterize, quote from, or summarize written documents, those documents
3 speak for themselves. Defendants otherwise deny the remaining allegations of
4 paragraph 23.

5 24. Paragraph 24 states conclusions of law, to which no response is
6 necessary. To the extent a response is required, Defendants deny the allegations of
7 paragraph 24.

8 25. Paragraph 25 states conclusions of law and Plaintiffs' characterization
9 of their claims, to which no response is necessary. To the extent a response is
10 required, Defendants admit that they reside in the Central District of California and
11 in the State of California. Defendants otherwise deny the remaining allegations of
12 paragraph 25.

13 26. Defendants admit that DGSOM typically receives between 11,000 and
14 14,000 applicants and matriculates approximately 175 medical students each year.
15 Defendants further admit that DGSOM is highly selective. Defendants otherwise
16 deny the remaining allegations of paragraph 26.

17 27. To the extent paragraph 27 purports to characterize, quote from, or
18 summarize written documents or videos, those documents speak for themselves.
19 Defendants otherwise deny the allegations of paragraph 27.

20 28. Admitted.

21 29. Admitted.

22 30. Defendants admit that DGSOM's admissions committee makes
23 admissions decisions. Defendants further admit that DGSOM does not make public
24 who sits on the admissions committee, and that approximately five DGSOM students
25 sit on the committee. Defendants otherwise deny the remaining allegations of
26 paragraph 30.

1 31. Defendants admit that DGSOM’s application-review process includes
2 a primary application, secondary application, interview, committee deliberation, and
3 a decision, but deny any implication that paragraph 31 provides a comprehensive
4 description of the application review process. Defendants otherwise deny the
5 remaining allegations of paragraph 31.

6 32. Admitted.

7 33. Defendants admit that AMCAS sends applicants’ primary application
8 to DGSOM. Defendants otherwise deny the remaining allegations of paragraph 33.

9 34. To the extent paragraph 34 purports to characterize, quote from, or
10 summarize written documents, those documents speak for themselves. Defendants
11 otherwise deny the remaining allegations of paragraph 34.

12 35. Defendants admit the allegations in the first sentence of paragraph 35.
13 Defendants otherwise deny the remaining allegations of paragraph 35.

14 36. Defendants deny the allegations in the first sentence of paragraph 36.
15 To the extent paragraph 36 purports to characterize, quote from, or summarize
16 written documents, those documents speak for themselves. Defendants lack
17 knowledge or information sufficient to form a belief about the truth or falsity
18 regarding the remaining allegations in paragraph 36, and on that basis deny them.

19 37. Defendants lack knowledge or information sufficient to form a belief
20 about the truth or falsity regarding the allegations in the first sentence of paragraph
21 37, and on that basis deny them. Defendants deny the remaining allegations of
22 paragraph 37.

23 38. Admitted.

24 39. To the extent paragraph 39 purports to characterize, quote from, or
25 summarize written documents, those documents speak for themselves. Defendants
26 otherwise deny the remaining allegations of paragraph 39.

1 40. Defendants admit that prior to being raised to \$100 in 2025, the
2 secondary application fee was \$95. Defendants otherwise deny the remaining
3 allegations of paragraph 40.

4 41. Admitted.

5 42. Defendants admit that admissions committee members consider
6 applications during admissions committee meetings but deny any implication that
7 paragraph 42 provides a comprehensive description of the application review
8 process, and otherwise deny the remaining allegations of paragraph 42.

9 43. Defendants admit that the admissions committee ultimately decides to
10 which applicants to offer admission, but deny any implication that paragraph 43
11 provides a comprehensive description of the application review process, and
12 otherwise deny the remaining allegations of paragraph 43.

13 44. Defendants admit that DGSOM application screeners, interviewers,
14 and members of the Admissions Committee review applications holistically. To the
15 extent paragraph 44 purports to characterize, quote from, or summarize written
16 documents, those documents speak for themselves. Defendants lack knowledge or
17 information sufficient to form a belief about the truth or falsity of the remaining
18 allegations, and on that basis denies them.

19 45. Denied.

20 46. To the extent paragraph 46 purports to characterize, quote from, or
21 summarize written documents, those documents speak for themselves. Defendants
22 deny the remaining allegations of paragraph 46.

