

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

ALICIA MARSHALL, DANIEL PRONSKY, PARIS TOWNSEND, NANCILEE HOLLAND, LEONA OWSLEY, KOLAWOLE AHMADOU, KIANA DERVIN, KRISTINA HENDERSON, DUSTIN INNIS, KELLY STALNAKER and JAMIE JONES, individually and on behalf of all others similarly situated,

Plaintiffs,

v.

PRESTAMOS CDFI, LLC, and
CHICANOS POR LA CAUSA, INC.,

Defendants.

Civil Action No. 5:21-cv-04337-JMG

PLAINTIFFS' PROPOSED JURISDICTIONAL DISCOVERY PLAN

Pursuant to the Court's Order filed March 30, 2023 (ECF No. 57, ¶¶ 2(b) and (c)), Plaintiffs Alicia Marshall, Daniel Pronsky, Paris Townsend, Nancilee Holland, Leona Owsley, Kolawole Ahmadou, Kiana Dervin, Kristina Henderson, Dustin Innis, Kelly Stalnaker and Jamie Jones (collectively, "Plaintiffs"), individually and on behalf of all others similarly situated, respectfully propose the following plan for limited jurisdictional discovery directed to defendants Prestamos CDFI, LLC ("Prestamos") and Chicanos Por La Causa, Inc. ("CPLC") (collectively "Defendants") on the issues of CPLC's relationship with Prestamos.

1. Plaintiffs propose that Defendants shall collectively respond to the following discovery tools:

- a. no more than thirty (30) requests for production of documents pursuant to Rule 34;

- b. no more than ten (10) interrogatories pursuant to Rule 33;
- c. no more than 25 requests for admission;
- d. one (1) deposition not to exceed seven (7) hours of questioning of Jose Martinez (“Martinez”), who simultaneously served as Executive Vice President of CPLC and President of Prestamos and signed the loan documents Plaintiffs entered into with Prestamos for their Paycheck Protection Program (“PPP”) loans;
- e. no more than five (5) depositions not to exceed three and one-half (3.5) hours of questioning to account for Defendants’ common board members identified in subparagraphs 3(g) and (h) below; and
- f. one (1) deposition of a corporate designee (or designees) of each Defendant under Rule 30(b)(6) who must testify about information known or reasonably know to the organization about the matters for examination.

2. None of the above-referenced discovery shall be counted against any discovery limits that may otherwise apply to Plaintiffs in this case.

3. The subject matter of such limited jurisdictional discovery is proposed to include specifically the following:

- a. whether Prestamos and CPLC maintain common bank accounts, brokerage accounts, clearing accounts, or other similar accounts at any financial institution in which they receive or deposit money, including regarding any PPP loan processing fees paid to Prestamos by the U.S. Small Business Administration (the “SBA”);

- b. the transfer of any PPP loan processing fees and other revenue or income including without limitation interest income that Prestamos received from PPP lending, between Prestamos and CPLC;
- c. the performance of business activities by one of Defendants for the benefit of the other;
- d. the performance of any aspect of PPP lending by CPLC or CPLC employees or directors, including without limitation CPLC's attempts to help Prestamos seek repayment of PPP loans plus interest, including as to PPP loans that were never funded;
- e. Defendants' compensation of Prestamos officers, directors, and employees, including the bank, brokerage, clearing or other accounts from which such compensation was paid;
- f. the identity and role of all of Defendants' employees who simultaneously rendered services to both Prestamos and CPLC at any time from September 1, 2020 to December 31, 2021, such as Martinez who simultaneously served as Executive Vice President of CPLC and President of Prestamos and signed the loan documents the parties entered into (ECF No. 42 at ECF p.86), and through which bank, brokerage, clearing or other account such employees were paid compensation;
- g. the role CPLC President and CEO David Adame ("Adame"), CPLC CFO Alicia Nunez ("Nunez"), and CPLC Executive Vice President Max Gonzales ("Gonzales") played in PPP lending and in directing any of

Prestamos's business activities or other affairs, as they were also the sole members of Prestamos's governing Board of Directors;

- h. the role CPLC Board Members Jose Antonio Habre ("Habre") and Dan Hernandez ("Hernandez") played in PPP lending and in directing any of Prestamos's business activities or other affairs, as they were simultaneously also members of Prestamos's Community Advisory Board and thereby also participated in the business activities and affairs of Prestamos;
- i. references in CPLC's own financial statements to "CPLC Prestamos" such as in CPLC's FY 2019-2020 Annual Report;
- j. references to "the Organization's" revenue from PPP loan lending such as in CPLC's Consolidated Financial Statements for the year ended June 30, 2021;
- k. references in Prestamos's website that "through its parent corporation," CPLC it "has administered a variety of lending programs since 1980";
- l. references on CPLC's website to "CPLC Prestamos CDFI," "CPLC Prestamos" and "CPLC PRESTAMOS LOAN PRODUCTS;"
- m. how as a domestic nonprofit organization organized under Arizona law CPLC's status as exempt from income tax was impacted by Prestamos's revenue from PPP lending;
- n. whether any Prestamos employees or directors had an office in or otherwise worked from or at CPLC's corporate headquarters, and whether

any CPLC employees or directors had an office in or otherwise worked from or at Prestamos's corporate headquarters;

