

**UNITED STATES DEPARTMENT OF LABOR
OFFICE OF ADMINISTRATIVE LAW JUDGES**

OFFICE OF FEDERAL CONTRACT
COMPLIANCE PROGRAMS, UNITED
STATES DEPARTMENT OF LABOR,

Plaintiff,

v.

ORACLE AMERICA, INC.,

Defendant.

OALJ Case No. 2017-OFC-00006

OFCCP No. R00192699

**DEPOSITION DESIGNATIONS
RE THE DEPOSITION JOYCE
WESTERDAHL - RULE 30(b)(6)
MAY 30, 2019**

Pursuant to the Court's Order on December 9, 2019, Oracle hereby submits the following deposition designations, including any errata and/or objections to such testimony by either party. To the extent that the testimony designated herein calls for privileged and/or confidential information, Oracle objects.

Respectfully submitted,

December 20, 2019

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Office of Administrative Law Judges
San Francisco, Ca

DEPOSITION DESIGNATIONS RE THE DEPOSITION OF JOYCE WESTERDAHL
RULE 30(B)(6) MAY 30, 2019

CASE NO. 2017-OFC-00006

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<p>12:14-13:25</p> <p>14 · · · Q· Okay. And what is your current title at 15 · Oracle? 16 · · · A· Executive vice president of human resources. 17 · · · Q· Okay. And what are your job duties there? 18 · · · A· I run everything that encompasses HR, 19 · benefits, comp, employee relations, investigations, 20 · union worker counsel, activities. I also run the 21 · Oracle Foundation, Oracle Academy, Oracle High 22 · School. I'm missing things. 23 · · · Q· That sounds like quite a bit already. 24 · · · A· The data privacy groups, the emergency 25 · groups for disaster reliefs with our employees. I'm</p>	
<p>13</p> <p>1 · trying to see my direct reports and what they do. 2 · Oh, systems. We run internal IT systems with our 3 · own software, and we run all of those 4 · implementations and maintain those systems for -- 5 · for the HCM software and the recruiting software. 6 · · · Q· Okay. Is there anything that you don't do 7 · at Oracle? 8 · · · A· Well, I actually do help sell. I was going 9 · to say I don't sell anything, but I do sell our HR 10 · product, yeah. 11 · · · Q· I was just kidding. Sorry. Would you say 12 · you're the top human resources person at Oracle? 13 · · · A· I am. 14 · · · Q· Okay. And who do you report to? 15 · · · A· Safra Catz. 16 · · · Q· Okay. And Safra reports to? 17 · · · A· The board. She's the CEO. 18 · · · Q· The board? 19 · · · A· She's a co-CEO at Oracle. 20 · · · Q· Okay. And what about Mr. Ellison? 21 · · · A· Mr. Ellison is -- I would -- he's our chief 22 · technology officer at this point. 23 · · · Q· Okay. So she doesn't necessarily report to 24 · him? 25 · · · A· No.</p>	

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<p>14:1-18</p> <p>1 · · · · Q· Okay. And that's your only -- that's the 2 · only person you report to is Ms. Safra Catz? 3 · · · · A· Correct. 4 · · · · Q· Okay. This could be a long list, but who 5 · reports to you or your reports? 6 · · · · A· Okay, Elizabeth Snyder, Jonn Nolitt -- 7 · · · · · MR. SHWARTS: Why don't you do it this way? 8 · It will be easier. Why don't you do it, give the 9 · name, give the position. That way it will help you 10 · remember all of them. He's going to ask anyways. 11 · THE WITNESS: All right. Okay. 12 · Elizabeth Snyder, and that's Oracle Academy, 13 · Foundation, the high school, data privacy, and 14 · international immigration. 15 · · · · · Peter Shott, global benefits and M&A, 16 · activity on the onboarding side. 17 · · · · · Phil Jenish. He is executive compensation 18 · and Americas' compensation.</p>	
<p>14:19-15:12</p> <p>19 · · · · · Vickie Thrasher runs all kinds of programs 20 · from all of our diversity programs to our affinity 21 · groups, training, communications, all that fun 22 · stuff. 23 · · · · · Vance Kearney who runs EMEA, HR. 24 · · · · · Alison Sibree who runs Asia PAC Japan HR. 25 · And we own another company called OFSS. That's</p> <p>15</p> <p>1 · under her -- she manages that company as well. 2 · · · · · I'm sure I'm missing someone. Oh, Jonn 3 · Nolitt, who runs internal recruitment programs. 4 · · · · · Jan Ackerman who runs executive -- general 5 · recruiting programs. 6 · · · · · Christie Book, who runs executive recruiting 7 · programs. 8 · · · · · Sheryl Cochran, who is my EA. 9 · · · · · Anje Dodson, A-n-j-e, who runs the Americas' 10 · line of business ER piece as well as our internal 11 · systems. 12 · · · · · I think I've run out of runway there.</p>	

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<p>15:14-15</p> <p>14 · · · · Q · Okay. What about Kate Waggoner? 15 · · · · A · Kate Waggoner works for Phil Jenish.</p>	
<p>17:5-20:1</p> <p>5 · · · · Q · Okay. So I just wanted to ask you a couple 6 · of questions about your executive bio. And so 7 · you've been -- is it correct that you've been the 8 · senior executive vice president since 2000? 9 · · · · A · Yes. 10 · · · · Q · Is that correct? Okay. And when it says 11 · that "she has continuously implemented a roadmap of 12 · progressive HR modernization initiatives," what does 13 · that mean? What have you done since 2000 that would 14 · be included there? 15 · · · · A · Sure. So when I took over, HR was reported 16 · up into the line of businesses. It wasn't a global 17 · function, and we didn't have one system to run HR. 18 · There was multiple systems in different countries. 19 · Some countries had filing cabinets. 20 · · · · · So when I took over, we transformed the 21 · business and brought in our own product. At that 22 · point, it's an ERP product. Today we're in the 23 · cloud, which we've done a second transformation. 24 · This is our first. 25 · · · · · And we implemented a single instance of our</p> <p>18</p> <p>1 · product in every country around the world. And that 2 · involved revamping our job code systems, all of our 3 · guidelines, all of our practices within every 4 · country, how we did offer letters, how we hired 5 · people, how we recruited them, and put it in a 6 · system. 7 · · · · · So we moved from a transactional system 8 · where you had clerks processing paperwork that went 9 · to payroll and then payroll clerks that processed 10 · paperwork. We transformed the business through 11 · technology. 12 · · · · Q · Okay. 13 · · · · A · Short version. 14 · · · · Q · Okay. But I am interested in the longer 15 · version.</p>	

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16 ··· A· Okay. Well -- 17 ··· Q· So you -- 18 ··· A· Well, it took two and a half years; so -- 19 · yeah. 20 ··· Q· Specifically you were saying that you 21 · transferred from the paper system -- 22 ··· A· Correct. 23 ··· Q· -- to the cloud or -- 24 ··· A· No, no. This is in 2000 -- 25 ··· Q· Okay.	
19 1 ··· A· -- we went from kind of manual systems to an 2 · ERP system. The last five years ago, we moved the 3 · On-Premise systems to the cloud. 4 ··· Q· Okay. And I'm sorry. What is an ERP 5 · system? 6 ··· A· Your old fashioned On-Premise systems, not a 7 · shared data center. Like with cloud-based systems 8 · are coded differently and then how they're stored 9 · and run are differently. And you still have a data 10 · center, but there's a different setup with that. 11 · It's more efficient. 12 ····· On-Premise systems are still kind of you 13 · think about it, you bought an IBM machine, that's an 14 · On-Premise system that you'd have an old fashioned 15 · data center that you went in. 16 ····· And then applications are on top of your IBM 17 · machines or your Sun machines or whatever machines 18 · you were -- your Intel machines. 19 ··· Q· Okay. And in the last five years, you guys 20 · converted to the cloud and using a specific, like, 21 · HRIS software -- 22 ··· A· Our own. 23 ··· Q· Your own? 24 ··· A· Our own. 25 ··· Q· Okay. And is there a name for that?	
20 1 ··· A· We call it Fusion.	
20:2-22:4 2 ··· Q· Fusion. Okay. And is that software also 3 · sold outside of Oracle?	

