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**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

BENWORTH CAPITAL PARTNERS, LLC,

Petitioner,

v.

OTO ANALYTICS, LLC f/k/a OTO
ANALYTICS, INC. d/b/a WOMPLY,

Respondent.

Case No. 3:24-cv-4840

**PETITIONER'S ADMINISTRATIVE
MOTION TO CONSIDER WHETHER
ANOTHER PARTY'S MATERIAL
SHOULD BE SEALED**

N.D. Cal. L.R. 7-11 and 79-5

**PETITIONER'S ADMINISTRATIVE MOTION TO CONSIDER WHETHER
ANOTHER PARTY'S MATERIAL SHOULD BE SEALED**

TO THE COURT, THE PARTIES, AND ALL COUNSEL OF RECORD:

PLEASE TAKE NOTICE that Petitioner Benworth Capital Partners, LLC (“Benworth”) will and hereby does move the Court to consider whether Benworth’s Petition to Vacate Final Arbitration Award and accompanying Appendix, which contains certain material designated as “Confidential” or that otherwise disclose potentially confidential, proprietary, or private information, should be sealed. Benworth files this motion to comply with Civil Local Rules 7-11 and 79-5, as well as the Stipulated Protective Order entered in the underlying arbitration and the JAMS Comprehensive Arbitration Rules and Procedures, which governed the arbitration.

Material To Be Filed Under Seal

This is an action to vacate an arbitral award. The arbitration was governed by the JAMS Comprehensive Arbitration Rules and Procedures. JAMS Rule 26(a) provides that “JAMS and the Arbitrator shall maintain the confidential nature of the Arbitration proceeding and the Award, including the Hearing, except as necessary in connection with a judicial challenge to or enforcement of an Award, or unless otherwise required by law or judicial decision.” In addition, Paragraph 12.3 of the Stipulated Protective Order entered in the arbitration requires materials designated as “Confidential” (i.e., “Protected Material”) to be filed under seal. “Protected Material” includes information (regardless of how it is generated, stored or maintained) or tangible thing that contain trade secrets, proprietary business information, competitively sensitive information, personally sensitive or private information, or any other information, documents, or testimony not previously disclosed to the public. *See* Stipulated Protective Order, ¶¶ 2.2, 2.5, & 2.12.

In accordance with Civil Local Rule 79-5(f), Benworth submits this Administrative Motion because its Petition and accompanying Appendix contain certain information that Respondent Oto Analytics, LLC f/k/a Oto Analytics, Inc., d/b/a Womply (“Womply”) has claimed or may claim is confidential. Womply has the burden to justify its claims of confidentiality and to establish that the designated information is sealable. Civ. L.R. 79-5(f)(3) & (c)(1). In the interim, Benworth is provisionally submitting the following information under seal:

Document	Description	Page/Line Nos.
Petition	Petition to Vacate Final Arbitration Award	12:4-13; 12:26-27; 13:6-8; 13:12-21; 13:23-14:8; 14:9-14; 17:14-18:15; 18:27-19:8; 21:13-23:24; 29:7-11; 33:19-39:5; 42:18-19; 42:27-28; 44:19-21; 45:25-28; 47:4-5; 48:9-11; 49:6-11; 50:10-11; 53:17-54:5; 55:16-21; 59:10-11; 64:2-11; 64:15-18; 65:26-27; 66:6-7.
Appendix	<i>Oto Analytics, Inc. dba Worn ply vs. Benworth Capital Partners, LLC</i> Case No. 1210038203 Docket Sheet	App.5-22
Appendix	Letter to Arbitrator Brainerd Re Summary Disposition	App.80-121
Appendix	Letter from Jorge L. Piedra to Arbitrator Brainerd in response to replies from Claimant	App.122-261
Appendix	Order Re: Womply's Emergency Request to Disclose Protected Materials and Womply's Motion to Produce (Order No. 5)	App.262-65
Appendix	Joint Rule 20(A) Pre-Hearing Submission	App.266-302
Appendix	Letter from Jorge L. Piedra to Arbitrator Brainerd re: update on determination of SBA	App.303-04
Appendix	Letter Re: Disqualification of Arbitrator Brainerd	App.305-327
Appendix	Benworth Capital Partners, LLC's Pre-Hearing Brief	App.328-48
Appendix	Womply's Rule 20(B) Pre-Hearing Brief	App.349-96
Appendix	Arbitration Hearing Transcript Day 1	App.397-760
Appendix	Arbitration Hearing Transcript Day 2	App.761-1119
Appendix	Arbitration Hearing Transcript Day 3	App.1120-1410
Appendix	Arbitration Hearing Transcript Day 4	App.1411-1680
Appendix	Arbitration Hearing Transcript Day 5	App.1681-2025
Appendix	Arbitration Hearing Transcript Day 6	App.2026-2344
Appendix	Arbitration Hearing Transcript Day 7	App.2345-2571
Appendix	Respondent/Counter-Claimant Benworth Capital Partners, LLC's Post-Hearing Brief	App.2572-2615
Appendix	Womply's Post-Hearing Brief	App.2616-61