23 47. To the extent paragraph 47 purports to characterize, quote from, or
24 summarize written documents, those documents speak for themselves. Defendants
25 lack knowledge or information sufficient to form a belief about the truth of the
26 remaining allegations of paragraph 47, and on that basis deny them.

1 48. To the extent paragraph 48 purports to characterize, quote from, or
2 summarize written documents, those documents speak for themselves. Defendants
3 deny the remaining allegations of paragraph 48.

4 49. To the extent paragraph 49 purports to characterize, quote from, or
5 summarize written documents, those documents speak for themselves. Defendants
6 deny the remaining allegations of paragraph 49.

7 50. To the extent paragraph 50 purports to characterize, quote from, or
8 summarize written documents, those documents speak for themselves. Defendants
9 deny the remaining allegations of paragraph 50.

10 51. To the extent paragraph 51 purports to characterize, quote from, or
11 summarize written documents, those documents speak for themselves. Defendants
12 deny the remaining allegations of paragraph 51.

13 52. To the extent paragraph 52 purports to characterize, quote from, or
14 summarize written documents, those documents speak for themselves. Defendants
15 deny the remaining allegations of paragraph 52.

16 53. To the extent paragraph 53 purports to characterize, quote from, or
17 summarize written documents, those documents speak for themselves. Defendants
18 deny the remaining allegations of paragraph 53.

19 54. To the extent paragraph 54 and its subparts purport to characterize,
20 quote from, or summarize written documents, those documents speak for
21 themselves. Defendants deny the remaining allegations of paragraph 54 and its
22 subparts.

23 55. To the extent paragraph 55 purports to characterize, quote from, or
24 summarize written documents, those documents speak for themselves. Defendants
25 deny the remaining allegations of paragraph 55.

1 56. Defendants admit that Associate Dean Lucero is the Associate Dean for
2 Admissions and the Vice Chair for Inclusive Excellence in Anesthesiology at
3 DGSOM. Defendants deny the remaining allegations of paragraph 56.

4 57. To the extent paragraph 57 purports to characterize, quote from, or
5 summarize written documents, those documents speak for themselves. Defendants
6 deny the remaining allegations of paragraph 57.

7 58. To the extent paragraph 58 purports to characterize, quote from, or
8 summarize written documents, those documents speak for themselves. Defendants
9 deny the remaining allegations of paragraph 58.

10 59. To the extent paragraph 59 purports to characterize, quote from, or
11 summarize written documents, those documents speak for themselves. Defendants
12 deny the remaining allegations of paragraph 59.

13 60. Denied.

14 61. Denied.

15 62. Denied.

16 63. Denied.

17 64. Defendants lack knowledge or information sufficient to form a belief
18 as to the truth or falsity of the allegations in paragraph 64 of the Complaint, and on
19 that basis denies them.

20 65. Denied.

21 66. Denied.

22 67. Denied.

23 68. Denied.

24 69. Denied.

25 70. Denied.

26 71. Denied.

27 72. Denied.

28

1 73. Denied.

2 74. Denied.

3 75. Denied.

4 76. Denied.

5 77. Denied.

6 78. Denied.

7 79. Denied.

8 80. Denied.

9 81. Denied.

10 82. Denied.

11 83. Defendants admit that DGSOM does not make the GPAs or MCAT
12 scores of matriculants available to the public, and otherwise deny the allegations of
13 paragraph 83.

14 84. Defendants deny the allegations of illegal use of race in admissions.
15 Defendants otherwise lack knowledge or information sufficient to form a belief
16 about the truth or falsity of the remaining allegations of paragraph 84, and on that
17 basis deny them.

18 85. Denied.

19 86. Defendants lack knowledge or information sufficient to form a belief
20 about the truth or falsity of the allegations in the first sentence of paragraph 86, and
21 on that basis deny them. Defendants deny the remaining allegations of paragraph
22 86.

23 87. To the extent paragraph 87 purports to characterize, quote from, or
24 summarize written documents, those documents speak for themselves. Defendants
25 admit that federal agencies have initiated investigations into DGSOM's admissions
26 practices but, lack knowledge or information sufficient to form a belief about the
27

28

1 truth or falsity of the remaining allegations of paragraph 87, and on that basis deny
2 them.