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4 · · · · A. · Yes.	
5 · · · · Q. · Okay.	
6 · · · · A. · It's one of our main product lines and	
7 · applications.	
8 · · · · Q. · Okay.	
9 · · · · A. · As was our ERP system was a product that we	
10 · sold, the On-Premise system.	
11 · · · · Q. · Okay. I see. And can you tell me more	
12 · about your Fusion software and what it does and how	
13 · it works?	
14 · · · · A. · How familiar are you with HR?	
15 · · · · Q. · I'm a Luddite, so -- and I don't know much	
16 · about HR.	
17 · · · · A. · Okay. So everything you do in HR -- HR is	
18 · heavily a transaction business. People change cost	
19 · centers. They change managers. They change jobs.	
20 · · · · · So the systems in the -- the olden days,	
21 · which isn't that long ago, and still companies today	
22 · do it all manually, you know, and make these	
23 · changes.	
24 · · · · · Everything is done through what they call	
25 · self-service, and you would be familiar with that if	
21	
1 · you've shopped on Amazon.	
2 · · · · Q. · Sure.	
3 · · · · A. · So -- and our software is all here on your	
4 · phone. I spent the morning, like, doing my	
5 · approvals off of my phone. All of our applications	
6 · are mobile.	
7 · · · · · And so the purchase recs come to me. That	
8 · is enabled through the HR system. I approve my	
9 · purchasing. I approve my hires.	
10 · · · · · Everything you do in the world of HR,	
11 · unfortunately, touches everything. And every part	
12 · of business is done -- and HR foundation fuels your	
13 · financials, your GL, your purchasing because it's	
14 · your people setup and your approval matrixes for	
15 · your finance approvals, your purchasing approvals,	
16 · your -- every approval known to man that you do in a	
17 · company.	
18 · · · · Q. · Okay.	
19 · · · · A. · So it's a comprehensive system that manages	
20 · your people, and people is your business.	

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<p>21 · · · · Q. Okay. So it's through that software, you 22 · can help manage all of your hires? 23 · · · · A. You can do your hires. You can do your 24 · performance management. You can manage your talent. 25 · You can do your focal processing. You can do your</p> <p>22</p> <p>1 · bonus processing. You can do your stock processing. 2 · You can hire someone. You can terminate someone. 3 · You can lay off someone. It's, you know, cradle to 4 · grave for your employees.</p>	
<p>36:8-38:22</p> <p>8 · · · · Q. What kinds of trainings do you receive? 9 · · · · · MR. SHWARTS: Object. Vague as to time. 10 · · · · · You may answer. 11 · · · · · THE WITNESS: Yeah. In the last year or the 12 · last 30 years? 13 · BY MR. SONG: 14 · · · · Q. How about -- how about since 2013? 15 · · · · A. Compliance, harassment training, ethics, 16 · public relations training related to press -- I'm 17 · missing a few things -- financial controls. 18 · · · · · That's not extensive, but that's kind of the 19 · highlights that I can pull off my brain right now. 20 · · · · Q. Okay. And who conducted these trainings for 21 · you? 22 · · · · A. Our harassment training is actually taught 23 · by Orrick with one of their lawyers there, and we 24 · have a variety of online training that's mat -- 25 · that's mat -- not manual, mandatory that we take.</p> <p>37</p> <p>1 · · · · · And so they can be online training, and some 2 · of our stuff is live person to person. 3 · · · · Q. Okay. And do you remember who did the 4 · compliance training? 5 · · · · A. Lynn -- oh. Who did the compliance 6 · training? 7 · · · · Q. Yes, that you attended. 8 · · · · A. It's under -- Dorian Daley delivers that 9 · compliance training, her organization. 10 · · · · Q. Okay. And which organization is that? 11 · · · · A. Legal. Internal legal to Oracle.</p>	

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<p>12 · · · · Q · And what did that compliance training cover, 13 · if you remember? 14 · · · · A · Seriously, how long are we going to be here? 15 · · · · · MR. SHWARTS: He's got seven hours. 16 · · · · · THE WITNESS: Okay. Compliance training 17 · covers everything from taking gifts from vendors, 18 · how to work with partners, what's appropriate when 19 · you're entertaining a client, bribes, inappropriate 20 · verbal promises, inappropriate written contracts. 21 · · · · · There's more to it, but that's what I got 22 · for you right now. 23 · BY MR. SONG: 24 · · · · Q · Okay. And when was that training? 25 · · · · A · I -- I took that -- I took that class within</p> <p>38</p> <p>1 · the last year. 2 · · · · Q · Okay. And is that the only time since 2013 3 · that you've had that training? 4 · · · · A · Oh, no. I take that class every two years. 5 · · · · Q · Oh, it's every two years? 6 · · · · A · Yeah. 7 · · · · Q · Okay. And did that cover OFCCP 8 · requirements? 9 · · · · A · I don't believe that does cover -- yeah, 10 · this is -- yeah. 11 · · · · Q · Okay. What about affirmative action? 12 · · · · A · This is a -- that's not what kind of class 13 · that is. 14 · · · · Q · Okay. 15 · · · · A · This is a working with vendors and partners 16 · and customer compliance class. 17 · · · · Q · Okay. So it didn't discuss equal 18 · opportunity -- 19 · · · · A · No. 20 · · · · Q · -- requirements? 21 · · · · A · No. It's talking about not taking bribes 22 · and things like that.</p>	
<p>41:20-42:11</p> <p>20 · · · · Q · Okay. Well, how about we start with, the 21 · ones I'm most interested in are specifically 22 · Vickie Thrasher. 23 · · · · A · Okay. So Vickie Thrasher has development</p>	

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<p>24· and training, and those -- and that's where we're 25· getting confused on the talent. So it's talent and</p> <p>42</p> <p>1· organizational development -- 2· . . . Q· Okay. 3· . . . A· -- is what she manages. Those are not 4· recruiters. She has the diversity and affinity 5· programs. All the affinity groups that Oracle has 6· and helps manage, including OWL, which is the 7· Oracle's Women's Leadership. 8· . . . Q· Okay. 9· . . . A· She has communications in her organization. 10· She has diversity and compliance. So Shauna 11· Holmes -- that group reports up to Vickie.</p>	
<p>62:24-64:6</p> <p>24· . . . A· Okay. Let's see. When you start, if you're 25· a manager, you're required to take managing in a</p> <p>63</p> <p>1· law. If you're a regular employee -- okay. So 2· manager, managing in a law. 3· . . . Everyone is required to take the workforce, 4· you know, when working in the environment -- in a 5· harassment-free environment. 6· . . . Compliance training -- everyone is required 7· to take the compliance training and ethics. 8· . . . I cannot give you all the training courses 9· they're required to take. 10· . . . Q· Okay. And about how many trainings do 11· employees take a year? 12· . . . A· There's -- when a new-hire starts, there's a 13· list of trainings they must take within their first 14· two weeks. And then most trainings repeat every two 15· years. 16· . . . Q· Okay. And do these trainings take place in, 17· like, large auditoriums, or can they just do them 18· online by themselves? 19· . . . A· They can do them online. We do have some 20· for new-hire orientation and trainings. We have 21· some old fashioned in-classroom stuff especially 22· when we hire large groups of people in certain 23· countries, they do them in classrooms.</p>	

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<p>24 · · · · · They do some of the classroom stuff at 25 · headquarters in Austin. That's a big hub. And then</p> <p>64 1 · they're always available online as well. 2 · · · · Q · Okay. And do these trainings include 3 · information about equal employment opportunity? 4 · · · · A · I believe they do, yes, they do. 5 · · · · Q · Okay. And affirmative action policies? 6 · · · · A · Yeah.</p>	
<p>68:13-68:25</p> <p>13 · · · · Q · Okay. Let's start with college hires, then. 14 · · · · A · Okay. 15 · · · · Q · How -- like, which members of your team are 16 · involved in setting the starting salary of college 17 · hires? 18 · · · · A · The college program for sales and finance is 19 · run out of my organization. 20 · · · · Q · Okay. 21 · · · · A · And it's a combination of folks that set 22 · again their starting salaries, market, what's 23 · happening in the market, the budget and the finance 24 · people, the schools. I think when we started these 25 · programs, the deans even had some input.</p>	
<p>69:1-12</p> <p>1 · · · · · I don't have any input. So a group of 2 · people decide what the starting program is, the 3 · moving allowances, their sign-ons -- they set forth 4 · before they start recruiting every year on what's 5 · the salary programs for these folks. 6 · · · · Q · Okay. But are there specific people from 7 · your department that would work on that? 8 · · · · A · It's Kathi Baker that actually does the 9 · recruiting. And then there may be someone from 10 · comp, there may be someone from finance. 11 · So I can't answer exactly who they are, but 12 · I know it's a team that puts it together.</p>	

