



Terremark Worldwide

Terremark Leverages Clearwell Expertise to Meet Stringent Document Review Deadlines in the Wake of a Large Acquisition

CHALLENGES

- Limited timeframe to collect and produce documents for the Department of Justice (DOJ) and respond to litigation discovery requests
- Large, geographically dispersed in-house and outside counsel review teams required
- Management of large datasets created massive potential cost burdens
- Adherence to strict data confidentiality parameters required all data stay on premise
- Administration of multiple tools led to increased delays, risk, and costs

SOLUTION

- The Clearwell E-Discovery Platform for processing, analysis, review, and production and Terremark E-Discovery Solutions

BENEFITS

- DOJ and litigation deadlines met, facilitating the successful completion of the acquisition
- Large-scale, collaborative review completed across geographies
- Significantly reduced costs and time of e-discovery review
- Risk reduced and real-time iteration enabled by consolidating processes into one business application

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Tom King
Manager
E-Discovery Solutions

OVERVIEW

Terremark Worldwide, a leading global provider of cloud computing and IT infrastructure, faced significant e-discovery production demands associated with the \$1.4 billion proposed acquisition by Verizon Communications, Inc. Terremark was engaged in producing information to the U.S. Department of Justice (DOJ) in connection with the government's Hart-Scott-Rodino Act (HSR) Item 4(c) anti-trust review, as well as responding to shareholder litigation that threatened to postpone the acquisition. Both the regulatory review and litigations required processing, analyzing, filtering, reviewing, and producing large datasets in a matter of days. Terremark's e-discovery team, accustomed to delivering extensive consulting and Clearwell implementation solutions to external clients, now needed to deploy their skills and toolsets internally.

CHALLENGES

In January of 2011 Terremark was required to provide the DOJ with what are customarily referred to as "4(c) documents" in connection with the merger between Terremark and Verizon. These included a wide range of corporate documentation including all studies, surveys, analyses and reports prepared by or for an officer or director of the company for the purpose of evaluating or analyzing a merger or acquisition in certain topical areas.

Along with the regulatory production, Terremark faced shareholder litigation that challenged the pending acquisition. In this instance, Terremark had a very large dataset to review in a very short time frame. Using individual tools to process, analyze, review, and produce the data would create time delays, introduce extensive overhead costs and increase the risk of errors. Terremark needed a single application that would enable them to consolidate processes and provide visibility into the progress of the case across phases to ensure they were on track to meet stringent deadlines. With a large dataset and a tight deadline, Terremark's inside counsel needed to collaborate with outside counsel and two contract attorney review teams to evaluate and produce the documents on time and on budget.

SOLUTION

To accomplish the project requirements, Terremark deployed the Clearwell E-Discovery Platform, which was installed and configured in less than an hour. Shawn Waggoner, Director of Archiving and E-Discovery for Terremark, said, "Our e-discovery team has been providing Clearwell solutions to our customers for quite some time and we've had nothing but positive experiences, so when the need arose we were eager to utilize the Clearwell solution to demonstrate our faith in the product. We purchased a Clearwell appliance, and it was up and running in less than one hour."

Terremark identified keywords and collected data from 20 custodians. The company then searched the data and identified all documents containing the keywords, conducted legal review on those documents, and produced the responsive documents to the DOJ – all within one week. During the process, Terremark identified supplemental keywords, requiring the team to adjust its review parameters and iterate between e-discovery phases midway through the process. Additionally, recently created corporate documents were continuously added to the dataset. The team leveraged Clearwell's incremental indexing



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Adam Smith, Chief Legal Officer

to easily and quickly add new documents to the dataset without having to re-index the entire case.