3 88. Defendants lack knowledge or information sufficient to form a belief
4 about the truth or falsity of the allegations of paragraph 88, and on that basis deny
5 them.

6 89. Defendants lack knowledge or information sufficient to form a belief
7 about the truth or falsity of the allegations of paragraph 89, and on that basis deny
8 them.

9 90. Defendants lack knowledge or information sufficient to form a belief
10 about the truth or falsity of the allegations of paragraph 90, and on that basis deny
11 them.

12 91. Defendants lack knowledge or information sufficient to form a belief
13 about the truth or falsity of the allegations of paragraph 91, and on that basis deny
14 them.

15 92. Defendants deny that DNH-Member A—or any applicants to
16 DGSOM—paid a fee to DGSOM related to either the primary application or the
17 PREview Exam. Defendants otherwise lack knowledge or information sufficient to
18 form a belief about the truth or falsity of the remaining allegations of paragraph 92,
19 and on that basis deny them.

20 93. Defendants lack knowledge or information sufficient to form a belief
21 about the truth or falsity of the allegations of paragraph 93, and on that basis deny
22 them.

23 94. Defendants lack knowledge or information sufficient to form a belief
24 about the truth or falsity of the allegations of paragraph 94, and on that basis deny
25 them.

1 95. Defendants lack knowledge or information sufficient to form a belief
2 about the truth or falsity of the allegations of paragraph 95, and on that basis deny
3 them.

4 96. Defendants lack knowledge or information sufficient to form a belief
5 about the truth or falsity of the allegations of paragraph 96, and on that basis deny
6 them.

7 97. Defendants lack knowledge or information sufficient to form a belief
8 about the truth or falsity of the allegations of paragraph 97, and on that basis deny
9 them.

10 98. Defendants lack knowledge or information sufficient to form a belief
11 about the truth or falsity of the allegations of paragraph 98, and on that basis deny
12 them.

13 99. Defendants lack knowledge or information sufficient to form a belief
14 about the truth or falsity of the allegations in paragraph 99, and on that basis deny
15 them.

16 100. Defendants lack knowledge or information sufficient to form a belief
17 about the truth or falsity of the allegations of paragraph 100, and on that basis deny
18 them.

19 101. Defendants lack knowledge or information sufficient to form a belief
20 about the truth or falsity of the allegations of paragraph 101, and on that basis deny
21 them.

22 102. Defendants lack knowledge or information sufficient to form a belief
23 about the truth or falsity of the allegations of paragraph 102, and on that basis deny
24 them.

25 103. Denied.

26 104. Denied.

1 105. Defendants lack knowledge or information sufficient to form a belief
2 about the truth or falsity of the allegations of paragraph 105, and on that basis deny
3 them.

4 106. Defendants lack knowledge or information sufficient to form a belief
5 about the truth or falsity of the allegations of paragraph 106, and on that basis deny
6 them.

7 107. Defendants lack knowledge or information sufficient to form a belief
8 about the truth or falsity of the allegations of paragraph 107, and on that basis deny
9 them.

10 108. Defendants lack knowledge or information sufficient to form a belief
11 about the truth or falsity of the allegations of paragraph 108, and on that basis deny
12 them.

13 109. Defendants admit that Mahoney applied to DGSOM in 2023 and
14 received an invitation to submit a secondary application. Defendants deny that
15 Mahoney paid a fee to DGSOM related to either the primary application or the
16 PREview Exam. Defendants otherwise lack knowledge or information sufficient to
17 form a belief about the truth or falsity of the remaining allegations of paragraph 109,
18 and on that basis deny them.

19 110. Defendants admit that Mahoney did not receive an invitation to
20 complete an interview from DGSOM. Defendants lack knowledge or information
21 sufficient to form a belief about the truth or falsity of the allegations of paragraph
22 110, and on that basis deny them.

23 111. Defendants lack knowledge or information sufficient to form a belief
24 about the truth or falsity of the allegations of paragraph 111, and on that basis deny
25 them.

26 112. Defendants deny the allegations in the first sentence of paragraph 112.
27 Defendants lack knowledge or information sufficient to form a belief about the truth
28

1 or falsity of the allegations in the second sentence of paragraph 112, and on that basis
2 deny them.

