

STATE OF NORTH CAROLINA
WILKES COUNTY

IN THE GENERAL COURT OF JUSTICE
SUPERIOR COURT DIVISION
15CVS1

WINDOW WORLD OF BATON ROUGE, LLC; WINDOW WORLD OF DALLAS, LLC; WINDOW WORLD OF TRI STATE AREA, LLC; and JAMES W. ROLAND,

Plaintiffs,

v.

WINDOW WORLD, INC.; WINDOW WORLD INTERNATIONAL, LLC; and TAMMY WHITWORTH,

Defendants.

**ORDER ON DEFENDANTS
WINDOW WORLD, INC. AND
WINDOW WORLD INTERNATIONAL,
LLC'S MOTIONS TO SEAL**

WILKES COUNTY

15 CVS 2

WINDOW WORLD OF ST. LOUIS, INC.; WINDOW WORLD OF KANSAS CITY, INC.; WINDOW WORLD OF SPRINGFIELD/PEORIA, INC.; JAMES T. LOMAX III; JONATHAN GILLETTE; B&E INVESTORS, INC.; WINDOW WORLD OF NORTH ATLANTA, INC.; WINDOW WORLD OF CENTRAL ALABAMA, INC.; MICHAEL EDWARDS; MELISSA EDWARDS; WINDOW WORLD OF CENTRAL PA, LLC; ANGELL P. WESNERFORD; KENNETH R. FORD, JR.; WORLD OF WINDOWS OF DENVER, LLC; RICK D. ROSE; CHRISTINA M. ROSE; WINDOW WORLD OF LEXINGTON, INC.; TOMMY R. JONES; JEREMY T. SHUMATE; WINDOW WORLD OF PHOENIX LLC; JAMES BALLARD; and TONI BALLARD,

Plaintiffs,

and

WINDOW WORLD OF ROCKFORD,
INC.; WINDOW WORLD OF JOLIET,
INC.; SCOTT A. WILLIAMSON;
JENNIFER L. WILLIAMSON; and
BRIAN C. HOPKINS,

Plaintiffs and
Counterclaim
Defendants,

v.

WINDOW WORLD, INC.; WINDOW
WORLD INTERNATIONAL, LLC; and
TAMMY WHITWORTH, individually
and as trustee of the Tammy E.
Whitworth Revocable Trust,

Defendants and
Counterclaim
Plaintiffs,

v.

WINDOW WORLD OF
BLOOMINGTON, INC.,

Counterclaim
Defendant.

1. **THIS MATTER** is before the Court upon Defendants Window World, Inc. and Window World International, LLC's (together, "WW") Motion to Seal filed on 5 December 2023 ("WW's First Motion to Seal"), (ECF No. 1013 (15CVS1); ECF No. 1075 (15CVS2)), WW's Motion to Seal filed on 29 December 2023 ("WW's Second Motion to Seal"), (ECF No. 1029 (15CVS1); ECF No. 1090 (15CVS2)), and WW's Motion to Seal filed on 19 January 2024 ("WW's Third Motion to Seal"), (ECF No. 1038 (15CVS1); ECF No. 1097 (15CVS2)), (together, "WW's Motions to Seal") in the above-captioned cases.

2. On 18 October 2023, Plaintiffs filed their Motion for Partial Summary Judgment (“Plaintiffs’ Motion”), an accompanying brief, seven volumes of supporting exhibits (many of which were provisionally filed under seal), and two volumes of deposition excerpts. (ECF No. 975–85 (15CVS1); ECF No. 1039–49 (15CVS2).) On the same date, Defendants provisionally filed under seal their Motion for Summary Judgment (“Defendants’ Motion”), an accompanying brief, and three appendices of exhibits. (ECF No. 973–974 (15CVS1); ECF No. 1037–1038 (15CVS2).)

3. On 1 December 2023, Plaintiffs filed under seal their Brief in Opposition to Tammy Whitworth’s (“Whitworth”) Motion for Partial Summary Judgment (“Plaintiffs’ Opposition to Whitworth’s Motion”) and one supporting exhibit. (ECF No. 1005–1006 (15CVS1).) On the same date, Plaintiffs filed under seal their Brief in Opposition to Defendants’ Motion (“Plaintiffs’ Opposition to Defendants’ Motion”) and 22 supporting exhibits (many of which were provisionally filed under seal), (ECF No. 1007–1008 (15CVS1); ECF No. 1069–1070 (15CVS2)), as well as Plaintiffs’ Response in Opposition to Defendants’ Motion for Partial Summary Judgment under the NCUVTA (“Plaintiffs’ Response to Defendants’ Motion under NCUVTA”) and two exhibits provisionally filed under seal, (ECF No. 1067–1068 (15CVS2)). On 1 December 2023, Defendants filed under seal their Response to Plaintiffs’ Motion for Summary Judgment (“Defendants’ Response”), (ECF No. 1010 (15CVS1); ECF No. 1072 (15CVS2)), and Defendants’ fourth appendix of exhibits, (ECF No. 1009 (15CVS1); ECF No. 1071 (15CVS2)).

