EXHIBIT 132
Oracle Designee
8/1/19
Ashley Soevyn CSR# 12019

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December 12, 2016

Confidential Conciliation Communication – FRE

Via E-Mail and Federal Express

M. Patricia Smith
Solicitor of Labor
U.S. Department of Labor
200 Constitution Avenue
Washington, D.C. 20210

Re: Oracle America, Inc. Redwood Shores, California (OFCCP No. R00192699)

Dear Solicitor Smith:

We write on behalf of Oracle America (Oracle) regarding the Office of Federal Contract Compliance Programs' (OFCCP) audit of Oracle's Redwood Shores facility. On December 9, 2016, we received the attached letter from OFCCP advising us that OFCCP "will refer" the audit to the Solicitor's Office.[1] In the same letter, OFCCP also stated that it "has referred" the matter to the Solicitor's Office. Notwithstanding the internal ambiguity, we write to advise you that OFCCP has failed to meet its legal requirement to engage in reasonable conciliation efforts. We request that your office return the matter to OFCCP to complete the conciliation process.[2]

OFCCP's regulations implementing Executive Order 11246 expressly state that "Where deficiencies are found to exist, reasonable efforts shall be made to secure compliance through conciliation and persuasion." 41 CFR 60-1.20(b). Courts have regularly enforced this "reasonable efforts" requirement as a prerequisite to suit. *See, e.g., United States v. Thurston Motor Lines, Inc.*, 718 F.2d 616, 617 (4th Cir. 1978) ("Under § 209(b) of [Executive Order 11246], such reasonable efforts [by methods of conference, conciliation, mediation and persuasion] are a prerequisite to the institution of legal action."); *Beverly Enterprises, Inc. v. Herman*, 130 F. Supp. 2d 1, 17 n.12 (D.D.C. 2000) (describing "attempt by the OFCCP to settle the dispute before filing an administrative complaint" as "required"); *Traylor v. Safeway Stores, Inc.*, 402 F. Supp. 871, 875-76 (N.D. Cal. 1975) (holding that "before [enforcement proceedings] are initiated, the federal contracting agency must make reasonable efforts to secure compliance by

[1] We received a nearly identical letter on December 6, 2016. A comparison of the two letter illustrates that the changes are stylistic, with the exception of an apparent correction to one of the online data sources to which OFCCP cites. It appears, therefore, that for some reason, the December 6 letter was sent in haste, before final edits and cite checks had been completed.
[2] As additional background and to lend context to Oracle's significant concerns, we have also provided our responses to OFCCP's Notice of Violation and Show Cause Notice as a means to advise you of the significant procedural concerns related to the conduct of this audit. This information paints a picture of Agency overreach, and a failure to follow its own rules and regulations. To the extent that the Solicitor's Office is inclined to accept this referral, we believe these significant defects dictate that the Solicitor's Office not seek enforcement.

means of conference, conciliation, mediation, and persuasion" and that "[i]t is only after exhausting administrative efforts to obtain compliance that the OFCCP can seek to secure compliance through the courts.").

OFCCP has failed to meet its legal obligation. On March 11, 2016, OFCCP issued its Notice of Violation, which was devoid of any factual information. Oracle attempted, to no avail, to obtain basic facts supporting OFCCP's NOV and, specifically, how the Agency's findings complied with the law and OFCCP's own compensation directive (Directive 307). OFCCP failed to provide any facts. Following further correspondence regarding the NOV findings, on June 8, 2016, OFCCP issued a Show Cause Notice asserting a failure of conciliation and Oracle responded on June 29, 2016, explaining why that was not accurate and that, in fact, there had not been reasonable conciliation efforts. Oracle heard nothing until September 9, 2016 when OFCCP's San Francisco regional office invited Oracle to engage in a conciliation meeting but declined to withdraw the erroneously issued Show Cause. The conciliation meeting occurred on October 6, and included regional OFCCP and regional Solicitor's Office officials. Thereafter, the parties exchanged emails indicating that a positive tone existed as to the nature of the negotiations, and confirming a desire to continue conciliation. Oracle promised to provide additional factual (rebuttal) information and did so on October 27, 2016. OFCCP's response was its December 6, 2016 letter ambiguously referring the mater to your office, and stating only that the information in the December 6 letter offered inadequate rebuttal to OFCCP's NOV.

Oracle has been, and is, ready to discuss OFCCP's findings in depth, and engage in a real exchange of information. OFCCP has not reciprocated, as evidenced by its December 6 letter. On its face, the letter fails to include any facts demonstrating that conciliation has failed. Rather, the letter focuses solely on Oracle's alleged failure to rebut OFCCP's allegations. While Oracle disagrees with this position from a substantive standpoint, OFCCP's letter, which offers new facts and arguments, presents, at best, an additional exchange of information. During the conciliation process overall, OFCCP's actions have not indicated any reasonable effort to conciliate. OFCCP has held only one conciliation meeting ending with representations of continuing the process. In addition, other than initial summary numbers communicated verbally, OFCCP has never detailed a backwage proposal, provided a draft form of conciliation agreement, explained how it would calculate or distribute backwages for alleged class members, or offered any terms regarding future reporting obligations.

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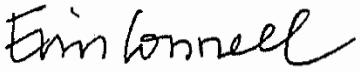
Based on the above, Oracle has firmly established that OFCCP has not met its obligations to conciliate, and requests that your office return this matter to OFCCP to complete the conciliation process.

Very truly yours,



Erin M. Connell

cc: Shauna Holman-Harries
Gary R. Siniscalco