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<p>74:12-17</p> <p>12· . . . Q· And how do -- how do people in your 13· department in HR know how to be involved in setting 14· the starting salary? Is there -- are there 15· practices or guidelines that they're trained on? 16· . . . A· I believe so. There's job -- I mean, 17· they're trained on the job bands and the ranges.</p>	
<p>74:24-75:16</p> <p>24· . . . Q· Okay. And are these also the types of 25· trainings that they would do by themselves online or</p> <p>75</p> <p>1· on a computer? 2· . . . A· No. I mean -- so it depends on who we're 3· training. I mean, there's ongoing training all the 4· time. 5· . . . So I don't -- if you have new recruiters or 6· you have new HR managers, I'm sure they're 7· constantly training. 8· . . . Or as we launch a focal program, there's 9· always training right before we go into focal. 10· Or -- but -- so I don't know exactly how the 11· mechanics works on it, but there's training on our 12· job codes and our ranges and our -- there are 13· geographical differences on pay and country 14· differences -- 15· . . . Q· Okay. 16· . . . A· -- as people learn this stuff.</p>	<p>Oracle objects that OFCCP has designated testimony that lacks foundation, as established by Ms. Westerdahl's own testimony (Westerdahl Dep. Tr. 75:17-22).</p>
<p>75:17-22</p> <p>17· . . . Q Is there anything written on these 18· trainings? 19· . . . A You would have to ask the comp people. 20· . . . Q Okay. And you're not involved in any of 21· these trainings, correct? 22· . . . A No. 23· . . . Q Okay. 24· . . . MR. SHWARTS: Meaning, no, you're not 25· involved? There's a double negative there, just so</p>	
<p>76:5-18</p>	

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<p>5 · · · · Q · Okay. And then can we talk about salary 6 · increases? 7 · · · · A · Sure. 8 · · · · Q · Is there a process for that or -- 9 · · · · A · Yes. 10 · · · · Q · Okay. And can you explain the process, 11 · please? 12 · · · · A · For -- we call it "focal." So it starts 13 · with a focal budget being set by country, and Phil's 14 · team does that work. 15 · · · · Q · Okay. 16 · · · · A · And then we roll the budget out by country, 17 · around the world, and we start communications that 18 · focal -- the focal process is coming.</p>	
<p>77:8-78:6</p> <p>8 · · · · Q · Okay. And he's doing -- so is there -- is 9 · there one focal budget per country? It's not by 10 · department? 11 · · · · A · It's by country. 12 · · · · Q · By country. Okay. And Phil's group does 13 · all of them? 14 · · · · A · Correct, including the inflationary 15 · increases. 16 · · · · Q · And once Phil comes up with the -- or Phil's 17 · group, I'm sorry -- comes up with the focal budget, 18 · what's the approval process for the budget? 19 · · · · A · It goes to Safra and Mark and Larry for 20 · approval. 21 · · · · Q · Okay. So once Phil's group develops these 22 · focal budgets by country, it just goes to Safra, 23 · Mark, and Larry. And if they approve, that's it? 24 · · · · A · Yes. 25 · · · · Q · Okay. And then I'm sorry. I cut you off.</p> <p>78</p> <p>1 · · · · · So after the focal budget is approved by 2 · country, then how does the process play out? 3 · · · · A · It's then loaded in our product, HCM product 4 · and the product within HCM is called 5 · Compensation Workbench. And it's distributed to 6 · every manager through a technical system.</p>	

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<p>78:23-79:10</p> <p>23 · · · · Q. Okay. Okay. So if the -- so how does 24 · the -- so you have a focal budget for each country. 25 · Let's take the U.S.</p> <p>79</p> <p>1 · · · · · So then how does that get divided up between 2 · all the employees? 3 · · · · · MR. SHWARTS: Objection. Overbroad. 4 · · · · · You may answer. 5 · · · · · THE WITNESS: Yeah. It's a -- so Phil and 6 · his team put it in this tool, and it is distributed. 7 · The tool calculates your world. Let's just say 8 · "you." 9 · BY MR. SONG: 10 · · · · Q. Okay.</p>	
<p>79:11-14</p> <p>11 · · · · A. And you have 300 employees, and they're in 12 · 20 countries. And this tool will calculate your 13 · budgets by employees by countries and put it in this 14 · tool for you to distribute your budget.</p>	
<p>79:15-81:10</p> <p>15 · · · Q. Okay. So are the salary increases 16 · · · determined before the focal budget is approved? 17 · · · THE WITNESS: Can you read that back? 18 · · · (Record read.) 19 · THE WITNESS: No. 20 · · BY MR. SONG: 21 · · · Q. Okay. So when are employees salary 22 · · · increases determined? 23 · · · A. Once -- once you -- you're in your 24 · · · Comp Workbench, fancy spreadsheet, kind of think of 25 · · · it that way –</p> <p>80</p> <p>1 · · · Q. Okay. 2 · · · A. -- you determine what you're going to give 3 · · · your people in all -- you have 30 countries we 4 · · · talked about. 5 · · · Q. Okay.</p>	

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<p>6 · · · A. And you hit "Approved." 7 · · · Q. Okay. 8 · · · A. It then goes up for further approvals. 9 · · · Q. Okay. 10 · · · A. And then once it's approved, it comes back 11 · · · to you and says your spreadsheet's approved, 12 · · · basically. You may talk to your employees. 13 · · · Q. I see. Now, in developing the focal budget, 14 · · · do individual managers get to recommend that 15 · · · their -- let's say they get to -- they have one 16 · · · really good employee or maybe five or whatever, do 17 · · · they get to recommend that these five get raises 18 · · · before the focal budget is approved? 19 · · · A. They would do it after the budgets are 20 · · · actually approved. 21 · · · Q. Okay. After? 22 · · · A. Yeah. 23 · · · Q. Okay. So manager -- so once the -- so the 24 · · · focal budget is approved and the managers are told, 25 · · · "This is how much money you have for increases"; is</p> <p>81</p> <p>1 · · · that correct? 2 · · · A. Correct. 3 · · · Q. Oh, okay. And so then it's at that point 4 · · · that the manager decides how much increase to give 5 · · · each employee, if any, correct? 6 · · · A. Correct. 7 · · · Q. Okay. And is it done by the direct manager 8 · · · of the employee, like the direct supervisor of the 9 · · · employee? 10 · · · A. Yes.</p>	
<p>82:10-84:9</p> <p>10 · · · Q. Okay. Let's take, for example, the M-1 11 · · · because I'm thinking that's the lowest management 12 · · · level; is that correct? 13 · · · A. Yes. 14 · · · Q. So they decide, "I'm going to give salary 15 · · · increases to, you know, five of my employees," just 16 · · · for example, is there any oversight or review of 17 · · · that manager's decision? 18 · · · A. Yes. 19 · · · Q. Okay. So how many levels?</p>	

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20 · · · · A · For an M-1? 21 · · · · Q · Mmm-hmm. 22 · · · · A · Well, in reality, it's probably only -- I 23 · don't know. I mean, I don't -- I don't know if 24 · everyone looks at it. I certainly don't look at all 25 · of them.	
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1 · · · · Q · Okay.	
2 · · · · A · But the HR people look at all of them.	
3 · · · · Q · Okay. So you don't know how many levels of	
4 · review. But somebody from your department will look	
5 · at the decisions that the managers make for salary	
6 · increases?	
7 · · · · A · Yes.	
8 · · · · Q · Okay. And you don't need to approve every	
9 · salary increase, you directly?	
10 · · · · A · Technically I do. Like, if we're talking	
11 · about my organization. But my comp person has kind	
12 · of gone through and given me summaries, and she --	
13 · my comp person is Kate.	
14 · · · · Q · Okay.	
15 · · · · A · See, I can answer that question.	
16 · · · · Q · Thank you.	
17 · · · · A · So -- but it doesn't happen -- different	
18 · managers are different about how deep or how	
19 · detailed they look. Some are very detailed. Some	
20 · of them have full discussions with people.	
21 · · · · Q · Okay. So you personally don't need to	
22 · review every salary increase but your department	
23 · does?	
24 · · · · A · No.	
25 · · · · Q · No? Okay.	
84	
1 · · · · A · No. I think we're getting hung up on	
2 · approval levels.	
3 · · · · Q · Okay.	
4 · · · · A · So the approvals, there is -- the approvals	
5 · do go all the way up --	
6 · · · · Q · Okay.	
7 · · · · A · -- to Safra.	
8 · · · · Q · To Safra?	
9 · · · · A · In Safra's world.	

