

EXHIBIT 7

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF NEW YORK

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In re PAYMENT CARD INTERCHANGE	:	MDL No. 1720(JG)(JO)
FEE AND MERCHANT DISCOUNT	:	
ANTITRUST LITIGATION	:	Civil No. 05-5075(JG)(JO)
	:	
_____	:	DECLARATION OF HOWARD
This Document Relates To:	:	TRACHTMAN
	:	
ALL ACTIONS.	:	
	:	
_____	X	

.

I, Howard Trachtman, declare as follows:

1. I am Senior Vice President – Finance and General Counsel for Class Representative Parkway Corporation (“Parkway”). Having reviewed the Declaration of Robert Zuritsky, I am submitting this declaration to provide additional information concerning Parkway’s role as a representative of the Class over seven years of litigation.

2. Throughout the litigation, I have maintained contact with Class Counsel in order to monitor the case, provide input concerning strategy decisions, comply with discovery obligations, and fulfill various other duties on behalf of the Class. While I have been heavily involved in many phases of the litigation, I am especially familiar with Parkway’s participation in discovery in this litigation.

3. Over the course of the litigation, Parkway employees, including senior executives, have collectively expended hundreds of hours in connection with the litigation, as detailed below based on a review of relevant correspondence and other litigation records and my experience in this litigation.

(a) **Document Production.** Parkway devoted significant resources to searching for, collecting, and analyzing documents for production in this litigation. Between October 4, 2006 and October 15, 2008, Parkway made 22 document productions encompassing nearly 21,000 pages. This entailed searches of the hardcopy and electronic files of over a dozen custodians, and required my ongoing involvement, as well as the extensive involvement of Daniela Ivancikova (Director of Operating Revenue Systems) and Christina Bostic (Director-Treasury & Cash Management), with input and assistance from a number of other Parkway employees.

(i) In March 2006, Parkway and its counsel completed a detailed questionnaire prepared by lead counsel concerning payment card acceptance and other important

factual background relevant to responding to defendants' subsequently-served discovery requests. Parkway's responses to the questionnaire were the subject of numerous correspondence and phone calls from March 6th through 14th between Ms. Ivancikova, myself, and Parkway's outside counsel.

(ii) Beginning in May 2006, Parkway conferred regularly with outside counsel concerning Parkway's responses to Defendants' initial set of document requests, document retention, and other discovery-related matters. These issues were the subject of extensive correspondence and numerous conference calls. Ms. Ivancikova and I assisted with the preparation of Parkway Corporation's Objections and Responses to Defendants' First Request for Production of Documents to Each of the Putative Class Plaintiffs, served on June 12, 2006.

(iii) In June, July and August of 2006, Parkway identified and collected hard copy documents and electronic documents for production. During this time period, Ms. Ivancikova and I conferred frequently with outside counsel, and in addition provided outside counsel with access to the four custodian's email files, as well as other electronic files. Such files were searched by Parkway's outside counsel, working at Parkway's headquarters. In addition, while outside counsel was working at Parkway, Ms. Ivancikova and I assisted with the document collection and met with outside counsel concerning discovery issues.

(iv) Parkway's prodigious document discovery efforts continued in 2007. Throughout the year, along with exchanging voluminous written correspondence with outside counsel, Parkway participated in multiple conference calls with outside counsel (February 26 and 27; March 29; June 19; July 23 and 30; August 1, 7, 10, 24, 28, and 30; September 12; October 1, 10, 17, 18, 19, 23, and 26; November 2, 16, and 20; and December 3) concerning the identification of additional document custodians, the production of electronic data, and various issues raised by Defendants concerning Parkway's document production.

(v) In August 2007, following my discussions with various potential document custodians (including Parkway senior executives), Parkway agreed to search the files of an additional eight custodians, including Robert Zuritsky (President), Paul Ierubino (Senior Vice President of Operations and COO), David Conrad (Vice President, Information Technology), and others. Pursuant to an agreement reached with Defendants, Parkway restored voluminous email files from backup tapes, which in turn required significant efforts by Mr. Parrella in locating the relevant backup tapes and assisting an outside vendor with technical issues related to the restoration.

(vi) Additionally, Defendants' data-related requests necessitated significant additional efforts from Parkway, primarily through Ms. Bostic. Following an in-depth meeting with outside counsel on October 11, 2007 about data issues, Ms. Bostic was responsible for forwarding voluminous data to outside counsel for review and production, including daily transaction records, bank statements, credit card processing statements, monthly income statements, and other financial data, on an ongoing basis through the end of July 2008.

(vii) Parkway's involvement with document discovery continued to be frequent and substantial well into 2008, and included working with outside counsel on Parkway Corporation's Supplemental Responses to Defendants' Requests for Supplementation of Prior Discovery Responses to Putative Class and Individual Plaintiffs, served on February 19, 2008, and Parkway Corporation's Responses to Defendants' Close of Fact Discovery Requests for Supplementation of Prior Discovery Responses to Putative Class and Individual Plaintiffs, served on October 24, 2008. Defendants sought information from Parkway that was highly commercially sensitive in nature. As a result, I was required to review and analyze documents, with input and assistance from others at Parkway, prior to their production. Likewise, in many instances, Parkway's document production raised confidentiality and privilege issues, again requiring

significant work on my part and as well as by others at Parkway. Parkway made its final production of documents in October 2008, roughly two and a half years after its production efforts began. Throughout the document discovery process, I conferred with outside counsel about strategy issues, provided outside counsel with relevant factual background, and endeavored to make Parkway's discovery efforts as targeted and efficient as possible.

