

REED SMITH SHAW & McCLAY

MAILING ADDRESS
P.O. BOX 2009
PITTSBURGH, PA 15230-2009
FACSIMILE
412-288-3063
TELEX 277871 (RCA)

435 SIXTH AVENUE
PITTSBURGH, PA 15219-1886
412-288-3131

WASHINGTON, DC
PHILADELPHIA, PA
HARRISBURG, PA
MCLEAN, VA
PRINCETON, NJ
NEW YORK, NY

WRITER'S DIRECT DIAL NUMBER

(412) 288-3302

January 17, 1997

By Fax: (202) 307-9952

Steven Semararo, Esquire
U.S. Department of Justice
Antitrust Division, Civil Task Force
Liberty Place Building, Suite 300
325 Seventh Street N.W.
Washington, DC 20004

CIVIL TASK FORCE

97 JAN 22 AM 10:35
DEPT. OF JUSTICE
ANTITRUST DIVISION

Re: Civil Investigative Demand No. 15313

Dear Mr. Semararo:

As we discussed, I am providing the initial response of Mellon Bank to the additional requests made in your letter of December 13, 1996. Pursuant to our discussion, you will advise me if further production of materials becomes necessary.

The Mellon Bank associates who have been MasterCard or VISA committee members since January 1, 1990 include:

<u>Name</u>	<u>Committee or Board</u>	<u>Years</u>
Richard Gaugh	MasterCard Board of Directors	1985-1994
Martin McGuinn	MasterCard Board of Directors	1994-present
Robert Hill	MasterCard Debit Products Advisory Board	1993-1994
	Cirrus Board of Directors	1995-1996
Kerry Ryan	MasterCard Business Committee VISA Card Operations Advisors	1990-1995
Brian Tschetter	VISA Product Marketing Committee	1991-1992
Richard LaRosa	MasterCard Commercial Products Committee	1991-present
	MasterCard Premium Card Committee	1996
Ray Duggins	MasterCard Business Committee VISA Risk Committee	1996-present
Janet Hartung	Cirrus Board of Directors	1990-1992
John Beahn	Cirrus Board of Directors	1992-1994
David Johns	VISA Merchant Services Committee	1995

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Ernest Toth	MasterCard Operations Committee	1990-1996
Paul A. Frank	Maestro International Board	1996
Paul S. Beideman	Cirrus Board of Directors	1996

In preparing Mellon's earlier response to this CID, by agreement with Scott Scheele, only the files of certain individuals were searched. (Mr. Scheele's letter of October 7, 1996, is attached to Mellon's October 17, 1996, response). Of the persons identified above as current or former committee members, the files of Kerry Ryan, Ray Duggins, Richard LaRosa and David Johns were searched, and responsive documents have been provided. In addition, in preparing Mellon's response to CID Nos. 12146 and 15213, the files of Martin McGuinn were searched, and responsive documents have been produced.

With respect to the second question, the following outside consultants have been identified:


<u>Consultants</u>	<u>Business Issue</u>	<u>Years</u>
McKinsey & Co.	Corporate Cross Selling	1994
Portfolio Management Associates	Portfolio Risk Assessment	1995
Fair Isaac & Co.	Credit Scoring	1991-1995
First Boston	Portfolio Securitization	1995
Dove and Associates	Network Issues	1996

The work product of these consultants was not considered responsive to the earlier requests set forth in this CID, and therefore, have not been produced previously.

As stated in Mellon's original response to the CID, this information is from company records and is believed to be complete and accurate. Mellon reserves the right to amend or supplement this response should additional information become known.

Sincerely,

REED SMITH SHAW & McCLAY

By 
Debra H. Dermody

DHD:dda

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