4. WW filed its First Motion to Seal on 5 December 2023, (ECF No. 1013 (15CVS1); ECF No. 1075 (15CVS2)), seeking certain documents and exhibits to be sealed or partially redacted that were filed in connection with the parties' summary judgment motions. WW's First Motion to Seal included two exhibits (i) an affidavit of Charles F. Bauer, Corporate Counsel for Window World, Inc.; and (ii) lists of documents filed under seal by either WW or Plaintiffs that WW relinquished from sealing. In addition, WW filed its Brief in Support of Motion to Seal on 5 December 2023, (ECF No. 1014 (15CVS1); ECF No. 1076 (15CVS2)), detailing the documents and exhibits WW sought to seal or redact in part, allegedly containing (i) trade secrets; (ii) other confidential and proprietary business information; (iii) sensitive personal and family matters not relevant to the claims at issue; (iv) banking information that was inadvertently produced; and (v) confidential information in documents that were not filed initially under seal by Plaintiffs. On the same date, WW provided proposed redactions for documents and exhibits that WW sought to partially seal in WW's First Motion to Seal to the Court and all parties to this case via email for *in camera* review.

5. Based on WW's First Motion to Seal with respect to confidential information in exhibits that were not provisionally filed under seal by Plaintiffs, on 6 December 2023, the Court, out of an abundance of caution, placed Exhibits 3, 9, 20, 26, 61–64, 66, O, X, and AA to Plaintiffs' Motion under seal and issued a *Sua Sponte* Sealing Order memorializing the same. (ECF No. 1015 (15CVS1); ECF No. 1077 (15CVS2).)

6. On 29 December 2023, (i) Plaintiffs filed under seal their Reply Brief in Support of Plaintiffs' Motion for Partial Summary Judgment ("Plaintiffs' Reply"), as well as 16 supporting exhibits (all provisionally filed under seal), (ECF No. 1025–1026 (15CVS1); ECF No. 1087, 1089 (15CVS2)), (ii) Defendants filed under seal their Reply Brief in Support of Summary Judgment ("Defendants' Reply") and Defendants' fifth appendix of exhibits, (ECF No. 1030–1031 (15CVS1); ECF No. 1091–1092 (15CVS2)), and (iii) Whitworth filed her Reply Brief in Support of Motion for Partial Summary Judgment ("Whitworth's Reply") and five supporting exhibits (many of which were filed under seal), (ECF No. 1028 (15CVS1)).

7. WW filed its Second Motion to Seal on 29 December 2023 (ECF No. 1029 (15CVS1); ECF No. 1090 (15CVS2)), seeking certain documents and exhibits to be sealed or partially redacted that were filed in connection with the parties' responsive briefs in connection with their cross-motions for summary judgment. WW's Second Motion to Seal included two exhibits (i) an affidavit of Charles F. Bauer, Corporate Counsel for Window World, Inc.; and (ii) lists of documents filed under seal by Plaintiffs that WW relinquished from sealing. In addition, WW filed its Brief in Support of Motion to Seal on 29 December 2023, (ECF No. 1032 (15CVS1); ECF No. 1094 (15CVS2)), detailing the documents and exhibits WW sought to seal or redact in part, allegedly containing (i) trade secrets and (ii) other confidential and proprietary business information.

8. WW filed its Third Motion to Seal on 19 January 2024 (ECF No. 1038 (15CVS1); ECF No. 1097 (15CVS2)), seeking certain documents and exhibits to be

sealed or partially redacted that were filed in connection with the parties' reply briefs on their cross-motions for summary judgment, including reply brief filings of Plaintiffs and Whitworth. WW's Third Motion to Seal included an exhibit listing Plaintiffs' documents and exhibits that were provisionally filed under seal that WW relinquished from sealing. In addition, WW filed its Brief in Support of Motion to Seal on 19 January 2024, (ECF No. 1042 (15CVS1); ECF No. 1101 (15CVS2)), detailing the documents and exhibits that WW sought to seal or redact in part, allegedly containing (i) trade secrets and (ii) other confidential and proprietary business information.

9. The Court informed all counsel of record via e-mail on 22 January 2024 that Exhibits A and C to Whitworth's Reply were not provisionally filed under seal when originally filed by Whitworth and that the Court had placed Exhibit C under seal by its Order dated 18 January 2024, (ECF No. 1036 (15CVS1)), pending the Court's determination of a separate motion to seal filed by Associated Materials, LLC ("AMI"). Out of an abundance of caution, the Court also placed Exhibit A under seal and issued a *Sua Sponte* Sealing Order memorializing the same on 22 January 2024. (ECF No. 1043 (15CVS1).)

