

The Corporate Representative Deposition Playbook

1) Purpose and governing standard

A 30(b)(6) witness is not just a fact witness; the witness speaks for the organization on the noticed topics, based on information known or reasonably available to the company. The preparation task is therefore to gather and synthesize the company's knowledge from documents, current employees, former employees, and other reasonably available sources.

The objective is simple: produce a witness who is accurate, prepared, and composed enough to testify fully without speculation. A poorly prepared corporate witness can create sanctions risk, adverse inferences, or serious credibility damage later in the case.

2) Early case assessment

Start as soon as the case is filed or the notice is served, not the week before the deposition. Early assessment gives counsel time to identify the likely witness or witnesses, collect documents, locate internal subject-matter owners, and narrow overbroad topics before the deposition date arrives.

At this stage, counsel should also evaluate whether the notice is vague, overly broad, excessive, or otherwise objectionable, and whether a protective order or meet-and-confer is needed to clarify scope. Objections alone do not relieve the company from preparing and producing a witness, so the process should combine legal objections with practical preparation.

3) Selecting the witness

The best witness is the person who can most reliably cover the noticed topics after reasonable preparation, not necessarily the most senior executive or the person with the most direct personal involvement. The selection should focus on credibility, communication style, learning ability, availability, and the breadth of topics assigned.

Use these selection criteria:

- Can absorb and synthesize information quickly.
- Communicates clearly and stays calm under pressure.
- Has enough familiarity to understand the business context.
- Can be prepared fully on the noticed topics.
- Is not so narrow in role that the testimony will become fragmented.

If the notice covers multiple business functions, use multiple designees rather than forcing one person to testify beyond what can reasonably be prepared. That approach is often more accurate and defensible than overloading a single witness.

4) Notice review and scope control

Read the notice line by line and map each topic to documents, custodians, and internal experts. The notice must describe the matters with reasonable particularity, but even a proper notice can still be too broad or burdensome if not managed early.

Counsel should confer promptly with opposing counsel to narrow, clarify, or sequence topics. If needed, move for a protective order before the deposition so the record reflects the proper limits on scope and proportionality.

5) Document review checklist

The witness should be prepared from a curated document set, not a raw data dump. Build the materials around the noticed topics and the issues most likely to be explored on follow-up.

Checklist:

- Notice of deposition and any amended notices.
- Pleadings, discovery responses, and prior deposition transcripts.
- Policies, procedures, manuals, and governance documents.
- Emails, reports, spreadsheets, board materials, and internal presentations.
- Relevant communications from current and former employees.
- Key documents that support the defense themes.
- Problem documents or inconsistent materials likely to be used for impeachment.

The witness should read and understand the curated set before the prep session, so the session can focus on gaps, nuance, and testimony discipline rather than first-time document review.

6) Defense themes and talking points

The witness should have a concise, truthful narrative that reflects the company's position without sounding scripted. The goal is not advocacy in the closing-argument sense; it is consistency, clarity, and grounded testimony.

Sample Talking Points:

- The company followed its ordinary business process.
- Decisions were made using the information available at the time.
- Multiple people reviewed or contributed to the decision.
- The company's policies were considered and applied.
- The witness will not speculate beyond what the company knows.
- Any issues were addressed in good faith and documented where appropriate.

These themes work best when they are simple and supportable by the underlying documents. If a theme is not true, do not use it.

7) Preparing the witness

Preparation should be structured, not casual. Start with the case overview, explain the role of a 30(b)(6) witness, and then walk topic by topic through the facts and documents.

Every witness should be drilled on the basic rules:

- Listen carefully.
- Pause before answering.
- Tell the truth.
- Answer only the question asked.
- Do not speculate.
- Ask for clarification if the question is unclear.
- Distinguish personal knowledge from corporate knowledge

The witness should also understand that they are testifying for the organization, which means they may need to answer based on materials and interviews even if they never personally handled the issue.

8) Mock deposition sessions

Mock sessions are most effective when they are realistic, challenging, and tied directly to the noticed topics. A good mock tests not just content knowledge but also demeanor, pacing, and response discipline under pressure.

Use this sequence:

1. Short orientation on the case and objectives.
2. Questioning on each noticed topic.
3. Document-based questioning with exhibits.
4. Follow-up questions that force clarification.
5. Off-topic or hostile questions.
6. Immediate debrief and correction plan.

The mock should expose weaknesses, not flatter the witness. Test whether the witness can say “I do not know,” avoid volunteering, and handle repetitive or aggressive questioning without losing composure.

9) Common pitfalls to avoid

Several recurring mistakes drive bad 30(b)(6) outcomes. The most common are under preparation, overbroad witness selection assumptions, inadequate document review, and treating the designee like a personal-knowledge witness only.

Other pitfalls include:

- Waiting too long to begin prep.
- Failing to cover matters reasonably available from documents and other people.
- Overcoaching so the witness sounds memorized.
- Letting the witness speculate.
- Ignoring problematic documents or prior testimony.
- Failing to preserve objections to scope and privilege.

A related mistake is assuming that objections alone protect the company. They do not; the company must still prepare and produce a witness unless the parties agree otherwise or a court orders limits.

10) Sample objections and scope responses

Use objections to preserve the record, but keep them concise and professional. The witness should not make legal arguments; counsel should handle that, while the witness remains calm and answers when appropriate.

Sample objections:

- “Objection to form.”
- “Objection, vague and ambiguous.”
- “Objection, overbroad.”
- “Objection, outside the scope of the notice.”
- “Objection, calls for speculation.”
- “Objection, assumes facts not in evidence.”
- “Objection, compound.”
- “Objection, lack of foundation.”
- “Objection, privileged to the extent it seeks attorney-client communications or work product.”

For questions outside the notice, the witness may say:

- That topic was not part of my 30(b)(6) designation.”
- “I was not prepared on that subject.”
- “I can answer only to the extent the company prepared me.”
- “I do not know that based on the materials I reviewed.”

Those responses keep the witness honest while making the scope issue clear on the record.

11) Handling questions outside the notice

Off-topic questions are common, and they should be managed carefully. Counsel should object to scope, and the witness should not volunteer a full answer unless instructed to do so.

If the question is only slightly outside the notice but still related to a noticed area, the witness can answer cautiously and narrowly. If the question is plainly outside the corporate designation, the better course is to preserve the objection and then state that the witness was not prepared on that issue.

12) Post-deposition remedies

If testimony is inaccurate, incomplete, or clarified later by better information, act quickly. The available remedy depends on the jurisdiction and the nature of the issue, but the first step is always to assess whether the record needs correction and whether the omission is material.

Possible remedies include:

- Supplemental testimony, if permitted.
- Errata sheet corrections where appropriate.
- Additional document production or written supplementation.
- A clarifying declaration or affidavit in limited circumstances.
- A second witness if the original designation proved insufficient.
- Addressing the issue in motion practice or trial with corrected evidence.

If the testimony gap is serious, the company should consider whether the failure could support sanctions, credibility attacks, or an order compelling further testimony. The safest approach is to correct the record promptly and transparently before the issue hardens into prejudice.

13) Practical prep sequence

A clean workflow helps avoid duplication and missed issues:

- Review the notice.
- Confer on scope and objections.

- Select the witness or witnesses.
- Build the curated document set.
- Conduct internal interviews.
- Develop defense themes.
- Run mock sessions.
- Finalize logistics and objections.
- Debrief after the deposition and correct the record if needed.

Used this way, the playbook supports both preparation quality and defensibility. It gives the witness a coherent story, keeps counsel focused on scope and privilege, and reduces the chance of avoidable testimony problems.