

**UNITED STATES OF AMERICA  
FEDERAL TRADE COMMISSION**

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<b>In the Matter of</b>	)	
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<b>Chicago Bridge &amp; Iron Company, N.V.,</b>	)	
<b>    a foreign corporation,</b>	)	
	)	
<b>Chicago Bridge &amp; Iron Company,</b>	)	<b>Docket No. 9300</b>
<b>    a corporation,</b>	)	
	)	
<b>and</b>	)	
	)	
<b>Pitt-Des Moines, Inc.,</b>	)	
<b>    a corporation.</b>	)	
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**NOTICE OF APPEARANCE**

Pursuant to Section 4.1 of the Commission's Rules of Practice, please enter the appearance of Jeffrey S. Spigel and Kathryn E. Walsh as counsel on behalf of third party Project Technical Liaison Associates, Inc., in the above-captioned matter.

Dated: November 12, 2002

Respectfully submitted,

KING & SPALDING  
Attorneys for Project Technical Liason  
Associates, Inc.  
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Telephone: (202) 737-0500  
Facsimile: (202) 626-3737

By: \_\_\_\_\_  
Kathryn E. Walsh  
Jeffrey S. Spigel

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**THIRD PARTY PROJECT TECHNICAL LIAISON ASSOCIATES, INC.’S  
UNOPPOSED MOTION FOR *IN CAMERA* TREATMENT OF  
DESIGNATED DEPOSITION TESTIMONY**

Project Technical Liaison Associates, Inc. (“PTLA”) moves for *in camera* treatment of designated portions of the deposition testimony given by Patricia A. Outtrim on June 4, 2002. The portions for which *in camera* treatment is sought are identified in the accompanying memorandum and in Exhibit 1. The designated portions include confidential client information and proprietary business information.

The facts and authorities in support of this unopposed motion are set forth in the accompanying memorandum and exhibits, including Ms. Outtrim’s declaration.

Dated: November 12, 2002

Respectfully submitted,

KING & SPALDING  
Attorneys for Project Technical Liaison  
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1730 Pennsylvania Avenue, NW  
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Pitt-Des Moines, Inc.,	)	
a corporation.	)	
	)	

**THIRD PARTY PROJECT TECHNICAL LIAISON ASSOCIATES, INC.’S  
MEMORANDUM IN SUPPORT OF ITS UNOPPOSED MOTION  
FOR *IN CAMERA* TREATMENT OF DESIGNATED DEPOSITION TESTIMONY**

Pursuant to Rule 3.45 of the Federal Trade Commission’s Rules of Practice, third party Project Technical Liaison Associates, Inc. (“PTLA”) hereby submits this Memorandum in Support of its Motion for *In Camera* Treatment of Designated Deposition Testimony and the accompanying materials in support thereof.

**I. INTRODUCTION**

Patricia A. Outtrim provided deposition testimony in this case on June 4, 2002. During that deposition, Ms. Outtrim made many statements that are protected by confidentiality agreements with clients and potential clients. As a result, the deposition was marked “Restricted Confidential Attorneys Eyes Only” pursuant to this Court’s protective order governing discovery material. The parties intend to use portions of Ms. Outtrim’s deposition testimony at trial. Ms.

Outtrim desires to protect certain portions of her deposition testimony from being used at trial in order to preserve the confidentiality agreements between PTLA and her clients.

On October 15, 2002, PTLA filed a motion with this Court requesting *in camera* treatment of the designated portions of her deposition testimony. On November 1, 2002, this Court found PTLA's motion deficient and dismissed it without prejudice. This Court gave PTLA until November 12, 2002, to file an amended motion requesting *in camera* treatment.

Thus, PTLA respectfully requests that the designated portions of Ms. Outtrim's deposition specified in Exhibit 1 be afforded *in camera* treatment. The designated portions of the deposition contain confidential client information and proprietary business information. The sensitive and proprietary nature of the information discussed in the deposition is described below as well as in the accompanying declaration of Patricia A. Outtrim, the President of PTLA.