Document	Description	Page/Line Nos.
Appendix	Respondent/Counter-Claimant Benworth Capital Partners, LLC's Response to Womply's Post-Hearing Brief	App.2662-80
Appendix	Arbitration Hearing Transcript Closing Arguments	App.2681-2877
Appendix	Benworth's Motion to Stay	App.2878-84
Appendix	Benworth's Reply in Support of Motion to Stay	App.2885-93
Appendix	Order Re Benworth's Motion to Stay Order No. 7	App.2894
Appendix	Letter from A. Cheney to Arbitrator Brainerd Re Letter from the SBA	App.2895-98
Appendix	Letter from Dwayne A. Robinson to Arbitrator Brainerd re: Third SBA Extension	App.2899-2901
Appendix	Interim Award	App.2902-56
Appendix	Benworth's Motion for Reconsideration	App.2957-3037
Appendix	Benworth's Reply in Support of Motion for Reconsideration	App.3038-53
Appendix	Order Re Benworth's Motion for Reconsideration and Further Proceedings - Order No. 8	App.3054-61
Appendix	Benworth's Response to Womply's Motion for Benworth to Deposit Funds into an Escrow Account	App.3062-3111
Appendix	Final Award	App.3112-84
Appendix	Corrected Final Award	App.3185-3257
Appendix	2/14/2021 Email from T. Scammell to M. Roth re PPP Fast Lane (JX030)	App.3869-3914
Appendix	2/19/2021 Email from C. Capoccia to B. Navarro re Intro call: Womply and Benworth with attached Womply PPP Fast Lane with attachment (JX032)	App.3915-25
Appendix	2/25/2021 Email from Bernie Navarro to Cory Capoccia re Agreement with attachments with attachment (JX035)	App.3926-54
Appendix	3/18/2021 Email from Connie Spencer-Adams to Toya De La Cruz re: Applying through Womply (JX060)	App.3957-59
Appendix	4/15/2021 Email from Cory Capoccia to Bernie Navarro re Womply – Benworth countersigned agreement with attachment (JX123)	App.3974-88
Appendix	11/30/2022 T. Scammell Decl. (JX323)	App.3992-4000

Document	Description	Page/Line Nos.
Appendix	Video showing Womply PPP Application Process (JX337)	App.4001
Appendix	Video showing Womply PPP Fast Lane (JX338)	App.4002
Appendix	Womply Master Developer Agreement (JX339)	App.4003
Appendix	Womply technology platform borrower-facing screenshots (JX340)	App.4015-17
Appendix	Screenshot of PPP loan application page (JX345)	App.4018
Appendix	Screenshot of PPP loan application page (JX346)	App.4019
Appendix	Womply Disclaimer re: Tax Documents Qualification Issue (JX355)	App.4020
Appendix	Womply PPP Program - 03. Training - 3.06 Application Process (JX356)	App.4021
Appendix	12/8/2022 SBA Letter (JX374)	App.4022-23

None of the materials in the above chart have been designated as confidential by Benworth. Benworth takes no position as this time on whether any of these designated portions satisfy the requirements for sealing, and specifically reserves the right to challenge any designation under the Stipulated Protective Order as well as the propriety of sealing any of these materials under Civil Local Rule 79-5 and applicable law.

In compliance with Civil Local Rules 7-11 and 79-5, the following attachments accompany this motion:

1. The declaration in support of this Motion;
2. A proposed order that lists in the table format each document to be sealed;
3. Unredacted version of Benworth's Petition to Vacate Final Arbitration Award;
4. Unredacted versions of each Appendix item listed in the above chart.

Dated: August 7, 2024

Respectfully submitted,

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ATTESTATION PURSUANT TO CIVIL LOCAL RULE 5-1(i)(3)

I, Simon S. Grille, am the ECF User whose identification and password are being used to file this Petitioner's Administrative Motion to Consider Whether Another Party's Material Should be Sealed Pursuant to Civil L.R. 5-1(i)(3), I attest under penalty of perjury that concurrence in this filing has been obtained from counsel.

/s/ Simon S. Grille
Simon S. Grille