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**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF ALASKA**

**CRUISE LINES INTERNATIONAL  
ASSOCIATION ALASKA, and CRUISE  
LINES INTERNATIONAL  
ASSOCIATION,**

Plaintiffs,

v.

**THE CITY AND BOROUGH OF JUNEAU,  
ALASKA, a municipal corporation, RORIE  
WATT, in his official capacity as City  
Manager,**

Defendants.

Case No.: 1:16-cv-00008-HRH

**AFFIDAVIT OF MEGAN J. COSTELLO IN SUPPORT OF THE CITY AND  
BOROUGH OF JUNEAU AND RORIE WATT'S REPLY IN SUPPORT CROSS-  
MOTION FOR SUMMARY JUDGMENT AND OPPOSITION TO PLAINTIFFS'  
MOTION TO STRIKE AFFIDAVIT OF MEGAN J. COSTELLO**

STATE OF ALASKA                    )  
  )ss:  
FIRST JUDICIAL DISTRICT        )

I, Megan J. Costello, being first duly sworn, states as follows:

1. I am an Associate Attorney and the Office Manager at Hoffman & Blasco, LLC, in

Juneau, Alaska. Our firm was retained to represent The City and Borough of Juneau and Rorie Watt (collectively "CBJ") in the above captioned case.

2. I am over the age of twenty-one, and if called upon as a witness, I could and would testify competently under oath as to the contents of this affidavit.
3. I have personal knowledge of the information and statements contained in this affidavit, which is submitted in connection with The City and Borough of Juneau and Rorie Watt's Reply in Support of Cross-Motion for Summary Judgment and Opposition to Plaintiffs' Motion to Strike Affidavit of Megan J. Costello.
5. On or about December 12, 2016, August 14, 2017, September 15, 2017, and September 22, 2017, CBJ transmitted documents in Discovery as Initial and Supplemental Disclosures and/or responsive to CLIA's Requests for Production. CBJ disclosed over 240,000 pages in total to CLIA. Those productions included the following documents filed in support of CBJ's filings with CBJ bates stamp numbers:

Disclosed on September 15, 2017:

- Exhibit MH Habeger e-mail, May 26, 2009; CBJ080831-CBJ080832

Disclosed to CLIA on December 12, 2016:

- Exhibit MM CBJ Ordinance 2-14-01 for bond indebtedness to be paid by Port Development Fee revenues; CBJClerks00035-00057.

10. As set forth more fully in CBJ's Motion to Take Judicial Notice, filed concurrently, CBJ is also requesting the Court take judicial notice of certain exhibits found online. These exhibits: MB, MC, MD, ME, MF, MG, MI, MJ, MK, ML and MN are

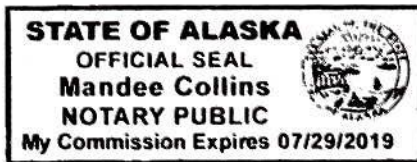
documents available publicly online. The websites where these exhibits were accessed is listed in the Motion to Take Judicial Notice and the Index of Exhibits, to enable the Court to access the websites and confirm the accuracy of the content.

Dated: May 1, 2018



Megan J. Costello

SUBSCRIBED AND SWORN before me this 1 day of May, 2018.



Notary Public State of Alaska

My commission expires: 07/29/2019

**CERTIFICATE OF SERVICE**

The undersigned certifies that on May 1, 2018 a true and correct copy of the foregoing **AFFIDAVIT OF MEGAN J. COSTELLO IN SUPPORT OF THE CITY AND BOROUGH OF JUNEAU AND RORIE WATT'S REPLY IN SUPPORT CROSS-MOTION FOR SUMMARY JUDGMENT AND OPPOSITION TO PLAINTIFFS' MOTION TO STRIKE AFFIDAVIT OF MEGAN J. COSTELLO** was served on the following parties of record via ECF:

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/s/ Robert P. Blasco  
Robert P. Blasco