10. The Court entered an Interim Order on Motions to Seal on 30 April 2024 (the "Interim Order"), (ECF No. 1053 (15CVS1); ECF No. 1111 (15CVS2)), ordering the parties to address procedural shortcomings in various motions to seal filed in connection with the summary judgment briefing. The Interim Order addressed WW's Motions to Seal and specifically required WW to (i) file a brief explaining why sealing

the provisionally sealed exhibits identified in section III of WW's First Motion to Seal is necessary; (ii) indicate whether WW sought sealed treatment for certain exhibits in Plaintiffs' Motion, Defendants' Motion, and listed in the Interim Order; and (iii) after consultation with Plaintiffs and Whitworth as appropriate, provide proposed redactions to certain exhibits to the Court for *in camera* review. (ECF No. 1053 (15CVS1); ECF No. 1111 (15CVS2).) The Interim Order also directed third parties John G. Vannoy, Jr. and Vannoy, Colvard, Triplett & Vannoy, P.L.L.C. (the "Vannoy Parties") to provide their proposed redactions to Exhibit 4.App.23013 to WW for submission to the Court for *in camera* review. (ECF No. 1053 (15CVS1); ECF No. 1111 (15CVS2).)

11. On 6 June 2024, WW filed its Supplemental Brief Regarding Motions to Seal (the "Supplemental Brief"), (ECF No. 1061 (15CVS1); ECF No. 1119 (15CVS2)), in accordance with the Interim Order, and (i) explained why sealing the provisionally sealed exhibits identified in section III of WW's First Motion to Seal was still necessary; (ii) indicated whether WW sought sealed treatment for certain exhibits in Plaintiffs' Motion, Defendants' Motion, and otherwise listed in the Interim Order; (iii) identified exhibits that it no longer sought to seal; and (iv) provided supplemental clarifications for the sealing of certain exhibits. After consulting with Plaintiffs, WW noted in its Supplemental Brief that, "[w]hile Plaintiffs do not challenge Window World's requested redactions related to personal and health issues of current or former Window World leadership, Plaintiffs do not agree that the other redactions Window World has proposed to Plaintiffs' deposition transcripts and other documents

are appropriate.” (ECF No. 1061 (15CVS1); ECF No. 1119 (15CVS2).) On the same date, WW provided proposed redactions for documents and exhibits referenced in the Interim Order and Supplemental Brief to the Court and all parties in this case via email for *in camera* review.

12. Documents filed in the courts of this State are “open to the inspection of the public[,]” except as prohibited by law. N.C.G.S. § 7A-109(a); *see Virmani v. Presbyterian Health Servs. Corp.*, 350 N.C. 449, 463 (1999). Nevertheless, “‘a trial court may, in the proper circumstances, shield portions of court proceedings and records from the public[.]’” *France v. France*, 209 N.C. App. 406, 413 (2011) (emphasis omitted) (quoting *Virmani*, 350 N.C. at 463). “The determination of whether [documents] should be filed under seal is within the discretion of the trial court.” *Taylor v. Fernandes*, 2018 NCBC LEXIS 4, at *4 (N.C. Super. Ct. Jan. 18, 2018).

13. Rule 5 of the North Carolina Business Court Rules (“BCR”) governs the process for filing documents under seal in this Court and includes specific procedural instructions designed to ensure a proper balance between the interests of the litigants and the public. Until the Court can make this determination, BCR 5.2(f) provides the public with notice that documents have been provisionally sealed and allows access to public redacted versions or non-confidential descriptions of those documents. *See* BCR 5.2(f). WW, as the designating party for the provisionally sealed documents that are the subject of WW’s Motions to Seal, bears the burden of overcoming the presumption that court records should be open to the public. *See* BCR 5.1(c); *PDF*

Elec. & Supply Co., LLC v. Jacobsen, 2020 NCBC LEXIS 80, at *4 (N.C. Super. Ct. July 8, 2020).

14. As an initial matter, as set forth in WW’s Motions to Seal and its Supplemental Brief, the Court notes that WW no longer wishes to seal the following exhibits that were provisionally filed under seal. No other party or interested non-party seeks to maintain these exhibits under seal:

a. **Exhibits to Defendants’ Motion, Defendants’ Response, & Defendants’ Reply:**

1.App.321 ¹	1.App.14942	2.App.16786	2.App.17340	3.App.20832	4.App.24730
1.App.779	1.App.16072	2.App.16796	2.App.17374	3.App.20865	4.App.24901
1.App.2197	2.App.16425	2.App.16809	2.App.17411	3.App.20867	4.App.24910
1.App.4084	2.App.16435	2.App.16822	2.App.17421	3.App.21511	4.App.24915
1.App.4297	2.App.16446	2.App.16832	2.App.17424	3.App.21521	4.App.24962
1.App.5606	2.App.16456	2.App.16859	2.App.17439	3.App.21526	4.App.24982
1.App.6428	2.App.16466	2.App.16885	2.App.17442	3.App.21572	4.App.24983
1.App.6622	2.App.16479	2.App.16916	2.App.17445	3.App.21573	4.App.24984
1.App.6907	2.App.16492	2.App.16917	2.App.17447	3.App.21602	4.App.24992
1.App.7430	2.App.16505	2.App.16918	2.App.17449	3.App.21605	5.App.25085
1.App.9550	2.App.16518	2.App.16923	2.App.17742	4.App.21632	5.App.25120
1.App.10648	2.App.16583	2.App.16926	3.App.17943	4.App.21638	5.App.25124
1.App.11263	2.App.16593	2.App.16958	3.App.18200	4.App.21643	

¹ In this Order, the Court references the first page of the exhibit, which is used by WW in its sealing motions to refer to Defendants’ exhibits.