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<p>84:19-85:11</p> <p>19· THE WITNESS: But I think we're getting hung 20· up on -- I'm answering -- I'm answering to our 21· approval matrix, and you're looking to see who 22· approves. 23· And technically they're approved in every 24· organization up to either Larry, Mark, or Safra -- 25· ///</p> <p>85</p> <p>1· BY MR. SONG: 2· . . . Q· Okay. 3· . . . A· You're -- I think -- 4· THE WITNESS: I'm not supposed to tell 5· him -- I think he's trying to say what oversight. 6· I don't know what you're trying to say. 7· BY MR. SONG: 8· . . . Q· Well -- and how much oversight -- so -- but 9· I think you're trying to say that there's not 10· necessarily five or six levels -- 11· . . . A· There can be.</p>	
<p>85:12-17</p> <p>12· . . . Q· There can be, but it's not always. But 13· everyone needs to be approved by either Mark or -- 14· . . . A· Overall. 15· . . . Q· -- or Larry or Safra? 16· . . . A· The entire -- that entire budget, the final 17· sign-off is the head of the business leader.</p>	
<p>85:18</p> <p>18· . . . Q· Okay. The business leader. Okay.</p>	
<p>103:3-11</p> <p>3· . . . Q· Okay. And are those -- are those 4· evaluations -- are those written? 5· . . . A· They can be. 6· . . . Q· Okay. And so sometimes they're verbal? 7· . . . A· They're -- sometimes they're verbal, and 8· they -- and we do use a top talent system of rating 9· people. It's not really rating. It's high</p>	

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10· potential, the 9-box square. 11· . . . Q· Okay. And can you explain the top talent --	
105:12-17 12· . . . Q· Is there a goal for how many performance 13· evaluations an employee should be given? 14· . . . A· No. 15· . . . Q· Okay. And there's no goal about whether it 16· should be written or verbal? 17· . . . A· No. And the top talent system is not really	
105:18-19 18· a performance -- traditional performance evaluation 19· system.	
108:3-12 3· . . . Q· Okay. And then how do the stock options 4· work? 5· . . . A· Very similar thing. There is a budget set 6· every year. And it's a tiny -- little bit 7· different, but the budget is set. Mark, Safra, and 8· Larry approve the budget. And then the budget is 9· taken to comp committee for their approval. 10· . . . Q· Okay. And what is the comp committee? 11· . . . A· It's a subset committee of the board of 12· directors.	
109:24-111:11 24· . . . Q· Just what does the compensation committee 25· do? 110 1· . . . MR. SHWARTS: You may answer. 2· . . . THE WITNESS: They -- they oversee the 3· executive comp, meaning Safra, Larry, and Mark. And 4· they approve -- they approve a variety of things. 5· BY MR. SONG: 6· . . . Q· Okay. What other -- what other things do 7· they approve? 8· . . . A· Executive vice presidents, titles. They 9· approve stock grants over a certain amount.	

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<p>10 ···· Q. Okay. Over how much amount? Do you know? 11 ····· MR. SHWARTS: You have to answer. 12 ····· THE WITNESS: No. I should know. I 13 · can't -- we change it from time to time. I can't 14 · tell you what it currently is. 15 · BY MR. SONG: 16 ···· Q. Okay. 17 ···· A. They approve a senior hire at an executive 18 · vice president level. They would approve that hire 19 · with a stock grant and look at -- and look at the 20 · terms and conditions of that hire and may even 21 · interview -- at the senior levels, may actually 22 · interview folks. 23 ···· Q. Okay. So they -- they approve the stock 24 · options but not the bonuses or salaries or anything 25 · like that?</p> <p>111 1 ···· A. They approve the executive bonuses. 2 ···· Q. Okay. And executive salaries? 3 ···· A. And executive -- they really don't have 4 · authority -- they approve their bonuses, and they 5 · approve their stock grants. 6 ···· Q. Okay. So -- but for nonexecutive staff, 7 · they don't -- they don't approve the bonuses for 8 · nonexecutive staff? 9 ···· A. No. 10 ···· Q. Okay. Or salaries, correct? 11 ···· A. No.</p>	
<p>143:19-144:5</p> <p>19 ···· Q. And what is a change in cost center? 20 ···· A. I -- I'm just moving to a change -- it's a 21 · finance way of managing budgets, is a cost center. 22 ···· Q. Okay. 23 ···· A. And we've decided that you're going to move 24 · over and work for Rob, but Rob used to work for me, 25 · and -- but you're going to change cost centers</p> <p>144 1 · because now you're going over to Rob's cost center 2 · versus you and mine. 3 ···· Q. Okay. 4 ···· A. And cost centers hold the budget dollars and</p>	

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5 · head count, so . . .	
146:24-148:9	
24 · (Exhibit 59 was marked.)	
25 · .///	
147	
1 · BY MR. SONG:	
2 · . . . Q. I'll give you a minute to read that.	
3 · Okay. Have you had a chance to review?	
4 · . . . A. Yes.	
5 · . . . Q. Do you recognize this?	
6 · . . . A. Yes.	
7 · . . . Q. Okay. And what is it?	
8 · . . . A. It's a out-of-cycle raise and stock grant.	
9 · . . . Q. Okay. And did you write the e-mail at the	
10 · very top?	
11 · . . . A. Yes.	
12 · . . . Q. Okay. And is this -- so when it says "Yes,	
13 · it is approved and on to CC," does that mean the	
14 · compensation committee?	
15 · . . . A. Yes.	
16 · . . . Q. And this was also -- according to it -- it	
17 · looks like the third e-mail from the bottom, it was	
18 · LGE. That was Larry Ellison --	
19 · . . . A. Correct.	
20 · . . . Q. -- that's what it looks like? Okay. And so	
21 · he had also approved of this counteroffer?	
22 · . . . A. It -- Safra approved on behalf of Larry.	
23 · . . . Q. On his behalf. Okay. So for a	
24 · counterproposal like this, Safra was able to approve	
25 · on Mr. Ellison's behalf.	
148	
1 · Why did it need to go to the compensation	
2 · committee?	
3 · . . . A. Because the stock --	
4 · . . . Q. Stock?	
5 · . . . A. -- was over a certain amount that whatever	
6 · year this was, it had to go -- it's 2015. They	
7 · granted 250,000 in options. And that hit -- hit or	
8 · went over the threshold in which comp committee had	
9 · to approve it.	

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<p>155:12-158:15</p> <p>12· And to your knowledge, when are performance 13· reviews conducted? 14· . . . A· Every line of business has a certain cadence 15· about what they want to do or if they don't want to 16· do it. 17· . . . Q· Okay. So it's not required? 18· . . . A· No. 19· . . . Q· Okay. Do you know -- do you know within -- 20· let's say HR, how often they take place? 21· . . . A· We do it once a year. 22· . . . Q· Okay. And about what time? 23· . . . A· Right before early -- late winter right 24· before we go into focal stock planning. 25· . . . Q· Okay. And are those -- do you factor those</p>	
<p>156</p> <p>1· performance reviews into salary increases? 2· MR. SHWARTS: Again, he's talking about HR. 3· For your -- 4· THE WITNESS: HR -- 5· BY MR. SONG: 6· . . . Q· For you, yeah. 7· . . . A· Yes. 8· . . . Q· And how do you factor the performance review 9· into salary increases? 10· . . . A· Well, we -- I mean, there's other factors 11· before -- besides performance reviews, but if 12· someone is low in the range and they have a top 13· score, that would be a questionable conversation, 14· right? 15· So you would have that conversation and 16· either fix it or have a conversation of why -- if 17· they're rated so highly, why are they paid at this 18· rate. 19· . . . Q· Okay. Do you know, for example, within 20· product development how often they do product -- I 21· mean performance reviews? 22· . . . A· I don't know. 23· . . . Q· Okay. Are you familiar with performance 24· reviews in any other organization or unit? 25· . . . A· Yes.</p>	

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<p>157 1 · · · · Q. Yes? Which ones? 2 · · · · A. Support has an active program, but they do 3 · top talent like we talked about where they have -- 4 · it's a performance discussion, but they use the 5 · 9-box. And Mark Hurd uses the 9-box in his sales 6 · organization. 7 · · · · Q. Okay. And do you know if Mark Hurd does 8 · performance reviews? 9 · · · · A. He himself? 10 · · · · Q. I'm sorry. Like, within his department. 11 · · · · A. He does. 12 · · · · Q. Okay. And do you know how often? 13 · · · · A. I know he personally does his own very much 14 · ongoing. 15 · · · · Q. But you don't know how often he does it for 16 · his employees? 17 · · · · A. Are you -- so wait. I answered Mark has 18 · kind of an ongoing process himself for his direct 19 · reports. His direct reports do performance reviews 20 · because they have -- it's measurable salespeople. 21 · It's a little more active; so I don't know if they 22 · have an anniversary date, or they do it every 23 · quarter. I don't know. 24 · · · · Q. Okay. And what about support? Do they do 25 · performance reviews?</p> <p>158 6 · · · · Q. Okay. And product development you said you 7 · don't know? 8 · · · · A. It's a mixed bag. 9 · · · · Q. Okay. So regarding performance reviews, 10 · those are just handled by the line of business? 11 · · · · A. With their HR partner. 12 · · · · Q. With their HR partner. And so they can 13 · determine whether they want to do them and when to 14 · do them and how often -- 15 · · · · A. Correct, yeah.</p>	
<p>163:7-164:4 7 · · · · Q. Okay. I know these can be very complicated 8 · questions, but has HR -- has HR considered gender in 9 · determining compensation, like how much, you know, 10 · somebody should be paid?</p>	