3 113. Defendants admit that Mahoney submitted an application to DGSOM
4 in the current admissions cycle, and that DGSOM has not yet informed her of a
5 decision on that application. Defendants lack knowledge or information sufficient
6 to form a belief about the truth or falsity of the allegations of paragraph 113, and on
7 that basis deny them.

8 114. Defendants lack knowledge or information sufficient to form a belief
9 about the truth or falsity of the allegations of paragraph 114, and on that basis deny
10 them.

11 115. Defendants lack knowledge or information sufficient to form a belief
12 about the truth or falsity of the allegations of paragraph 115 of the Complaint, and
13 on that basis deny them.

14 116. Paragraph 116 states conclusions of law and Plaintiffs' characterization
15 of their claims, to which no response is necessary. To the extent a response is
16 required, Defendants deny the allegations of paragraph 116.

17 117. Paragraph 117 states conclusions of law and Plaintiffs' characterization
18 of their claims, to which no response is necessary. To the extent a response is
19 required, Defendants deny the allegations of paragraph 117.

20 118. Paragraph 118 states conclusions of law and Plaintiffs' characterization
21 of their claims, to which no response is necessary. To the extent a response is
22 required, Defendants deny the allegations of paragraph 118.

23 119. Paragraph 119 states conclusions of law and Plaintiffs' characterization
24 of their claims, to which no response is necessary. To the extent a response is
25 required, Defendants deny the allegations of paragraph 119.

1 120. Paragraph 120 states conclusions of law and Plaintiffs' characterization
2 of their claims, to which no response is necessary. To the extent a response is
3 required, Defendants deny the allegations of paragraph 120.

4 121. Paragraph 121 states conclusions of law and Plaintiffs' characterization
5 of their claims, to which no response is necessary. To the extent that a response is
6 required, Defendants deny the allegations in paragraph 121.

7 122. Paragraph 122 states conclusions of law and Plaintiffs' characterization
8 of their claims, to which no response is necessary. To the extent that a response is
9 required, Defendants deny the allegations in paragraph 122.

10 123. Paragraph 123 states conclusions of law and Plaintiffs' characterization
11 of their claims, to which no response is necessary. To the extent a response is
12 required, Defendants deny the allegations of paragraph 123.

13 124. Paragraph 124 states conclusions of law and Plaintiffs' characterization
14 of their claims, to which no response is necessary. To the extent a response is
15 required, Defendants deny the allegations of paragraph 124.

16 125. Paragraph 125 states conclusions of law and Plaintiffs' characterization
17 of their claims, to which no response is necessary. To the extent a response is
18 required, Defendants deny the allegations of paragraph 125.

19 126. Paragraph 126 states conclusions of law and Plaintiffs' characterization
20 of their claims, to which no response is necessary. To the extent that a response is
21 required, the Defendants deny the allegations in paragraph 126.

22 127. Paragraph 127 states conclusions of law and Plaintiffs' characterization
23 of their claims, to which no response is necessary. To the extent that a response is
24 required, Defendants deny the allegations in paragraph 127.

25 128. Paragraph 128 states conclusions of law and Plaintiffs' characterization
26 of their claims, to which no response is necessary. To the extent that a response is
27 required, Defendants deny the allegations in paragraph 128.

28

1 129. Defendants incorporate by reference their responses to Plaintiffs’
2 allegations in the preceding paragraphs of the Complaint as if fully set forth herein.

3
4 130. Paragraph 130 states conclusions of law and Plaintiffs’ characterization
5 of their claims, to which no response is necessary. To the extent a response is
6 required, Defendants deny the allegations of paragraph 130.

7 131. Paragraph 131 states conclusions of law and Plaintiffs’ characterization
8 of their claims, to which no response is necessary. To the extent that a response is
9 required, Defendants deny the allegations in paragraph 131.

10 132. Paragraph 132 states conclusions of law and Plaintiffs’ characterization
11 of their claims, to which no response is necessary. To the extent a response is
12 required, Defendants deny the allegations of paragraph 132.

13 133. Paragraph 133 states conclusions of law and Plaintiffs’ characterization
14 of their claims, to which no response is necessary. To the extent a response is
15 required, Defendants deny the allegations of paragraph 133.