1.App.11360	2.App.16603	2.App.17111	3.App.18202	4.App.21769	
1.App.11457	2.App.16613	2.App.17112	3.App.18203	4.App.23700	
1.App.11582	2.App.16623	2.App.17120	3.App.19312	4.App.23827	
1.App.12900	2.App.16728	2.App.17224	3.App.19316	4.App.24278	
1.App.13369	2.App.16738	2.App.17243	3.App.19320	4.App.24468	
1.App.13682	2.App.16748	2.App.17264	3.App.20498	4.App.24702	
1.App.13941	2.App.16758	2.App.17282	3.App.20513	4.App.24705	
1.App.14837	2.App.16772	2.App.17321	3.App.20831	4.App.24728	

b. Exhibits to Plaintiffs' Motion:

5	70	130	II
6	71	131	KK
7	78-90	132	MM
11-P1	92	134	NN
11-P2	93	144	OO
14	97	148	QQ
16	98	149	RR
17	99	150	UU
18	100	152	VV
22	101	153	WW
23	108	154	XX

24	110	186	YY
25	111	187	
30	112	188	
31	113	189	
36	115	191	
38	116	195	
40	118	196	
44	119	197	
48	120	198	
49	121	200-215	
52	122	A	
53	123	E	
54	124	G	
55	126	K	
56	127	R	
58	129	V	
67	129A	W	

c. Exhibits to Plaintiffs' Reply:

1	3.4	3.7	5	8
3.1	3.5	3.8	6	
3.2	3.6	4	7	

d. **Exhibits to Plaintiffs' Opposition to Defendants' Motion:**

2	12	20
4	18	21
5	19	22

15. The Court therefore **DENIES AS MOOT** WW's Motions to Seal as to the exhibits listed in paragraph 14 above, as neither WW nor the other parties in this case request further sealing of those exhibits.² The Court hereby **ORDERS** the parties to refile the exhibits listed in paragraph 14 above by 10 December 2024. Any exhibit refiled in accordance with this paragraph shall reference this Order by including "[Refiled per ECF No. ***]" in its title on the Court's electronic docket.

16. The Court also notes that while there are various exhibits that WW no longer seeks to seal, other parties and certain non-parties still seek to maintain these same exhibits either partially or entirely under seal. As such, the Court will defer ruling on whether these exhibits will remain under seal in this Order and will consider that issue in the respective Orders filed contemporaneously with this Order resolving the motions to seal that have been filed by (i) Plaintiffs, (ii) AMI, and (iii) the Vannoy Parties. These exhibits are listed below:

² Although WW requests the Court to unseal Exhibit E to Whitworth's Reply in WW's Third Motion to Seal, Exhibit E to Whitworth's Reply is not sealed.

a. Exhibits to Defendants’ Motion, Defendants’ Response, & Defendants’ Reply:

<p><u>1.App.1:</u>^{3*4}</p> <p>Various pages at 1.App.130–1.App.200</p> <p><u>1.App.1720:</u>*</p> <p>1.App.1787</p> <p><u>1.App.3806:</u>*</p> <p>Various pages at 1.App.3894– 1.App.4056</p> <p><u>1.App.5336:</u>*</p> <p>1.App.5399</p>	<p><u>1.App.6152:</u>*</p> <p>Various pages at 1.App.6261–1.App.6377</p> <p><u>1.App.8556:</u>*</p> <p>Various pages at 1.App.8772–1.App.8788</p> <p><u>2.App.17118:</u>**</p> <p>2.App.17118</p> <p><u>3.App.17947:</u>*</p> <p>3.App.17962– 3.App.17972</p>	<p><u>3.App.19321:</u>*</p> <p>3.App.19321– 3.App.19736</p> <p><u>3.App.20871:</u>*</p> <p>3.App.20871– 3.App.21510</p> <p><u>4.App.23013:</u>***</p> <p>4.App.23057– 4.App.23058</p>
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b. Exhibits to Plaintiffs’ Motion:

33*	159**
74**	184*
147A*	

³ For the sake of consistency between the Orders on Motions to Seal, the Court includes the first page of the exhibit, which is used by WW in its sealing motions to refer to Defendants’ exhibits, as well as the specific pages that (i) Plaintiffs, (ii) AMI, and (iii) the Vannoy Parties seek to keep under seal.

⁴ With respect to the exhibits listed in paragraph 16, (i) (*) relates to exhibits that Plaintiffs have sought to seal; (ii) (**) relates to exhibits that AMI has sought to seal; and (iii) (***) relates to exhibits that the Vannoy Parties have sought to seal.

c. **Exhibits to Plaintiffs' Reply:**

2*

17. The Court therefore **DEFERS** ruling on WW's Motions to Seal as to the exhibits listed in paragraph 16 above at this time. All documents provisionally filed under seal not specifically addressed herein shall remain under seal pending further order of the Court.