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<p>11 · · · · A. I don't think so. I think we look at skills 12 · · is what -- yeah. 13 · · · · Q. Okay. 14 · · · · A. Yeah. I hope no one is considering me -- 15 · I'm not sure what you're asking, I don't think, but, 16 · okay. 17 · · · · Q. Well, just whether you consider gender or 18 · not when you're determining compensation? 19 · · · · A. No. I believe we're looking to pay people 20 · equally regardless of their -- 21 · · · · Q. Okay. So you're not considering gender when 22 · you're determining salary? 23 · · · · A. I don't think -- I'm not sure really how to 24 · answer that. I don't -- I don't do that. 25 · · · · Q. Okay. And what about as an organization,</p> <p>164 1 · HR, does HR consider race when they're trying to 2 · determine salary or salary increase? 3 · · · · A. I don't believe we consider race when we're 4 · considering a salary increase.</p>	
<p>165:13-166:2</p> <p>13 · · · · Q. Okay. Okay. And I apologize if I asked 14 · this before, I couldn't remember, but salary grade, 15 · do employees have access to that information, their 16 · salary grade? 17 · · · · A. I don't think so. They know their global 18 · level because approvals are built off of their -- so 19 · I'm not sure. I don't think so. 20 · · · · Q. Okay. 21 · · · · A. They may. They may. It may be there in 22 · their description in the system. 23 · · · · Q. Do they have access to their salary range? 24 · · · · A. They do not. I don't think so. 25 · · · · Q. And do they have access to their compa</p> <p>166 1 · ratios? 2 · · · · A. I don't think so.</p>	
<p>184:14-187:10</p> <p>14 · · · · Q. And what about for acquisition hires? How</p>	

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<p>15 · is -- how is their starting salary determined? 16 · . . . A. So acquisition hires are all -- for the 17 · 130-plus that we've done, they're sort of all over 18 · the board. 19 · Most of the time they want to keep them 20 · whole and in their same job family and even their 21 · same titles, even if their titles -- even if they're 22 · overtitled compared to our system. We try not to 23 · bring them down. 24 · But every deal is sort of different because 25 · it's key to keep the talent. You're not just buying</p>	
<p>185 1 · product. You're buying the people. And the people 2 · are key to keep. 3 · So there would be different strategies of 4 · what they wanted to do from retention bonuses to 5 · giving them additional stock. 6 · I mean, even silly things like they had a 7 · full kitchen and a snack bar and alcoholic 8 · beverages, we would -- we would -- we're starting to 9 · eliminate the alcohol now. We have because it's 10 · gotten out of control. 11 · But we would copy those things or leave them 12 · in their same building, even though it wasn't 13 · cost-effective. So our goal was to retain as much 14 · of those folks as possible. 15 · You could talk to Peter Shott and get a 16 · whole dissertation on that. 17 · . . . Q. And are those decisions reviewed by anyone? 18 · . . . A. They don't go through -- they're signed off 19 · by whoever is buying the -- you know, Thomas Kurian, 20 · he signs off, and we're sort of done. 21 · It's not in the system. So if you're in the 22 · system, the system moves the approvals along. A lot 23 · of these deals are done by spreadsheet, and then 24 · there's just a spreadsheet moves to the top of the 25 · business, whether it's me for my people -- I just</p>	
<p>186 1 · sign it off, and they join or sign-on bonuses or 2 · whatever it is. 3 · . . . Q. All right. And when you said "system," are 4 · you talking about the compensation ratios? 5 · . . . A. No, the HCM system. So, like, once you're</p>	

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<p>6· on the system, you kind of can't get off that 7· railroad. And, you know, the approvals just move 8· through. 9· These are not put in the system. These are 10· treated differently as an acquisition. And the head 11· of the line of business would sign off on it, but 12· it's probably in a spreadsheet form in an e-mail. 13· . . . Q· Okay. So the acquisition hire information 14· is not contained? 15· . . . A· And then it's loaded, and then when they 16· join -- 17· . . . Q· Then they're loaded? 18· . . . A· -- they're uploaded as existing employees in 19· the system. 20· . . . Q· Okay. 21· . . . A· And they get -- and then they get things 22· like their tenure. They get additional tenure; so 23· they -- five years, and we bought them, they get 24· that five years. So they get the higher vesting 25· rate for their 401(k). They get the -- when we used</p> <p>187</p> <p>1· to have vacation -- now we have unlimited vacation, 2· but when we used to have tier vacation, they would 3· get the more advanced vacation. 4· So they wouldn't lose anything coming to 5· Oracle. In fact, they gain in some things. So they 6· could be a month, their company -- they get bought, 7· and suddenly they have five weeks of vacation, and 8· they have the higher vesting for their 401(k). And 9· so we did that for retention. So we treated them 10· differently.</p>	
<p>189:5-11</p> <p>5· . . . Q· For the acquisition hires, who's making the 6· decisions for their starting salary? 7· . . . A· It's a group between -- it's the HR people 8· working with the business leaders and even 9· Doug Kehring who runs the M&A group. And there's a 10· lot of care and feeding that go into that, depending 11· on the product line.</p>	

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<p>189:12-190:10</p> <p>12· . . . Q· Okay. And is HR involved as well? 13· . . . A· They are, but we may be just, you know, 14· ·helping with what the business needs to do and how 15· ·they want to run it. 16· . . . Q· Okay. Are you contributing to determining 17· ·the starting salary? 18· . . . A· We can be, yeah. 19· . . . MR. SHWARTS: Wait. So just be clear. Your 20· ·"you" in that sentence -- was that HR or her? 21· . . . MR. SONG: HR. 22· . . . THE WITNESS: HR. 23· . . . MR. SHWARTS: Thank you. I think that's 24· ·what she understood, but I wanted to be clear. 25· . . . THE WITNESS: HR.</p> <p>190</p> <p>1· ·BY MR. SONG: 2· . . . Q· Because you personally are not involved at 3· ·that level? 4· . . . A· I have been involved in the past with the 5· ·senior executives, yes, I have, with the senior 6· ·people. 7· . . . Q· Okay. But not on a lower level? 8· . . . MR. SHWARTS: You need to answer the 9· ·question orally. 10· . . . THE WITNESS: Yes.</p>	
<p>202:2-204:09</p> <p>2· . . . Q· How do you ensure starting salaries are 3· ·competitive? 4· . . . MR. SHWARTS: Objection. Overbroad. 5· . . . You may answer. 6· . . . THE WITNESS: Okay. Well, there's lots of 7· ·ways. Certainly if -- you know, from basic stuff, 8· ·if you're losing people and you have attrition in 9· ·particular regions, you have to look and see what 10· ·your problem is, whether it's a bad manager, you're 11· ·not paying people well. 12· ·You have market data from Radford and alike 13· ·firms. You have market data from your recruiters 14· ·that will scream if you're not paying when they're 15· ·doing their searches and they're not getting people</p>	

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<p>16 · for what we're paying. 17 · Managers have views. So I guess that's four 18 · off of my head right there, but . . . 19 · BY MR. SONG: 20 · . . . Q. All right. What about salary ranges? How 21 · do you guys come up with salary ranges? 22 · . . . A. Ranges. 23 · . . . Q. Yeah. 24 · . . . MR. SHWARTS: I think she's answered that 25 · already, but you can answer again.</p>	
<p>203</p>	
<p>1 · . . . THE WITNESS: Yeah. It's based on the 2 · market data, it's based on what Radford gives us, 3 · and that's how we build the ranges for the 4 · particular job bands. And then they're modified by 5 · geography, as you know. I think we've covered that. 6 · BY MR. SONG: 7 · . . . Q. And you've only played a role in determining 8 · starting salary for executives, correct? 9 · . . . A. Yes. 10 · . . . Q. Have you ever played a role in determining 11 · starting salary for lower-level hires? 12 · . . . A. No. I mean, I just had a lower-level hire 13 · come in to my organization that I referred and was 14 · involved in recruiting this gal. And comp set her 15 · salary -- had, you know, no input and was happy with 16 · what they did. And she was happy with what they 17 · did, and we went from there. 18 · . . . Q. What about in your previous positions at 19 · Oracle -- were you involved in determining starting 20 · salary? 21 · . . . A. When I was at lower levels? 22 · . . . Q. Yeah. When you weren't the executive 23 · vice president. 24 · . . . A. Yeah. We've had -- you know, I built the -- 25 · I brought in the recruiting organization years ago;</p>	
<p>204</p>	
<p>1 · so I typically have not been recruiting in the mass 2 · market. I really was only focused forever on 3 · bringing in senior hires. 4 · . . . Q. Okay. And when you say you brought in the 5 · recruiting organization, what does that mean? 6 · . . . A. We built our own recruiting organization</p>	