- o. Prestamos's observation of corporate formalities such as whether it kept board agendas and minutes separate from CPLC and CPLC's observation of corporate formalities such as whether it kept board agendas and minutes separate from Prestamos;
- p. Prestamos's levels of capitalization;
- q. activities of each of Defendant's board of directors;
- r. details regarding the day-to-day business activities of Martinez, Adame, Nunez, Gonzales, Habre and Hernandez;
- s. Defendants' payment of dividends, interest or other revenue or income from or attributable to PPP lending;
- t. the presence or absence of formal corporate records, such as board minutes, board agendas, regarding the purported separate corporate structures of Prestamos and CPLC;
- u. Defendants' activities concerning PPP lending in Pennsylvania; and
- v. Defendants' answers and responses to written discovery requests and the information contained therein.

Plaintiffs may seek deposition testimony addressed to the foregoing and additional subject matter related to the Court's jurisdiction over CPLC as detailed herein.

4. Plaintiffs shall serve requests for production, requests for admission and interrogatories directed to personal jurisdiction on Defendants no later than fourteen (14) days after the Court's entry of an order adopting a jurisdictional discovery plan.

5. Defendants shall serve written responses to Plaintiffs' written discovery in accordance with the provisions of Rule 33.

6. Defendants shall produce documents and written responses in accordance with the provisions of Rule 34.

7. Defendants shall produce privilege logs no later than fourteen (14) days after making their document productions.

8. Electronically stored information ("ESI") shall be produced as TIF images or PDFs, or if necessary to be reasonably understood, in their native formats. Any digital text contained in the original ESI shall be produced with the TIF images or included in the PDFs. Color originals of documents or ESI shall be produced in color. After reviewing TIF or PDF copies of ESI, Plaintiffs may request additional copies requested in their native formats to the extent reasonably necessary.

9. Plaintiffs may take the depositions of Jose Martinez and up to six other witnesses within 45 days after Defendants' production of documents and privilege logs. Those depositions will be held within 100 miles of the witnesses' residences or principal places of business.

10. Plaintiffs shall file a Third Amended Complaint within thirty (30) days after the last of the above-referenced depositions.

11. CPLC shall be permitted to answer or file a renewed motion to dismiss within twenty (20) days after Plaintiffs file the Third Amended Complaint.

12. If CPLC files a renewed motion to dismiss, Plaintiffs shall file their opposition within twenty-one (21) days after CPLC's renewed motion to dismiss is filed.

13. The following chart reflects Plaintiffs' proposed schedule for jurisdictional discovery.

Event	Deadline
Plaintiffs serve written discovery	14 days after the Court's entry of an order adopting a jurisdictional discovery plan
Defendants serve written responses to Plaintiffs' written discovery	30 days after Plaintiffs' service of discovery
Defendants produce documents and privilege logs responsive to Plaintiffs' written discovery	20 days after Defendants' serve written responses
Plaintiffs take depositions of Defendants' witnesses	45 days after Defendants' production of documents and privilege logs
Plaintiffs file Third Amended Complaint	30 days after completion of depositions
CPLC files renewed motion to dismiss	20 days after Plaintiffs file Third Amended Complaint
Plaintiffs respond to renewed motion to dismiss	21 days after CPLC files renewed motion to dismiss

Dated: April 20, 2023

Bailey & Glasser LLP

By: /s/ Lawrence J. Lederer

Lawrence J. Lederer (Pa. ID 50445)

Bart D. Cohen (Pa. ID 57606)

1622 Locust Street

Philadelphia, PA 19103

T.: 202.463-2101

F.: 202.463-2103

llederer@baileyglasser.com

bcohen@baileyglasser.com

Bailey & Glasser LLP

Michael L. Murphy (admitted *pro hac vice*)

1055 Thomas Jefferson Street NW, Suite 540

Washington, DC 20007

T.: 202.463.2101

F.: 202.463.2103

mmurphy@baileyglasser.com

Nolan Heller Kauffman LLP

Justin A. Heller (admitted *pro hac vice*)

Matthew M. Zapala (admitted *pro hac vice*)

80 State Street, 11th Floor

Albany, NY 12207

T.: 518.449.3300

F.: 518.432.3123

jheller@nhkllp.com

mzapala@nhkllp.com

*Attorneys for Plaintiffs and the
Proposed Class and Subclasses*