

C. Jonathan Benner (*pro hac vice*)
Kathleen E. Kraft (*pro hac vice*)
Thompson Coburn LLP
1909 K Street, N.W., Suite 600
Washington, D.C. 20006-1167
Phone: 202-585-6900
Fax: 202-585-6969
Email: jbenner@thompsoncoburn.com
kkraft@thompsoncoburn.com

Herbert H. Ray, Jr. (Alaska Bar No. 8811201)
Keesal, Young & Logan
1029 West Third Avenue, Suite 650
Anchorage, AK 99501-1954
Phone: 907-279-9696
Fax: 907-279-4239
E-mail: bert.ray@kyl.com
Attorneys for Plaintiffs

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

CRUISE LINES INTERNATIONAL
ASSOCIATION, et al.,

Plaintiffs,

v.

THE CITY AND BOROUGH OF JUNEAU,
ALASKA, et al.,

Defendants.

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

**PLAINTIFFS' INITIAL
DISCLOSURES**

Pursuant to Fed. R. Civ. P. 26(a)(1) and by agreement of the parties as reflected in the Joint Report of Rule 26(f) Planning Meeting (ECF No. 43; Dec. 8, 2016), Plaintiffs Cruise Lines International Association ("CLIA Global") and Cruise Lines International Association Alaska ("CLIA Alaska" and together with CLIA Global, "CLIA"), by and through undersigned counsel, submit these initial disclosures.

Exhibit KU
Page 1 of 13

All persons, documents, and information identified are subject to (i) full preservation of attorney-client privilege and work product protection and (ii) full reservation of rights regarding limitations on the nature, scope, and extent of this case and the entitlement of Defendants to any information. Notwithstanding any disclosure below, CLIA reserves all such rights, privileges, protections, and other defenses to or limitations on disclosure of information.

CLIA reserves the right to supplement and amend these Initial Disclosures.

1. The name, and if known the address and telephone number, of individuals likely to have discoverable information, along with the subjects of that information, that CLIA may use to support its claims:

A. CLIA Global and CLIA Alaska¹

**John Binkley
President, CLIA Alaska
c/o Undersigned Counsel**

Mr. Binkley is likely to have information relating to CLIA's legal challenges to the Marine Passenger Fee and Port Development Fees ("Entry Fees") imposed by the City and Borough of Juneau ("CBJ") and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA Alaska's communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.

**Lalanya Downs
Director, Public Affairs & Administration, CLIA Alaska
c/o Undersigned Counsel**

Ms. Downs is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry

¹ As has been communicated to Defendants' counsel, CLIA Alaska will be dissolved as a corporation under Alaska law effective January 1, 2017. CLIA Global is the successor in interest to CLIA Alaska.

Fees, CLIA Alaska's communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.

Mike Tibbles
Director, Government Affairs, CLIA Alaska
c/o Undersigned Counsel

Mr. Tibbles is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA Alaska's communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.

Michael McGarry
Senior Vice President, Public Affairs & Government Relations, CLIA Global
c/o Undersigned Counsel

Mr. McGarry is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees and CBJ's use of Fee monies.

Bud Darr
Senior Vice President, Technical and Regulatory Affairs, CLIA Global
c/o Undersigned Counsel

Mr. Darr is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees and CBJ's use of Fee monies.

B. Defendants and persons associated with Defendants

Rorie Watt
City Manager, CBJ

Mr. Watt is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and

communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Mila Cosgrove
Deputy City Manager, CBJ

Ms. Cosgrove is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Bob Bartholomew
Finance Director, CBJ

Mr. Bartholomew is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Amy Mead
Attorney, CBJ

Ms. Mead is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

**Ken Koelsch
Mayor, CBJ**

Mr. Koelsch is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

**Carl Uchytel
Port Director, CBJ**

Mr. Uchytel is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, the effect thereof on CLIA's members, port fees, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

**Kim Kiefer
Former City Manager, CBJ**

Ms. Kiefer is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Rod Swope
Former City Manager, CBJ

Mr. Swope is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Bruce Bothelo
Former Mayor & State Attorney General, CBJ

Mr. Bothelo is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

John Corso
Former Attorney, CBJ

Mr. Corso is likely to have information relating to CBJ's Entry Fees, communications between CLIA or their members and CBJ relating to Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Kevin Jardell
CBJ Lobbyist

Mr. Jardell is likely to have information relating to CBJ's Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and internal communications,

communications with CBJ, and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

CBJ's Legislative Auditor

CBJ's Legislative Auditor is likely to have information relating to CBJ's Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and internal communications, communications with CBJ, and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Members and former members of the CBJ Assembly

Members and former members of the CBJ Assembly are likely to have information relating to CBJ's Entry Fees, CBJ's use of Fee monies, revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

Current and former directors and employees of CBJ, CBJ departments, and CBJ enterprise operations, including but not limited to Docks and Harbors, Juneau Police Department, Capital City Fire & Rescue, Bartlett Regional Hospital, Juneau International Airport, Parks and Recreation, Public Works (including Capital Transit), Community Development, Juneau Convention and Visitors Bureau, and City Manager's Office

Current and former directors and employees of CBJ and the aforementioned CBJ departments and enterprise operations are likely to have information relating to CBJ's Entry Fees, CBJ's use of Fee monies, impact of revenues associated with the cruise industry, and CBJ internal communications and communications with third parties relating to Entry Fees and other revenues associated with the cruise industry.

C. Third Parties

Paul Goodwin
CLIA Alaska Board Chairman
c/o Undersigned Counsel²

Mr. Goodwin is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA's and certain of their members' communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on certain of CLIA's members.