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7 · · · · · versus paying headhunters to fill our jobs. 8 · · · · · Q · From the ground up within Oracle? 9 · · · · · A · Right. Yeah.	
221:2-223:14 2 · · · · · Q · Who were you talking about when you said 3 · · · · · “they”? 4 · · · · · A · When you have internal audits, legal 5 · · · · · conducts the internal audit. 6 · · · · · Q · Legal? 7 · · · · · A · Yeah. 8 · · · · · Q · So legal has conducted an internal equity 9 · · · · · assessment? 10 · · · · · MR. SHWARTS: All right. Stop. It’s 11 · · · · · privileged. We’re not talking about what legal 12 · · · · · does. Those are privileged audits. 13 · · · · · BY MR. SONG: 14 · · · · · Q · Okay. Has anyone outside of legal conducted 15 · · · · · an internal equity assessment for employees? 16 · · · · · A · No. 17 · · · · · Q · Were you involved personally in the internal 18 · · · · · equity assessment? 19 · · · · · MR. SHWARTS: Objection. We’re not going to 20 · · · · · get into what role she played in a privileged audit; 21 · · · · · so I’m going to instruct her not to answer on 22 · · · · · privilege grounds. 23 · · · · · MR. SONG: But if she didn’t play a role, 24 · · · · · can she answer? 25 · · · · · MR. SHWARTS: Well, I don’t -- whether	Oracle objects that OFCCP has designated testimony regarding issues protected by the attorney-client privilege.
222 1 · · · · · she -- well, no, she can’t because how legal 2 · · · · · conducted an audit, who they talked to and whatever 3 · · · · · is privileged. 4 · · · · · So whether she participated or not, we’re 5 · · · · · not going to get into that. It’s a privileged 6 · · · · · discussion, and I’m going to instruct. 7 · · · · · MR. SONG: But I’m not asking about her 8 · · · · · conversations or communications, just her action. 9 · · · · · MR. SHWARTS: And you’re asking about how 10 · · · · · legal conducted an audit, and that would entail who 11 · · · · · they talked to. And we are not having that 12 · · · · · discussion, and she is not going to respond to that 13 · · · · · question, so --	

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<p>14· ····· MR. SONG: Okay. So you're instructing her 15· ·not to answer? 16· ····· MR. SHWARTS: I am on privilege grounds, 17· ·correct. 18· ·BY MR. SONG: 19· ··· Q· Do you know when the equity assessments were 20· ·done? 21· ····· MR. SHWARTS: He just asked a question about 22· ·when. Do you know when? 23· ····· THE WITNESS: Yes. 24· ·BY MR. SONG: 25· ··· Q· Okay. When were the equity assessments</p> <p>223 1· ·done? 2· ·THE WITNESS: I have to answer more. 3· ····· MR. SHWARTS: Just he asked a date question. 4· ·That's it. 5· ····· THE WITNESS: Okay. But -- okay. 6· ····· MR. SHWARTS: If you know. 7· ····· THE WITNESS: If I know. I know of one 8· ·particular one that happened a few years ago, 9· ·probably three years ago. 10· ·BY MR. SONG: 11· ··· Q· Do you know of any others? 12· ··· A· I have -- I -- no. 13· ··· Q· So you only know about the one? 14· ··· A· Yes.</p>	
<p>226:10-230:13</p> <p>10· ··· Q· Do you know if Oracle made any pay 11· ·adjustments as a result of equity concerns? 12· ··· A· Ever? 13· ··· Q· Let's go to 2013, limit it to 2013. I'll 14· ·help you out here. 15· ····· MR. SHWARTS: If you know, within your 16· ·sphere of knowledge. 17· ····· THE WITNESS: Yeah. I mean, if you get a 18· ·claim or someone brings forward a claim that they 19· ·have equity concerns, we investigate. And has there 20· ·been changes in those? Sometimes yes; sometimes no. 21· ·BY MR. SONG: 22· ··· Q· Okay. 23· ··· A· Yeah.</p>	

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24 · · · Q· Do you know how many times that's happened?	
25 · · · A· No. I mean, I've been aware of it for less	
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1 · · · than five times, but I don't manage -- I -- those	
2 · · · either come in hotline. They're very infrequent	
3 · · · from what we do in investigation work. But they do	
4 · · · come in, from time to time.	
5 · · · Q· Okay. You said that you're aware of less	
6 · · · than five times?	
7 · · · A· Yes. Currently, yeah.	
8 · · · Q· And do you know if any of -- any of those	
9 · · · complaints resulted in pay adjustments?	
10 · · · A· Those -- yes. Yeah.	
11 · · · Q· How many of them resulted?	
12 · · · A· I believe two of the ones that I was aware	
13 · · · of did result in pay adjustments.	
14 · · · Q· And how were those pay adjustments	
15 · · · communicated to employees?	
16 · · · · · MR. SHWARTS: In those two instances?	
17 · · · BY MR. SONG:	
18 · · · Q· Yes. In those two instances.	
19 · · · A· Yeah. So standard when -- you know, came in	
20 · · · as a, you know, complaint. It was investigated.	
21 · · · And then whether it was a positive outcome	
22 · · · for them or a negative outcome for them, they were	
23 · · · all communicated that we found, yes, we agree with	
24 · · · what you're saying. We're making this change. Or	
25 · · · we don't agree, and we're not making any changes.	
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1 · · · · · So that would be the communication process,	
2 · · · a conversation.	
3 · · · Q· Okay. Would those communications be in	
4 · · · writing as well?	
5 · · · A· I don't believe so.	
6 · · · Q· And would those communications or those	
7 · · · complaints be in the HCM?	
8 · · · A· No. No. They wouldn't -- no.	
9 · · · Q· Where would those be stored?	
10 · · · A· There -- if they came in through the	
11 · · · investigation group, they have their own system of	
12 · · · filing, you know, an investigation, putting a case	
13 · · · number to it and doing it that way.	
14 · · · Q· Okay. And when you say investigation group?	

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15 ···· A. Your 800 number, you know, your code of 16 ·conduct hotlines. 17 ···· Q. Again, there's a unit just for 18 ·investigations? 19 ···· A. Yes. 20 ···· Q. Okay. And is this investigations unit under 21 ·HR? 22 ···· A. It's -- it's under -- it's under legal. And 23 ·then the investigations are divvied up depending on 24 ·what the nature of the investigations are to be 25 ·investigated. So whether it's internal audit, or	
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1 ·it's an HR complaint, because they can use, you 2 ·know -- every company has them, they can use it for 3 ·everything. And they do.	
4 ···· Q. Do you know how many people are in the 5 ·investigations unit?	
6 ···· A. Oh. There's -- there's one lawyer and 7 ·then -- I mean, I don't. I actually don't know.	
8 ···· Q. And HR -- your department is not involved in 9 ·this investigations unit?	
10 ···· A. If it's in an HR area, they do the 11 ·investigation. If it's like -- let's say someone is 12 ·cheating with a customer -- I mean, there's lots of 13 ·investigations -- cheating on your expense report, 14 ·everything you can imagine, sleeping with an 15 ·employee, sky's the limit.	
16 ···· So it's farmed out. It's under the umbrella 17 ·of a lawyer, but then it's farmed out to different 18 ·investigators, depending on the complaint.	
19 ···· Q. Okay. Are there investigators within HR?	
20 ···· A. Yes.	
21 ···· Q. How many investigators do you have?	
22 ···· A. I don't know how many people. It's 23 ·Timi Baxter, and I don't know how many people she 24 ·has. She probably has five people, five, six 25 ·people.	
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1 ···· Q. Okay. Are any of them lawyers?	
2 ···· A. No.	
3 ···· Q. Okay. And who do they report to?	
4 ···· A. Vickie Thrasher.	
5 ···· Q. Okay. So if I understand correctly, if	