16 134. Denied.

17 135. Denied.

18 136. Denied.

19 137. Defendants deny the allegations in the first sentence of paragraph 137.
20 The allegations in the second sentence of paragraph 137 state conclusions of law and
21 Plaintiffs’ characterization of their claims, to which no response is necessary. To
22 the extent that a response is required, Defendants deny the allegations in the second
23 sentence of paragraph 137.

24 138. Defendants deny the allegations in the first sentence of paragraph 138.
25 The remaining allegations in paragraph 138 state conclusions of law and Plaintiffs’
26 characterization of their claims, to which no response is necessary. To the extent
27 that a response is required, Defendants deny the allegations in paragraph 138.

1 139. Paragraph 139 states conclusions of law and Plaintiffs' characterization
2 of their claims, to which no response is necessary. To the extent that a response is
3 required, Defendants deny the allegations of paragraph 139.

4 140. Paragraph 140 states conclusions of law and Plaintiffs' characterization
5 of their claims, to which no response is necessary. To the extent that a response is
6 required, Defendants deny the allegations in paragraph 140.

7 141. Paragraph 141 states conclusions of law and Plaintiffs' characterization
8 of their claims, to which no response is necessary. To the extent that a response is
9 required, Defendants deny the allegations in paragraph 141.

10 142. Paragraph 142 states conclusions of law and Plaintiffs' characterization
11 of their claims, to which no response is necessary. To the extent that a response is
12 required, Defendants deny the allegations in paragraph 142.

13 143. Paragraph 143 states conclusions of law and Plaintiffs' characterization
14 of their claims, to which no response is necessary. To the extent that a response is
15 required, Defendants deny the allegations in paragraph 143.

16 144. Defendants deny the allegations in the first and second sentences of
17 paragraph 144. The remaining allegations in paragraph 144 state conclusions of law
18 and Plaintiffs' characterization of their claims, to which no response is necessary.
19 To the extent that a response is required, Defendants deny the allegations in
20 paragraph 144.

21 145. Denied.

22 146. Paragraph 146 states conclusions of law and Plaintiffs' characterization
23 of their claims, to which no response is necessary. To the extent that a response is
24 required, Defendants deny the allegations in paragraph 146.

25 147. Paragraph 147 states conclusions of law and Plaintiffs' characterization
26 of their claims, to which no response is necessary. To the extent that a response is
27 required, Defendants deny the allegations in paragraph 147.

1 148. Paragraph 148 states conclusions of law and Plaintiffs' characterization
2 of their claims, to which no response is necessary. To the extent that a response is
3 required, Defendants deny the allegations in paragraph 148.

4 149. Paragraph 149 states conclusions of law and Plaintiffs' characterization
5 of their claims, to which no response is necessary. To the extent that a response is
6 required, Defendants deny the allegations in paragraph 149.

7 150. Denied.

8 151. Paragraph 151 states conclusions of law and Plaintiffs' characterization
9 of their claims, to which no response is necessary. To the extent that a response is
10 required, Defendants deny the allegations in paragraph 151.

11 152. Denied.

12 153. Defendants incorporate by reference their responses to Plaintiffs'
13 allegations in the preceding paragraphs of the Complaint as if fully set forth herein.

14 154. Paragraph 154 states conclusions of law and Plaintiffs' characterization
15 of their claims, to which no response is necessary. To the extent that a response is
16 required, Defendants deny the allegations of paragraph 154.

17 155. Paragraph 155 states conclusions of law and Plaintiffs' characterization
18 of their claims, to which no response is necessary. To the extent that a response is
19 required, Defendants deny the remaining allegations of paragraph 155.

20 156. Paragraph 156 states conclusions of law and Plaintiffs' characterization
21 of their claims, to which no response is necessary. To the extent that a response is
22 required, Defendants deny the allegations of paragraph 156.

23 157. Paragraph 157 states conclusions of law and Plaintiffs' characterization
24 of their claims, to which no response is necessary. To the extent that a response is
25 required, Defendants deny the allegations of paragraph 157.