Terremark's e-discovery team collected a total of 30GB of data, which included 133,000 emails and 30,000 loose files. The team first used Clearwell's Sender and Participant Filters to identify only the potentially relevant documents. Then, using Clearwell's Domain Filters, it was able to filter out large quantities of email that contained relevant keywords but did not apply to the case, such as newsfeed updates on the acquisition. Using Clearwell's Language Filters, Terremark quickly created foreign language document batches for a specialized bi-lingual review. Terremark then leveraged Clearwell's Participant Filters to identify and tag all potentially privileged documents within the dataset. Using these advanced filtering features, Terremark was able to defensibly reduce the dataset by over 90 percent to 13,000 reviewable documents and assign documents to the appropriate reviewers.

Leveraging Clearwell's web-based interface, Terremark's e-discovery team delivered review batches to the remote legal teams around the country and quickly trained the attorneys to use the platform. Ten attorneys from Terremark's outside counsel were able to review 13,000 potentially relevant documents within the weekend. Using Clearwell's non-linear review capabilities, they completed the review at an average rate of 200 documents per hour. Terremark then produced all relevant documents directly from Clearwell to the DOJ. Tom King, Terremark's Manager of E-Discovery Solutions said, “In one weekend, we trained ten attorneys on the Clearwell platform and remotely managed an entire e-discovery process, from processing to production within one application. This review product is extremely user-friendly and efficient, and our attorneys agree.”

In the midst of the massive regulatory production, Terremark chose to use Clearwell again when faced with shareholder litigation. On a Thursday, Terremark's e-discovery team received the case data, with a deadline to produce documents by the following Tuesday. They filtered the data down to 34,000 reviewable documents, and leveraged the Clearwell Review Module for their outside litigation counsel, and two remote contract review teams.

Training was completed in less than two hours and the 30-attorney review team began their work. Despite their various locations, Clearwell's web-based interface allowed all attorneys to simultaneously and collaboratively review the data. According to King, this was essential for completing the review on time. On Tuesday, Terremark used Clearwell to produce the relevant documents in TIFF format to submit to opposing counsel. When new search terms added additional documents to the dataset, the team used Clearwell's production tracking and Bates stamping features to ensure duplicate items were not unnecessarily delivered.

BENEFITS

Terremark believes the Clearwell E-Discovery Platform will continue to prove extremely beneficial when the company is required to respond to various types of litigation and regulatory inquiries in the future.

Terremark was determined to meet production deadlines and avoid costly delays, and believes the choice to utilize Clearwell was vital to accomplishing these goals. King notes that Terremark's 90 percent reduction in data prior to review significantly reduced not only the cost but also the time required for attorney review.

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amounts of proprietary data were safe in our systems, and stay within our budget requirements,” said Adam T. Smith, Chief Legal Officer of Terremark.

Terremark was very pleased with Clearwell's ability to easily handle large sets of simultaneous reviewers. Smith continued, “Clearwell's web-based review interface enabled us to utilize several firms nationwide for a rapid and collaborative large-scale review project.”

Terremark also appreciated that Clearwell enabled them to maintain control of their data during the entire e-discovery process. There was no need to send an abundance of non-relevant data outside of the company to a third-party provider. Terremark was able to process and host the data in-house and maintain control of the data throughout the duration of the case, something that was of utmost importance to Terremark's Chief Legal Officer.

Clearwell enabled Terremark to consolidate various e-discovery tasks into one unified application. This was especially valuable given that new data was added continuously throughout the regulatory production. Due to an information management policy that included an email archive, Terremark was able to quickly access corporate data and make it available for e-discovery. Terremark's e-discovery team would go back to the archive and incrementally process newly available data on a weekly basis, even monitoring critical discussion threads for newly added correspondences and documents.

King said, “With Clearwell we can manage several simultaneous cases, support hundreds of concurrent users, and move between e-discovery phases when case requirements inevitably change. This allowed us to simply pick up where we left off when new data was added. It also reduced not only the cost and time required to complete e-discovery, but the complexity of the process and likelihood of manual errors encountered when moving data between tools.”

To learn how Clearwell, can deliver value to your organization, contact an e-discovery expert at: info@clearwellsystems.com, or call us at: **877.727.9909**.



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