18. In addition, there are multiple exhibits that AMI seeks to maintain entirely under seal, while WW seeks to maintain such exhibits partially under seal with redactions. These exhibits include:

Exhibits to Defendants' Motion, Response & Reply:	68
2.App.17113	73
2.App.17116	Exhibits to Whitworth Reply:
Exhibits to Plaintiffs' Motion:	C
42	
45	
46	

19. The Court notes that the privacy interests of a non-party like AMI deserve special consideration and weigh in favor of sealing. *See, e.g., Golden Triangle #3, LLC v. RMP-Mallard Pointe, LLC*, 2021 NCBC LEXIS 118, at *8 (N.C. Super. Ct. Apr. 12, 2021) (recognizing that “special consideration should be given to the privacy interests of non-parties” on sealing motions); *United States v. Kravetz*, 706 F.3d 47, 62 (2d Cir. 2013) (“Third-party privacy interests, in particular, have been referred to as a venerable common law exception to the presumption of access and weigh heavily in a court’s balancing equation[.]”) (cleaned up).

20. The Court therefore **DEFERS** ruling on WW’s Motions to Seal as to the exhibits listed in paragraph 18 above at this time. All documents provisionally filed under seal not specifically addressed herein shall remain under seal pending further order of the Court. The Court will address these exhibits in the Order on Non-Party AMI’s Motions to Seal filed contemporaneously with this Order.

21. The Court now turns to the documents and exhibits that WW, as the designating party, contends should remain under seal. In WW’s Motions to Seal, WW has grouped the documents for which it seeks sealed treatment into the following categories (i) trade secrets; (ii) other confidential and proprietary business information; (iii) sensitive personal and family matters; (iv) banking information that was inadvertently produced; and (v) other miscellaneous exhibits. The Court will address each category of documents in turn below.

A. Trade Secrets

22. In its Corrected Order on Motions to Seal filed on 28 November 2022 (“28 November 2022 Order”)⁵, (ECF No. 933 (15CVS1); ECF No. 997, (15CVS2)), the Court held that certain confidential and proprietary business information and trade secrets would be kept under seal in this case. As WW points out in the supporting briefs to its Motions to Seal, (ECF No. 1014, 1032, 1042 (15CVS1); ECF No. 1076, 1094, 1101 (15CVS2)), many of the exhibits that WW asks the Court to maintain under seal contain information similar or identical to information that the Court has previously ruled on (and allowed redacted versions to be filed under seal) in the 28 November 2022 Order.

23. WW asserts the following exhibits contain trade secrets or confidential business or financial information and should be sealed:

Exhibits to Defendants’ Motion, Response & Reply:	1.App.15551	3.App.18065	20	65	185	Exhibits to Plaintiffs’ Reply:		
	2.App.16531	3.App.18561	27	66	199			
	2.App.16549	3.App.18732	28	68*	216		3.3	
	1.App.423	2.App.16567	3.App.18770	29	69		217	9
	1.App.1118	2.App.16636	3.App.18832	34	72		218	Exhibits to Whit-Worth Reply:
1.App.1442**6	2.App.16654	3.App.19137	35	73*	B			

⁵ The Order on Motions to Seal was originally filed on 11 November 2022. (ECF No. 924 (15CVS1); ECF No. 988 (15CVS2).)

⁶ Exhibits marked with (**) in this chart indicate exhibits for which both Plaintiffs and WW have proposed redactions to the Court and all counsel of record. The parties shall include all such redactions in any re-filings set forth in this Order.

1.App.1816	2.App.16672	3.App.19737	37	109	D	Exhibits to Plaintiffs' Response to Defendants' Motion under NCUVTA
1.App.2258**	2.App.16690	3.App.20221	39	114	J	
1.App.3040**	2.App.16708	3.App.20384	41	137	L	
1.App.4609	2.App.16842	3.App.21555	42* ⁷	138	O	
1.App.5000**	2.App.16869	4.App.22132	43 ⁸	140	U	
1.App.5717**	2.App.16914	4.App.22297	45*	143	X	
1.App.7203	2.App.16953	4.App.22666	46*	145	AA	
1.App.7564	2.App.16955	4.App.22750	47	146		
1.App.7742	2.App.17113*	4.App.22847	50	147	Exhibits to Plaintiffs' Opposition to Defendants' Motion:	
1.App.8020	2.App.17116*	4.App.24947	51	151		
1.App.8277	2.App.17167	4.App.24959	59	155		
1.App.8808	2.App.17196	Exhibits to Plaintiffs' Motion:	60	156	7	
1.App.9751	2.App.17451		61	157	8	
1.App.14059	2.App.17665	1	62	157A	17	
1.App.14191	2.App.17673	8	63	158		
1.App.15257	3.App.18021	13	64	160-183		

⁷ Exhibits marked with an asterisk (*) are further addressed by the Court in paragraphs 18–20 above.