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6· there's -- okay. Let's take a complaint regarding 7· compensation. If a complaint regarding compensation 8· came to the hotline, it would be funneled by the 9· attorney from investigations to the HR 10· investigators; is that correct? 11· MR. SHWARTS: Objection. 12· He's asking is that correct? 13· THE WITNESS: Yes, that's -- yeah. Yes.	
230:14-233:5 14· BY MR. SONG: 15· . . . Q. Okay. And then what would be -- the next 16· step be? It would be referred to Timi Baxter and 17· her team. Then what happens? What do they do? 18· MR. SHWARTS: In general. Speak in general. 19· THE WITNESS: Okay. In general, they would 20· assign someone to whatever the complaint was. They 21· have a procedure that they would go through if it's, 22· you know -- we've been told there's some 23· inappropriate sexual relationship going on, and they 24· would put together witnesses and, you know, go 25· interview people and come back with a summary on how 231 1· to handle the situation. 2· BY MR. SONG: 3· . . . Q. Okay. And would that summary be written? 4· . . . A. I think there's investigation notes. I'm 5· not sure how it's all done over there. 6· . . . Q. Okay. And then it's -- who gets the 7· summary? What do they do with the summary? 8· . . . A. I don't know what they do with the summary. 9· It's held under the lawyer over there. 10· . . . Q. Okay. So maybe the lawyer gets the summary? 11· . . . A. Yeah, it's -- the lawyer gets all the 12· summaries, yeah. 13· . . . Q. Okay. From -- 14· . . . A. Whoever. 15· . . . Q. The -- Timi's team? 16· . . . A. Or -- or if it's an audit or -- depending on 17· what it is. 18· . . . Q. And does this summary include a 19· recommendation on what to do? 20· . . . A. I don't know. I actually -- you know, I'm	

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21 · sure there's discussions on what to do, but I'm not 22 · sure there's a recommendation on the form. 23 · . . . Q · Okay. And then who ultimately decides what 24 · action to take? 25 · A · I think Emily makes most of the decisions or	
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1 · maybe a team of people -- 2 · . . . MR. SHWARTS: She's referring to a lawyer. 3 · . . . THE WITNESS: Yeah, Emily Sullivan, yeah. 4 · BY MR. SONG: 5 · . . . Q · Emily Sullivan. And is she the lawyer 6 · that's in the investigations? 7 · . . . A · No. She's in the employment law group. 8 · . . . Q · Okay. And she's the one that would make the 9 · final decision on what to do with the complaint? 10 · . . . A · Most likely. I mean, she would have 11 · discussions -- I mean, again, every situation is 12 · different. 13 · . . . Q · Sure. 14 · . . . A · This is hard to give you a one-size-fits-all 15 · answer. 16 · . . . Q · Yeah. I'm just speaking generally. 17 · . . . A · Yeah. I mean, you can only imagine what 18 · comes in and what isn't real and what is real, and I 19 · don't know her process -- her process is probably 20 · quite varied depending on what the situation is. 21 · . . . Q · Okay. And I know it can be a little bit 22 · tricky to answer this, but what -- what does Emily 23 · do with her decision? 24 · MR. SHWARTS: All right. Well, that's -- 25 · what the lawyer does is not relevant here. With	
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1 · respect to complaints, with respect to comp, we've 2 · identified the complaints. We've identified the 3 · actions taken based on those complaints. 4 · . . . What happened between A and B is not 5 · relevant here. This action is not about complaints.	
233:6-234:3	
6 · . . . MR. SONG: It's about compensation. 7 · . . . MR. SHWARTS: Right. And you've got 8 · complaints, and you have results.	

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<p>9 · · · · · MR. SONG: And what about -- I'm asking 10 · about compensation complaints. 11 · · · · · MR. SHWARTS: Right, but what a lawyer does 12 · is privileged and work product; so we're not going 13 · to get into what Emily Sullivan does or doesn't do. 14 · · · · · MR. SONG: Okay. But after -- after a 15 · complaint is resolved -- 16 · · · · · MR. SHWARTS: Right. 17 · · · · · MR. SONG: -- and is made -- 18 · · · · · THE WITNESS: And we've covered that. 19 · · · · · MR. SHWARTS: And I let her answer that we 20 · communicate that result to the employee. 21 · BY MR. SONG: 22 · · · · Q. And is that the end of the process once it's 23 · communicated to the employee? 24 · · · · A. In -- yeah, the one -- I mean, we would also 25 · inform the manager. And the manager would be aware</p> <p>234 1 · that we were investigating it as well. So we close 2 · it out and talk to people and, yeah, that's the end 3 · of it.</p>	
<p>242:12-244:23</p> <p>12 · · · · Q. Is salary kept confidential at Oracle? 13 · · · · · MR. SHWARTS: Objection. Vague and 14 · overbroad. 15 · · · · · You may answer. 16 · · · · · THE WITNESS: Confidential -- you mean we 17 · don't share everyone's salary with everyone? 18 · BY MR. SONG: 19 · · · · Q. Yes. Is there a general confidentiality 20 · policy regarding salary? 21 · · · · A. I don't know if there is. We certainly 22 · share our executive salaries, and I don't know if we 23 · have a specific policy that says we don't share 24 · salaries. 25 · · · · Q. Okay. When you say you share executive</p> <p>243 1 · salaries -- 2 · · · · A. Publicly. 3 · · · · Q. Publicly? 4 · · · · A. Publicly.</p>	

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5 ···· Q. Okay. What about nonexecutive salaries? 6 ···· A. No. We don't publicly post them. 7 ···· Q. Okay. So employees have, obviously, access 8 · to their own salaries, access to information about 9 · their own salaries. Do they have access to any 10 · other salary information? 11 ···· A. No. 12 ···· Q. Even aggregate salary information? 13 ···· A. Well, managers have access to all of their 14 · employees' salaries. 15 ···· Q. Okay. 16 ···· A. And managers' managers, you know. 17 ···· Q. So as the EVP of HR, you would have access 18 · to everyone's salaries below you? 19 ···· A. I have access to everyone's salary if I 20 · wanted it. 21 ···· Q. In the entire organization? 22 ···· A. Yes. 23 ···· Q. Okay. Wow. 24 ···· A. I know. Isn't that great? Have I ever 25 · looked? No.	
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1 ···· Q. Okay. For less powerful people like 2 · Safra Catz, would she only have access to salaries 3 · of people within her business? 4 ···· A. Yes. 5 ···· Q. Okay. And the same would be true for 6 · Mark Hurd? 7 ···· A. Correct. 8 ···· Q. And for lower-level managers, they would 9 · only have access to the salaries of their reports? 10 ···· A. And below them. 11 ···· Q. And below them? 12 ···· A. They would have their line of business that 13 · they were responsible for. 14 · · Q. Okay. And people would not have access 15 · to – employees would not have access to kind of -- 16 · how do I say that? Just like if they're on the same 17 · level – like, they don't have access to their 18 · colleagues who are at the same job title and 19 · position, et cetera? 20 · · A. No. They don't have access to that. 21 · · Q. Okay. Just people who are reports and	

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22 · below? 23 · A. Yeah.	
244:24-245:1 24 Q. Okay. Were employees instructed not to 25 discuss salary at Oracle? 245 1 A. No--	
245:10-14 10 · · · · · THE WITNESS: Okay. Yeah. I am not aware 11 · of any policy or direction where we tell people not 12 · to discuss each others salaries unless, of course, 13 · it is the law, but I don't -- I don't have knowledge 14 · on this topic.	
255:24-256:08 24 · · · Q. Okay. And does a promotion always come with 25 · an increase in salary? 256 1 · · · A. We like to see an increase in salary unless 2 · the person is way above their range to begin with, 3 · and then they move into the correct -- they're 4 · hitting the range, the next range, you know, the 5 · next range. 6 · · · Q. And that's what you're referring to when you 7 · said -- 8 · · · A. Dry promotion.	
287:1-290:1 1 · · · · · (Exhibit 68 was marked.) 2 · · · · · THE WITNESS: Okay. 3 · BY MR. SONG: 4 · · · Q. Okay. Do you recognize this exhibit? 5 · · · A. I don't recognize this particular send mail, 6 · even though I was copied on it, but I'm familiar 7 · with what they were doing. 8 · · · Q. Okay. And so this exhibit actually has two 9 · documents. One is an e-mail and then the second 10 · document is the global rehire guidelines. 11 · · · · · Do you recognize the global rehire 12 · guidelines? 13 · · · A. Yep.	