26 158. Denied.
27
28

1 159. Paragraph 159 states conclusions of law and Plaintiffs' characterization
2 of their claims, to which no response is necessary. To the extent that a response is
3 required, Defendants deny the allegations in paragraph 159.

4 160. Denied.

5 161. Defendants incorporate by reference their responses to Plaintiffs'
6 allegations in the preceding paragraphs of the Complaint as if fully set forth herein.

7 162. Paragraph 162 states conclusions of law and Plaintiffs' characterization
8 of their claims, to which no response is necessary. To the extent that a response is
9 required, Defendants deny the allegations of paragraph 162.

10 163. Paragraph 163 states conclusions of law and Plaintiffs' characterization
11 of their claims, to which no response is necessary. To the extent that a response is
12 required, Defendants deny the allegations of paragraph 163.

13 164. Paragraph 164 states conclusions of law and Plaintiffs' characterization
14 of their claims, to which no response is necessary. To the extent that a response is
15 required, Defendants deny the allegations of paragraph 164.

16 165. Paragraph 165 states conclusions of law and Plaintiffs' characterization
17 of their claims, to which no response is necessary. To the extent that a response is
18 required, Defendants deny the allegations in paragraph 165.

19 166. Denied.

20 167. Denied.

21 168. Denied.

22 **RELIEF SOUGHT**

23 Defendants deny that Plaintiffs are entitled to any relief whatsoever.

24 Defendants pray for a judgment as follows:

- 25 1. That Plaintiffs take nothing against Defendants;
26 2. That judgment be entered against Plaintiffs in favor of Defendants;
27
28

- 1 3. That Defendants be awarded the costs of suit, including attorneys' fees
2 incurred herein; and
3 4. That this Court award Defendants such other and further relief as it may
4 deem just and proper.

5 **DEMAND FOR JURY TRIAL**

6 Plaintiffs are not entitled to a jury trial on all issues.

7 **AFFIRMATIVE DEFENSES**

8 **First Affirmative Defense**

9 Plaintiffs lack standing.

10 **Second Affirmative Defense**

11 Plaintiffs fail to state a claim upon which relief can be granted.

12 **Third Affirmative Defense**

13 Plaintiffs' claims are barred by sovereign immunity under the Eleventh
14 Amendment.

15 **Fourth Affirmative Defense**

16 Plaintiffs' claims are barred by qualified immunity under Section 1983.

17 **Fifth Affirmative Defense**

18 Plaintiffs seek remedies beyond the allowable scope of recovery.

19 **Sixth Affirmative Defense**

20 Plaintiffs may not recover punitive damages because Defendants were not
21 motivated by evil motive or intent and did not act with reckless or callous
22 indifference to Plaintiffs' rights.

23 **Seventh Affirmative Defense**

24 Plaintiffs fail to allege irreparable harm or any other basis upon which
25 injunctive relief would be available.

26 **Reservation of Rights**

27 Defendants have not knowingly or intentionally waived any applicable
28

1 affirmative or other defenses and reserve the right to assert and rely on such other
2 affirmative defenses as may later become available or apparent. Defendants further
3 reserve the right to amend their answer and/or defenses accordingly and/or to
4 withdraw defenses that they determine are not applicable during the course of
5 subsequent discovery.

6
7 DATED: January 30, 2026

Respectfully submitted,

8 /s/ Felicia H. Ellsworth

9 FELICIA H. ELLSWORTH
10 (admitted *pro hac vice*)

11 WILMER CUTLER PICKERING
12 HALE AND DORR LLP
13 60 State Street
14 Boston, MA 02109
15 Telephone: 617-526-6000
16 felicia.ellsworth@wilmerhale.com

17 Debo Adegbile (admitted *pro hac*
18 *vice*)
19 debo.adegbile@wilmerhale.com
20 Michael S. Crafts (admitted *pro hac*
21 *vice*)
22 michael.crafts@wilmerhale.com

23 7 World Trade Center
24 250 Greenwich Street
25 New York, NY 10007
26 Telephone: 212-295-8800

27 Joshua A. Vittor (CA Bar No.
28 326221)
joshua.vittor@wilmerhale.com
350 South Grand Avenue
Suite 2400
Los Angeles, CA 90071
Telephone: 213-443-5300

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

Attorneys for Defendants