⁸ The Court notes that Exhibit 43 to Plaintiffs' Motion also contains information that third-party James Larry Eller seeks to maintain under seal, specifically documents bates-stamped as Eller–045 through Eller–049. After a thorough review of these documents, the Court will maintain such documents under seal. Plaintiffs shall file a public redacted version of Exhibit 43 consistent with the version provided to the Court by Plaintiffs, and include any further redactions that were identified by WW in the version it provided to the Court and all counsel of record.

24. WW also seeks to maintain under seal portions of the parties' summary judgment briefs, which were later filed on the public docket in redacted form, arguing that these documents contain trade secrets or confidential business or financial information. These documents include (i) Defendants' Brief in Support of Motion for Summary Judgment ("Defendants' Motion Brief"); (ii) Plaintiffs' Brief in Support of Motion for Partial Summary Judgment ("Plaintiffs' Motion Brief"); (iii) Plaintiffs' Opposition to Whitworth's Motion; (iv) Plaintiffs' Opposition to Defendants' Motion; (v) Defendants' Response; and (vi) Plaintiffs' Reply. (ECF No. 974, 976, 1005, 1007, 1010, 1025 (15CVS1); ECF No. 1038, 1040, 1069, 1072, 1087 (15CVS2).)

25. WW asserts that the information it seeks to redact is "highly sensitive commercial information," constitutes its confidential and proprietary business information and trade secrets, and includes "the identification of Window World's current suppliers and the rebates paid by those suppliers, advertising strategies, pricing tiers, internal vendor systems related to Window World's account, contractual vendor terms, training courses, and Window World store management guidance." (ECF No. 1014 (15CVS1); ECF No. 1076 (15CVS2).) According to WW, if such information were disclosed publicly:

Window World competitors would benefit from access to such information, to the prejudice and detriment of Window World. Such information would confer competitive advantages and benefits on Window World competitors at the expense and to the detriment of Window World, which committed personnel resources, time, and efforts to develop the formulae, methods, calculations, and to develop and acquire valuable commercial information. (ECF No. 1013.1 (15CVS1); ECF No. 1075.1 (15CVS2).)

26. In addition, WW contends that this information “reflects Window World’s internal business processes and procedures in the operation of its systems,” including “what is relevant to and how to conduct store performance review and supervision, such as sales volume, market size delineations, and advertising requirements.” (ECF No. 1013.1 (15CVS1); ECF No. 1075.1 (15CVS2).) Collectively, according to WW, “the foregoing information could easily provide a significant and valuable contribution to an attack plan for a competitor of Window World or to a blueprint/business plan for a would-be new competitor of Window World.” (ECF No. 1013.1 (15CVS1); ECF No. 1075.1 (15CVS2).)

27. “‘A corporation may possess a strong interest in preserving the confidentiality of its proprietary and trade-secret information, which in turn may justify partial sealing of court records.’” *Doe v. Doe*, 263 N.C. App. 68, 91–92 (2018) (quoting *Co. Doe v. Pub. Citizen*, 749 F.3d 246, 269 (4th Cir. 2014)). Pricing and financial information, sales data, internal business processes and strategies, employees’ salaries, and other confidential business information are included within the categories that North Carolina courts have treated as confidential and proprietary trade secrets warranting protection. *See, e.g., GE Betz, Inc. v. Conrad*, 231 N.C. App. 214, 234 (2013) (holding “pricing information, customer proposals, historical costs, and sales data” may constitute trade secrets); *Sunbelt Rentals, Inc., v. Head & Engquist Equip., L.L.C.*, 174 N.C. App. 49, 55–56 (2005) (holding that “customer information, preferred customer pricing, employees’ salaries, equipment rates, fleet mix information, budget information and structure of the business” may

constitute trade secrets); *Lowder Constr., Inc. v. Phillips*, 2019 NCBC LEXIS 117, at *19 (N.C. Super. Ct. Dec. 30, 2019) (holding that “cost histories, bid and pricing policies, operating margins and profits, sales and marketing strategies, vendor pricing and relationship histories, and other confidential business information” as a compilation may constitute a trade secret); *S. Fastening Sys., Inc. v. Grabber Constr. Prods., Inc.*, 2015 NCBC LEXIS 42, at *11 (N.C. Super. Ct. April 28, 2015) (holding a compilation of customer information, sales reports, prices and terms books, sales memos, sales training manuals, and information concerning vendor relationships may constitute trade secrets).

28. In addition, the Court notes that WW seeks to maintain many of the documents and exhibits listed above partially under seal with redactions, rather than to have them sealed in their entirety. The Court is satisfied that the proposed redactions to the documents and exhibits submitted to the Court via email for *in camera* review are “as limited as practicable” as required by BCR 5.