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14 · · · · Q· Okay. Do you know who wrote those? 15 · · · · A· No. Someone in Phil's group. 16 · · · · Q· Okay. But you're familiar with this 17 · document? 18 · · · · A· I am. 19 · · · · Q· Okay. If you go towards the bottom of that 20 · document, under compensation offer considerations, 21 · there's a subheading called "Internal Pay Equity." 22 · · · · · How does the offer for the rehire compare 23 · against peers in the same role, hierarchy, and/or 24 · location review comparable peers? 25 · Now, were you involved -- you personally	
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1 · involved in any of these actions? 2 · · · · A· Personally involved with -- 3 · · · · Q· Comparing against peers. 4 · · · · · MR. SHWARTS: I'm sorry. Are you asking 5 · about specific -- like, was she involved in any 6 · specific rehire scenario, or are you speaking about 7 · this process as it was developed? 8 · · · · · MR. SONG: This specific process comparing 9 · against peers. 10 · THE WITNESS: But everything we talked about 11 · today, you know, we -- we compare like new-hires 12 · against incumbents and the role. So that's no 13 · different than this or -- this is just restating 14 · what we've always done. 15 · BY MR. SONG: 16 · · · · Q· Okay. But I just wanted to know if you were 17 · specifically involved in looking at this internal 18 · pay equity, did you compare against peers in the 19 · same role, hierarchy, and/or location? 20 · Like, did you -- were you actually involved 21 · in any of this? 22 · · · · · MR. SHWARTS: For rehire in your group. 23 · · · · · THE WITNESS: For a rehire in my group? No. 24 · I mean, no. I mean, if we're doing a rehire in my 25 · organization, the comp people do it for us. We	
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1 · don't even . . . 2 · BY MR. SONG: 3 · · · · Q· Okay. Do you know if anybody within HR 4 · participated in this?	

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<p>5 · · · · A · I don't think I know what you're asking. 6 · · · · Q · Okay. Did any -- so you personally have not 7 · been involved in comparing a rehire against some of 8 · their peers? 9 · · · · A · No. I -- no, I wouldn't. 10 · · · · Q · But what about people in your department in 11 · HR? Were they involved in this? 12 · · · · A · We have rehired people. I just let -- when 13 · we hire -- rehire people or I hire someone off the 14 · street that I've never met, I let the comp 15 · department determine what to pay them. So I don't 16 · even -- so they would follow this -- 17 · · · · Q · This? 18 · · · · A · -- and make it what we should pay them and 19 · what's fair to pay them and what's fair to 20 · incumbents and . . . 21 · · · · Q · So what I'm curious about is how they would 22 · compare them with -- you know, compare them with 23 · peers. Is it based on the job level, location -- 24 · · · · A · It would be based on their resume and 25 · experience against the people currently in that same</p> <p>290 1 · role --</p>	
<p>290:2-3</p> <p>2 · · · · Q · Okay. 3 · · · · A · -- at any department.</p>	
<p>306:16-23</p> <p>16 · · · · Q · Okay. And does Oracle conduct training on 17 · the affirmative action plan? 18 · · · · A · Specific training? You would have to ask 19 · them, just like with all the other training. 20 · I'm assuming there is some training, and 21 · there's training in the code of conduct on equal 22 · employment. But I don't know if there's a specific 23 · EEOC just targeted training.</p>	
<p>319:21-320:7</p> <p>21 · · · · Q · All right. But when you're -- during the 22 · focal review process, you're -- the managers only 23 · have access to their employees, correct? 24 · · · · A · Correct.</p>	

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<p>25 · · · · Q· So they're not looking at large groups of</p> <p>320</p> <p>1· employees to see if men and women are being paid</p> <p>2· fairly, but they're only looking at their reports?</p> <p>3· · · · A· Their organizations.</p> <p>4· · · · Q· Yeah. So -- because they don't have access</p> <p>5· to salaries of people across the organization,</p> <p>6· correct?</p> <p>7· · · · A· Correct.</p>	
<p>320:8-321:11</p> <p>8· · · · Q· Okay. But -- so if they only have access to</p> <p>9· their direct reports, then how can they ensure --</p> <p>10· how can they identify gender pay disparity, for</p> <p>11· example?</p> <p>12· · · · A· Well, first of all, they don't just have</p> <p>13· access to their direct reports. They have access to</p> <p>14· their whole organization.</p> <p>15· So -- and if it's a small group and --</p> <p>16· you're right. So maybe they don't make a big impact</p> <p>17· on the whole company, but they're responsible for</p> <p>18· their organizations.</p> <p>19· · · · Q· Okay. So if -- let's say -- we'll take an</p> <p>20· M-1 manager, a lower -- lowest level manager, that</p> <p>21· manager would have access to salaries of the entire</p> <p>22· HR organization?</p> <p>23· · · · A· No. What you said was in the focal review</p> <p>24· process, the manager would only have access to their</p> <p>25· direct reports.</p> <p>321</p> <p>1· · · · Q· Yes.</p> <p>2· · · · A· They have access to their whole</p> <p>3· organization. So even if I'm an M-1, I have direct</p> <p>4· reports, and then I have people underneath my -- so</p> <p>5· we're talking -- I was just correcting you on -- so</p> <p>6· don't pick on me, let's just pick on a director.</p> <p>7· · · · · So a director has -- can see the direct</p> <p>8· report information and has access to their entire</p> <p>9· organization.</p> <p>10· · · · Q· Below them?</p> <p>11· · · · A· Yes.</p>	

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<p>321:12-22</p> <p>12 · · · · Q. Okay. But if it was a really low level 13 · manager like an M-1, they would only have four or 14 · five -- like, a small group of reports or people -- 15 · salaries that they could see, right? 16 · · · · A. They would see everybody in their 17 · organization. If it was four people, it would be 18 · four people. 19 · · · · Q. Okay. But the people below them? 20 · · · · A. And they could see the people below them. 21 · · · · Q. Yeah. Only below them? 22 · · · · A. Yes.</p>	
<p>321:23-322:16</p> <p>23 · · · · Q. Okay. And does Oracle have any compensation 24 · affirmative action goals? 25 · · · · · MR. SHWARTS: Again, to your knowledge.</p> <p>322</p> <p>1 · She's not here to testify on behalf of Oracle. 2 · · · · · If you know. 3 · · · · · THE WITNESS: I'm trying to even translate 4 · what that means, and I think I know what it means. 5 · And I'm not sure if they have compensation -- direct 6 · affirmative action compensation goals stated in any 7 · of their materials. 8 · BY MR. SONG: 9 · · · · Q. Okay. Do you know what the affirmative 10 · action goals for Oracle are? 11 · · · · A. In general, we're deficient, and where we 12 · have done a higher end and -- 13 · · · · Q. Yeah, the specific goals that they have. 14 · · · · · MR. SHWARTS: Today? 15 · · · · · MR. SONG: Yes, today. 16 · · · · · THE WITNESS: No.</p>	
<p>330:5-11</p> <p>5 · · · · Q. Okay. Does she provide any reports 6 · regarding compensation? 7 · · · · A. I don't recall any reports on compensation 8 · kind of ever. 9 · · · · Q. Okay. And did you ever ask her about 10 · compensation?</p>	

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11 · · · A · No, I did not.	
336:12-13 12 · · · Q · Has anyone at Oracle been trained to do 13 · internal pay assessments by gender?	
336:14-22 14 · · · A · Has anyone at Oracle been trained to do pay 15 · assessments at Oracle -- I'm not aware of anyone 16 · being trained. 17 · · · Q · Okay. Has anyone -- do you know if anyone 18 · at Oracle has been trained to do internal pay equity 19 · assessments based upon race? 20 · · · A · I -- you would have to ask -- no. I am not 21 · aware of me sending anybody off to training to do 22 · that kind of work.	
337:14-338:25 14 · · · Q Okay. And do you think that you personally 15 · do anything to help promote a culture of fairness 16 · and pay equity at Oracle? 17 · · · MR. SHWARTS: He's asking about you 18 · personally. 19 · · · THE WITNESS: Personally. I believe I do. 20 · · · BY MR. SONG: 21 · · · Q Okay. And what -- what actions do you do? 22 · · · A Well, I mean, we hire the best qualified 23 · candidates, but we have a diverse, you know, 24 · workforce and don't practice in any discriminatory 25 · practice related to pay or how we treat people or -- 338 1 · I'm active in the programs. I'm an active 2 · mentor. I started the OWL program. I'm the 3 · executive director. I get on college campuses and 4 · help recruit. I kick off college programs when we 5 · celebrate them onboarding. I'm involved. 6 · · · Q Okay. And then would your answer be similar 7 · for HR, what HR does? 8 · · · A HR is very involved. HR runs the high 9 · school. HR runs all the -- I can't talk anymore -- 10 · the diversity programs and enjoy doing it and are 11 · active doing it. 12 · · · Q Okay. And what about in terms of developing 13 · talented women at Oracle?	

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14 · · · A We -- you know, our -- we have mentorship 15 · programs for women. We -- we reach out and 16 · customize training programs for women and our guys 17 · and our minorities. And we support our gay and 18 · lesbian and transgender populations equally as well. 19 · · · Q Okay. And have you ever said that women 20 · should be hired because they will work harder, and 21 · you can pay them less? 22 · · · A No. That would be insulting to myself. 23 · · · Q All right. And have you ever -- have you 24 · ever heard that said at Oracle? 25 · · · A Never.	