## **II. STANDARD FOR IN CAMERA TREATMENT**

Under Commission Rule 3.45(b), materials merit *in camera* treatment when "public disclosure will likely result in a clearly defined, serious injury to the ...corporation requesting their *in camera* treatment." 16 C.F.R. § 3.45(b). An applicant faces "serious injury" when the "information in question is secret and material to the applicant's business..." *In the Matter of Bristol-Meyers Co.*, 90 F.T.C. 455, 456 (1977). In order to determine whether the information is secret and material to the applicant's business, the Commission looks to the following six factors: (1) the extent to which the information is known outside the business; (2) the extent to which it is known by employees and other involved in the business; (3) the extent of measures taken to guard the secrecy of the information; (4) the value of the information to the applicant and its competitors; (5) the amount of effort or money expended in developing the information;

and (6) the ease or difficulty with which the information could be properly acquired or duplicated by others. *Id.*

Third party requests for *in camera* treatment are entitled to “special solicitude.” *In re Kaiser Aluminum & Chemical Corp.*, 1984 F.T.C. LEXIS 60 at \*2 (“As a policy matter, extensions of confidential or *in camera* treatment in appropriate cases involving third party bystanders encourages cooperation with future adjudicative discovery requests.”) As discussed below, the designated portions of Ms. Outtrim’s deposition testimony meet the above standards and should be afforded *in camera* treatment.

### **III. THE DESIGNATED PORTIONS OF THE DEPOSITION WARRANT IN CAMERA TREATMENT**

The portions of the deposition specified in Exhibit 1 contain two categories of information that merit *in camera* treatment: confidential client information gathered by PTLA in the course of its consulting work, and proprietary business information about PTLA itself.

Several of the deposition’s designated portions discuss non-public information about current and potential clients. PTLA gathers information of this type in its role as a consultant, and it is crucial that PTLA protect this information from public dissemination. First, this information is protected under confidentiality agreements between Ms. Outtrim and these clients. In addition, public dissemination of these portions of the deposition would result in members of the industry having access to competitively sensitive, non-public information.

The designated portions of the deposition also refer to proprietary information concerning PTLA. PTLA, a non-public company, considers the information contained in the designated portions of the deposition proprietary. As a result, the dissemination of this information would result in damage to PTLA.

#### **IV. CONCLUSION**

For the reasons set forth herein, PTLA respectfully requests that of the designated portions of Patricia A. Outtrim's June 4, 2002, deposition testimony be granted *in camera* treatment indefinitely. When information that will remain competitively sensitive is at stake, the length of *in camera* treatment can be increased beyond the standard three-year period. *See, e.g., In re DuPoint de Nemours & Co.*, 2000 F.T.C. LEXIS 177; *Kaiser Aluminum*, 1984 F.T.C. LEXIS at 533. The designated portions of the Ms. Outtrim's deposition will remain sensitive for an indefinite period. The designated deposition testimony relates to current and future business practices of PTLA as a consultant in the NGL industry. Based on this continuing presence in the industry, the information contained within the designated portions of the deposition will remain highly confidential for the foreseeable future.

In the alternative, PTLA respectfully requests *in camera* treatment of the designated portions of Patricia A. Outtrim's June 4, 2002, deposition testimony for five years.

Dated: November 12, 2002

Respectfully submitted,

KING & SPALDING  
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**DECLARATION OF PATRICIA A. OUTTRIM IN SUPPORT OF THIRD PARTY  
PROJECT TECHNICAL LIAISON ASSOCIATES, INC.'S UNOPPOSED MOTION  
FOR *IN CAMERA* TREATMENT OF DESIGNATED DEPOSITION TESTIMONY**


PATRICIA A. OUTTRIM declares as follows:

1. I am the President of Project Technical Liaison Associates, Inc. ("PTLA").
2. Based on my personal knowledge I submit this declaration in support of PTLA's motion for *in camera* treatment of specific portions of a deposition given by me on June 4, 2002. The specific portions for which *in camera* treatment is sought are designated in Exhibit 1.

3. *In camera* treatment for the specified portions of the June 4, 2002, deposition is imperative. The designated portions of the deposition contain confidential client information and proprietary information of PTLA, a non-public company. Disclosure of these portions of the deposition give competitors in the industry access to competitively sensitive non-public information and would result in substantial harm to PTLA.

Pursuant to 28 U.S.C. 1746, I declare under penalty of perjury that the foregoing in true and correct.

Executed on 11/11/02 in Spring, TX

  
Patricia A. Outtrim