29. The Court therefore **GRANTS** WW’s Motions to Seal as to the documents and exhibits listed in paragraphs 23 and 24 above and hereby **ORDERS** that these materials shall remain under seal pending further order of the Court. The parties shall file public redacted versions of the documents and exhibits⁹ that WW seeks to maintain partially under seal, with redactions consistent with the versions provided to the Court via email, by 10 December 2024. Any document or exhibit refiled in

⁹ For clarification, the parties shall refile entire exhibits with the approved redactions set forth herein, not just the redacted pages.

accordance with this paragraph shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

B. Other Confidential and Proprietary Business Information

30. WW asserts the following exhibits contain confidential and proprietary business information that reflect WW’s settlement discussions and compensation arrangements with store owners or others, and that disclosure could hinder WW in negotiating similar agreements in the future.

Exhibits to Defendants’ Motion, Response & Reply:	Exhibits to Plaintiffs’ Motion:
	75
1.App.12156 ¹⁰	107
1.App.12256 ¹¹	117
1.App.12606	194
1.App.14569	F
1.App.16177	T
3.App.17767	EE
3.App.17935	GG

¹⁰ Although WW asserts that Exhibit 1.App.12156 should be partially sealed with redactions because it contains trade secrets and other confidential and proprietary business information, the proposed redactions appear to the Court to only address settlement information.

¹¹ Although WW asserts that Exhibit 1.App.12256 should be partially sealed with redactions because it contains trade secrets and other confidential and proprietary business information, the proposed redactions appear to the Court to only address compensation to a former store owner for alleged consulting services.

4.App.22054	LL
4.App.23158	SS
4.App.24731	
4.App.24733	
4.App.24967	
4.App.24981	

31. WW also seeks to maintain under seal certain portions of the parties' summary judgment briefs, which were later filed on the public docket in redacted form, arguing that the documents contain confidential and proprietary business information that reflects WW's settlement discussions and compensation arrangements with store owners or others. These documents include: (i) Defendants' Motion; (ii) Defendants' Motion Brief; (iii) Plaintiffs' Motion Brief; (iv) Plaintiffs' Opposition to Whitworth's Motion; (v) Plaintiffs' Opposition to Defendants' Motion; (vi) Defendants' Response; (vii) Plaintiffs' Reply; and (viii) Defendants' Reply and Appendix thereto. (ECF No. 973, 974, 976, 1005, 1007, 1010, 1025, 1030, 1031 (15CVS1); ECF No. 1037, 1038, 1040, 1069, 1072, 1087, 1091, 1092 (15CVS2).)

32. According to WW, "Window World would suffer harm from public release of this information because it reflects information that would give an unfair advantage by providing asymmetrical information to others with whom Window World might negotiate and seek to reach an agreement under similar circumstances and work to Window World's disadvantage while negotiating for such services in the future." (ECF No. 1014, 1032 (15CVS1); ECF No. 1076, 1094 (15CVS2).) In addition, WW

asserts that disclosure of “documents describing settlement in active disputes with store owners or others . . . would also disadvantage Window World in negotiating other agreements or resolutions as may be necessary at future dates in similar circumstances.” (ECF No. 1014, 1032 (15CVS1); ECF No. 1076, 1094 (15CVS2).)

33. As WW points out in its supporting briefs to its Motions to Seal and the Supplemental Brief, many of the exhibits that WW asks the Court to maintain under seal contain information similar or identical to information that the Court has previously ruled on (and allowed redacted versions to be filed under seal) in the 28 November 2022 Order. (ECF No. 1014, 1032, 1042, 1061 (15CVS1); ECF No. 1076, 1094, 1101, 1119 (15CVS2).)

34. In addition, the Court notes that WW seeks to maintain many of the documents and exhibits listed above partially under seal with redactions, rather than sealed in their entirety. The Court is satisfied that the proposed redactions to the documents and exhibits, submitted to the Court via email for *in camera* review, are “as limited as practicable” as required by BCR 5.

35. The Court therefore **GRANTS** WW’s Motions to Seal as to the documents and exhibits listed in paragraphs 30 and 31 above and hereby **ORDERS** that these materials shall remain under seal pending further order of the Court. The parties shall file public redacted versions of the documents and exhibits that WW seeks to maintain partially under seal, with redactions consistent with the versions provided to the Court via email, by 10 December 2024. Any document or exhibit refiled in

accordance with this paragraph shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

C. Sensitive Personal and Family Matters

36. WW contends that the following exhibits contain “highly sensitive and personal information that relates to private Whitworth family matters” and “the significant interests of non-parties to keep irrelevant, personal, and sensitive family matters out of the public domain outweighs ‘the public’s right to access court records.’” (ECF No. 1061 (15CVS1); ECF No. 1119 (15CVS2).)

**Exhibits to
Defendants’ Motion,
Response & Reply:**

1.App.10563¹²

2.App.17408

2.App.17662

3.App.19799

3.App.19979

37. WW also seeks to maintain under seal certain portions of the public redacted version of Defendants’ Motion Brief, (ECF No. 1001 (15CVS1); ECF No. 1063 (15CVS2)), arguing that it contains “sensitive private Whitworth family estate-planning information that relates to Todd Whitworth’s estate and the impacts that

¹² Although WW asserts that Exhibit 1.App.10563 should be partially sealed because it contains trade secrets, the proposed redactions appear to the Court to only address sensitive personal and family matters.