(viii) Exhibit A to my declaration details Parkway's document production by bates range and date, and the frequency of production further underscores the intensive nature of document discovery from Parkway in this litigation.

(b) *Interrogatories.* Along with producing documents, Parkway prepared ten sets of responses to defendants' interrogatories. I had primary responsibility at Parkway for reviewing and verifying Parkway's interrogatory answers. Parkway's interrogatory work began in May 2006. In May and early June, 2006, I worked closely with outside counsel on Parkway Corporation's Objections and Answers to Defendant Visa International Service Association's First Set of Interrogatories to Each of the Putative Class Plaintiffs, Parkway Corporation's Objections and Answers to Defendant Visa U.S.A. Inc.'s First Set of Interrogatories to Each of the Putative Class Plaintiffs, and Parkway Corporation's Objections and Answers to Defendants MasterCard International Incorporated and MasterCard Incorporated's First Set of Interrogatories to Each of the Putative Class Plaintiffs, all of which were served on June 12, 2006. Ms. Ivancikova also worked closely with outside counsel in connection with Parkway's interrogatory answers, which required investigation of Parkway's acceptance of various forms of payment, agreements concerning payment systems, and estimated costs of sales transactions for different types of payment systems.

Parkway prepared additional interrogatory answers in 2007, 2008, and 2009, specifically:

- Parkway Corporation's Supplemental Answers to Defendants MasterCard International Incorporated and MasterCard Incorporated's First Set of Interrogatories to Each of the Putative Class Plaintiffs, served on October 22, 2007;
- Parkway Corporation's Supplemental Answers to Visa U.S.A. Inc.'s First Set of Interrogatories to Each of the Putative Class Plaintiffs, served on October 22, 2007;
- Parkway Corporation's Objections and Answers to Defendant Visa U.S.A. Inc.'s Second Set of Interrogatories to Parkway Corporation, served March 3, 2008;
- Parkway Corporation's Objections and Answers to Second Set of Interrogatories to Each of the Putative Class Plaintiffs, served on October 24, 2008;
- Class Plaintiffs' Response to Defendant Barclays Bank PLC's First Set of Interrogatories, served on October 31, 2008;
- Parkway Corporation's Objections and Response to Defendants' Third Set of Interrogatories to Each of The Putative Class Plaintiffs, served on December 19, 2008; and
- Parkway Corporation's Supplemental Objections and Responses to Defendants' Consolidated Second Set of Interrogatories to Each of the Putative Class Plaintiffs, served on June 1, 2009.

(c) *Depositions.* Beginning in fall 2007, I had numerous telephone calls and email exchanges with outside counsel and Parkway employees regarding deposition scheduling, deposition preparation, and the substance of depositions of Parkway witnesses. Three Parkway witnesses were deposed in this litigation: Daniela Ivancikova, on January 8, 2008; Paul Ierubino, on March 20, 2008; and Robert Zuritsky, on April 30, 2008. Each witness met with outside counsel and reviewed pleadings and documents prior to their deposition. On March 19, 2008, I participated in the meeting with outside counsel preparing Mr. Ierubino for his deposition. Each deposition took most or all of a business day, yielding over 800 pages of deposition transcripts in aggregate. Parkway witnesses reviewed their deposition transcripts, and forwarded errata to outside counsel

4. I conservatively estimate that I personally have devoted in excess of one hundred hours to this litigation, and I may well have expended several times that amount.

5. Moreover, while I played a very significant role in Parkway's discovery efforts, it was others – primarily Ms. Ivancikova and Ms. Bostic – who took the laboring oar in searching for and collecting responsive documents and data. Their work in this regard was far more time-consuming, and over the course of discovery they were assisted by many others at Parkway. In addition, Parkway has devoted many hours to monitoring the litigation, and participating in the mediation process and analyzing the settlement. It is reasonable to estimate that Parkway has devoted many hundreds of hours to this litigation.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 8th day of April, 2013, at Philadelphia, Pennsylvania.



Howard Trachtman

EXHIBIT A**Parkway Corp. Document productions**

<u>Bates Range</u>	<u>Date of Production</u>
PARKWAY000001-2607	10/4/2006
PARKWAY002608-2952	1/31/2007
PARKWAY002953-2976	7/03/2007
PARKWAY002977-3026	7/31/2007
PARKWAY003027-3593	10/05/2007
PARKWAY003594-3619	10/25/2007
PARKWAY003620-4575	10/26/2007
PARKWAY004576-4734	11/05/2007
PARKWAY004735-8199	11/07/2007
PARKWAY008200-8202	11/29/2007
PARKWAY008203-8335	12/4/2007
PARKWAY008336-8759	12/31/2007
PARKWAY008760-9221	1/22/2008
PARKWAY009222-9283	1/29/2008
PARKWAY009284-9423	2/29/2008
PARKWAY009424-9431	4/15/2008
PARKWAY009432-10955	5/16/2008
PARKWAY010956-12370	5/21/2008
PARKWAY012371-12877	5/27/2008
PARKWAY012878-13391	5/29/2008
PARKWAY013392-16784	8/12/2008
PARKWAY016785-20886	10/15/2008