Charlie Ball
CLIA Alaska Board Vice Chairman
c/o Undersigned Counsel³

Mr. Ball is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA's and certain of their members' communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on certain of CLIA's members.

Eleni Kalisch
CLIA Alaska Board Member
c/o Undersigned Counsel⁴

Ms. Kalisch is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry

² Mr. Goodwin is Executive Vice President, Onboard Revenue, Port & Shore Operations for Holland America Group. The contact designation of undersigned counsel for Mr. Goodwin refers to his role as the CLIA Alaska Board Chairman only.

³ Mr. Ball is Executive Vice President, Land Operations & Customer Service for Holland America Group. The contact designation of undersigned counsel for Mr. Ball refers to his role as the CLIA Alaska Board Vice Chairman only.

⁴ Ms. Kalisch is Vice President, Government Relations for Royal Caribbean International/Celebrity. The contact designation of undersigned counsel for Ms. Kalisch refers to her role as a CLIA Alaska Board member only.

Fees, CLIA's and certain of their members' communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on certain of CLIA's members.

Russell Daya
CLIA Alaska Board Member
c/o Undersigned Counsel⁵

Mr. Daya is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA's and certain of their members' communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on certain of CLIA's members.

Members of CLIA Global's Government Affairs Advisory Committee
Members of CLIA Global's Executive Committee
Members of CLIA Global's Board of Directors
c/o Undersigned Counsel⁶

Members of CLIA Global's Government Affairs Advisory Committee, Executive Committee, and Board of Directors are likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees and CBJ's use of Fee monies.

⁵ Mr. Daya is Executive Director, Global Port Operations, Development & Itinerary Planning for Disney Cruise Line. The contact designation of undersigned counsel for Mr. Daya refers to his role as a CLIA Alaska Board member only.

⁶ The contact designation of undersigned counsel for these individuals applies to their roles as CLIA Global board and/or committee members only.

**CLIA Alaska and CLIA Global board members and former board members
c/o Undersigned Counsel⁷**

CLIA Alaska and CLIA Global board members and former board members may have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees and CBJ's use of Fee monies.

**Tom Dow
Vice President, Public Affairs, Carnival Corporation
c/o Independent Counsel**

Mr. Dow is likely to have information relating to CLIA's legal challenges to Entry Fees imposed by CBJ and the factual basis for the same, including but not limited to CBJ's Entry Fees, CLIA's and certain of their members' communications with CBJ relating to Entry Fees, CBJ's use of Fee monies, and effects thereof on certain of CLIA's members.

**Kirby Day
Manager, Port Operations, Holland America Group
c/o Independent Counsel**

Mr. Day is likely to have information relating to the Entry Fees imposed by CBJ, the history of Entry Fees and other fees imposed by CBJ and their use by CBJ, and communications with CBJ regarding the use of Fee monies.

D. Other

The following additional categories of persons are responsive to Fed. R. Civ. P. 26(a)(1)(A)(i) relating to matters alleged in the complaint and answer in this case:

- i. Expert witnesses designated by any party.
- ii. All witnesses designated by any party as a Rule 30(b)(6) witness.
- iii. All individuals or entities served by any party with a subpoena.

⁷ The contact designation of undersigned counsel for these individuals applies to their roles as CLIA Global and/or CLIA Alaska board members only.

- iv. All individuals or entities noticed for deposition and/or deposed.
- v. All individuals or entities referred to in any document produced by any party or third-person.
- vi. Necessary foundational witnesses, including but not limited to custodians of records.
- vii. All individuals or categories of individuals identified by any party in this action in interrogatory answers, disclosure statements, or otherwise identified in discovery.

2. A description by category and location of documents, electronically stored information, and tangible things that CLIA has in its possession, custody, or control and may use to support its claims:

The following categories of documents may fall within the scope of Rule 26(a)(1)(A)(ii). The documents are in the possession of CLIA. Those CLIA documents that are subject to confidentiality agreements or otherwise contain confidential business or trade information will be produced after the entry of an appropriate protective order.

1. CLIA's communications with CBJ relating to CBJ's Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.
2. CLIA's internal communications relating to CBJ's Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.
3. CLIA's communications with third persons relating to CBJ's Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.
4. Documents relating to CBJ's Entry Fees, CBJ's use of Fee monies, and effects thereof on CLIA's members.

CLIA's descriptions of documents above are subject to all privileges and protections from disclosure, including any privacy rights and privileges that nonparties may have or assert.

CLIA's descriptions do not constitute representations that CLIA will use or disclose any privileged or protected documents. CLIA reserves all privileges and protections from disclosure.

3. A computation of each category of damages claimed by CLIA:

CLIA requests monetary relief in the form of its costs and attorneys' fees. CLIA's attorney's fees and costs were approximately \$410,000 as of December 12, 2016. CLIA expects that its costs and attorneys' fees will continue to increase as the litigation continues. CLIA reserves the right to amend and supplement this disclosure.

4. Insurance agreements under which an insurance business may be liable to satisfy all or part of a possible judgment in the action or to indemnify or reimburse for payments made to satisfy the judgment:

CLIA is not aware of any insurance agreements that require disclosure under Fed. R. Civ. P. 26(a)(1)(A)(iv).

DATED: December 12, 2016

Respectfully submitted,

By: /s/ Kathleen E. Kraft
C. Jonathan Benner (*pro hac vice*)
Kathleen E. Kraft (*pro hac vice*)
Thompson Coburn LLP

Herbert H. Ray, Jr. (Alaska Bar No. 8811201)
Keesal, Young & Logan, LLC

*Attorney for Plaintiffs Cruise Line International
Association Alaska and Cruise Lines International
Association*