Mr. Whitworth's death had on Tammy Whitworth and their Children," and that disclosure would cause harm to certain third parties and Tammy Whitworth, (ECF No. 1061 (15CVS1); ECF No. 1119 (15CVS2)).

38. WW asserts that the Court has already ruled in a previous order that WW could redact discovery documents containing "private and sensitive personal information of certain persons that is irrelevant to the matters at issue in this litigation," and therefore seeks redaction of similar information included in the parties' summary judgment filings. (ECF No. 1014 (15CVS1); ECF No. 1076 (15CVS2)) (quoting ECF No. 159 (15CVS1); ECF No. 179 (15CVS2).)

39. Given that the exhibits and the public redacted version of Defendants' Motion Brief contain personal family information that has no relevance to the matters in these actions and the parties have agreed to keep the information under seal, the Court will maintain these exhibits and information under seal. The Court is satisfied that the proposed redactions to the exhibits and public redacted version of Defendants' Motion Brief, submitted to the Court via email for *in camera* review by WW, are "as limited as practicable" as required by BCR 5.

40. The Court therefore **GRANTS** WW's Motions to Seal as to the exhibits in paragraph 36 and information in the public redacted version of Defendants' Motion Brief in paragraph 37 above and hereby **ORDERS** that these materials shall remain under seal pending further order of the Court. Defendants shall file public redacted versions of the documents and exhibits WW seeks to maintain partially under seal, with redactions consistent with the versions provided to the Court via email, by 10

December 2024. Any document or exhibit refiled in accordance with this paragraph shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

D. Banking Information

41. In its Brief in Support of WW’s First Motion to Seal, WW asserts that Exhibit 57 to Plaintiffs’ Motion should be redacted because it “contains sensitive banking information as the document was inadvertently produced without redaction of the bank account numbers.” (ECF No. 1014 (15CVS1); ECF No. 1076 (15CVS2).) The Court agrees that bank account information of this sort is personal identifying information under N.C.G.S. 132-1.10(d) and personal information under N.C.G.S. 75-66 and should be redacted.

42. The Court therefore hereby **ORDERS** that Exhibit 57 to Plaintiffs’ Motion shall remain under seal pending further order of the Court. The Court directs Plaintiffs to file a public redacted version of Exhibit 57 to Plaintiffs’ Motion, consistent with the version provided to the Court via email, by 10 December 2024. The refiled exhibit shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

E. Miscellaneous Exhibits

43. WW’s Motions to Seal and Supplemental Brief identify the following exhibits that fall into more than one category discussed in sections A, B, and/or C above.

Exhibits to Defendants' Motion, Response, & Reply:	4.App.22489	Exhibits to Plaintiffs' Opposition to Defendants' Motion:
1.App.2655	4.App.23509	
1.App.3402	4.App.24091	
1.App.9184	4.App.24706	1
1.App.10002	Exhibits to Plaintiffs' Motion:	10
1.App.10721	2	11
1.App.11090	3	
1.App.11887	9	
1.App.13149	26	
1.App.15051	95	
1.App.15638	133	
1.App.15875	M	
2.App.16961	P	
3.App.20212	HH	
3.App.20514		

44. The Court therefore **GRANTS** WW's Motions to Seal as to the exhibits listed in paragraph 43 above. In accordance with the rulings above, the Court hereby **ORDERS** that the exhibits listed in paragraph 43 shall remain under seal pending further order of the Court. The parties shall file public redacted versions of the

documents and exhibits that WW seeks to maintain partially under seal, with redactions consistent with the versions provided to the Court via email, by 10 December 2024. Any exhibit refiled in accordance with this paragraph shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

45. The Court now turns to certain pages in the public redacted briefs the parties filed in connection with the summary judgment motions but which were not otherwise identified in the parties’ Motions to Seal. By email correspondence on 24 and 25 October 2024, counsel for the parties advised that no party seeks to maintain under seal the following pages in the public briefs listed below nor objects to unsealing such information.

Defendants’ Motion Brief:	Plaintiffs’ Brief in Support of Plaintiffs’ Motion:
Page 11	Page 15
Page 14	Page 91
Page 15	Defendants’ Response:
Page 31 (1 st redaction)	Page 17
Page 94	

46. As a result, the Court hereby **ORDERS** Defendants to refile the public versions of their Motion Brief and their Response by 10 December 2024, removing the redactions set forth in paragraph 45 above. Plaintiffs are likewise directed to refile the public version of their Brief in Support of Plaintiffs’ Motion by 10 December 2024,

removing the redactions set forth in paragraph 45 above. Any document refiled in accordance with this paragraph shall reference this Order by including “[Refiled per ECF No. ***]” in its title on the Court’s electronic docket.

47. For the reasons set forth above, the Court, in the exercise of its discretion, concludes that good cause exists to grant in part WW’s Motions to Seal as set forth above.

SO ORDERED, this the 27th day of November, 2024.

/s/ Louis A. Bledsoe, III
Louis A. Bledsoe, III
Chief Business Court Judge