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Exhibit P

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN

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In re: UNITED STATES of :
AMERICA and the STATE of :
MICHIGAN, :
 :
Plaintiffs, :
 :Case No.
v. :5:15-CV-12311-JEL-DRG
 :
HILLSDALE COMMUNITY HEALTH :
CENTER, W.A. FOOTE MEMORIAL :
HOSPITAL d/b/a ALLEGIANCE :
Health, COMMUNITY HEALTH :
CENTER of BRANCH COUNTY, :
and PROMEDICA HEALTH :
SYSTEM, INC., :
 :
Defendants. :
----- :

CONFIDENTIAL - SUBJECT TO PROTECTIVE ORDER

Wednesday, December 14, 2016

Video Deposition of SUSAN H. MANNING,
PH.D., taken at the Law Offices of Baker
Donelson, Bearman, Caldwell & Berkowitz, PC,
901 K Street NW, Washington, D.C., beginning at
9:35 a.m., before Ryan K. Black, a Registered
Professional Reporter, Certified Livenote
Reporter and Notary Public in and for District
of Columbia.

1 marketing in Hillsdale County?

2 A. I'm sorry. Could you repeat the
3 question, please?

4 Q. Sure.

5 Did you form an opinion on whether
6 Allegiance and Hillsdale Hospital, in fact, had
7 an agreement that Allegiance would restrict
8 marketing in Hillsdale County?

9 A. I did not form an opinion on that.
10 I was asked to assume that there was an alleged
11 agreement.

12 Q. Did any of the work you performed
13 prove the existence of an agreement that
14 Allegiance would restrict marketing in Hillsdale
15 County?

16 A. Given that my analysis assumes their
17 agreement, my analysis would not be, I guess,
18 informative of your -- on your question.

19 Q. So the work you performed did
20 not prove the existence of an agreement that
21 Allegiance would restrict marketing in Hillsdale
22 County; is that correct?

1 A. Since my agreement assumes -- since my
2 analysis assumes their agreement -- there is an
3 agreement. It does -- it is, by definition,
4 assuming it occurred, so I'm not sure how
5 my analysis would go to the proof of that
6 agreement.

7 Q. And, similarly, the work you performed
8 could not disprove the existence of an agreement
9 that Allegiance would restrict marketing in
10 Hillsdale County; is that correct?

11 A. On the fact of whether or not there is
12 an agreement, my analysis would -- would not go
13 to the fact of the agreement; however, because
14 I'm assuming there is an agreement, my analysis
15 does examine what the effect on competition,
16 and, subsequently, on whether or not there were
17 anticompetitive or procompetitive effects,
18 my analysis would, in fact, cover that.

19 Q. So --

20 A. So I want to be clear that the fact of
21 the agreement is very different than what the
22 effect of the agreement would be.

1 Q. So just limiting the question to the
2 fact of your agreement, is it correct that the
3 work you performed did not disprove the fact
4 of an agreement that Allegiance would restrict
5 marketing in Hillsdale County?

6 A. My analysis was not designed to answer
7 the question that you pose, so my analysis does
8 not go to that inquiry.

9 Q. Do you agree that Allegiance competes
10 with Hillsdale Hospital?

11 A. I do.

12 Q. Do you agree that hospitals use
13 marketing to attract patients?

14 A. I agree that marketing is one element
15 of competition for patients, yes, that hospitals
16 typically use.

17 Q. So do you agree that marketing is one
18 thing that hospitals use to attract patients?

19 A. Yes.

20 Q. Do you agree that hospital marketing
21 is a way that hospitals compete?

22 A. Yes.

1 relied on, the Court did exclude my analysis.

2 Q. Is that the only time that a court has
3 rejected your expert testimony?

4 A. Yes.

5 Q. To your knowledge, has a court in any
6 other case criticized your expert opinion?

7 A. Courts, obviously in reaching their
8 opinion, accept part of an expert's -- may
9 accept part of an expert's opinion and may
10 accept the other expert's opinion, so there are
11 -- there are cases that I've testified where the
12 Court accepted some of my opinion and relied on
13 that and in other cases chose to adopt the
14 opinion of the other expert.

15 Q. And in some of those cases, to your
16 knowledge, did a court, in particular, criticize
17 the portions of your expert opinion that the
18 Court did not accept?

19 A. Not that I recall.

20 Q. And is customer allocation a form of
21 market allocation?

22 A. Yes.

1 Susan H. Manning, Ph.D

2 C E R T I F I C A T E

3
4 I do hereby certify that the aforesaid
5 testimony was taken before me, pursuant to
6 notice, at the time and place indicated; that
7 said deponent was by me duly sworn to tell the
8 truth, the whole truth, and nothing but the
9 truth; that the testimony of said deponent was
10 correctly recorded in machine shorthand by me
11 and thereafter transcribed under my supervision
12 with computer-aided transcription; that the
13 deposition is a true and correct record of the
14 testimony given by the witness; and that I am
15 neither of counsel nor kin to any party in said
16 action, nor interested in the outcome thereof.

17
18 WITNESS my hand and official seal this
19 26th day of December 2016.

20
21 

22 Ryan K. Black