No. 20-510

IN THE

Supreme Court of the United States

IQVIA, INC.,

Petitioner,

v.

FLORENCE MUSSAT, M.D., S.C.,
on behalf of itself and all others similarly situated,

Respondent.

On Petition for a Writ of Certiorari to the U.S. Court of Appeals for the Seventh Circuit

BRIEF OF WASHINGTON LEGAL FOUNDATION AND THE CHAMBER OF COMMERCE OF THE UNITED STATES OF AMERICA AS *AMICI CURIAE* IN SUPPORT OF PETITIONER

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QUESTION PRESENTED

Whether a federal court may, consistent with due process, exercise personal jurisdiction over federal-law claims of putative class members whose claims the court would lack personal jurisdiction to hear if brought in separate actions.

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INTERESTS OF *AMICI CURIAE*[*]

Washington Legal Foundation is a public-interest law firm and policy center with supporters nationwide. WLF promotes free enterprise, individual rights, limited government, and the rule of law. It often appears as *amicus curiae* to support due-process limits on a court's exercise of personal jurisdiction. *See, e.g.*, *Bristol-Myers Squibb Co. v. Superior Ct.*, 137 S. Ct. 1773 (2017); *BNSF Ry. Co. v. Tyrrell*, 137 S. Ct. 1549 (2017). And it twice filed an *amicus* brief with the court of appeals here.

The Chamber of Commerce of the United States of America is the world's largest business federation. It directly represents around 300,000 members and indirectly represents the interests of more than three million companies and professional organizations of every size, in every industry sector, and from every region of the country.

The Due Process Clause protects a corporate defendant from being forced to defend a lawsuit in a forum where (1) the defendant neither is incorporated nor maintains its principal place of business, and (2) the defendant has not acted to connect itself to the legal claims at hand. A court may not, in short, exercise personal jurisdiction over unconnect-

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[*] No party's counsel authored any part of this brief. No person or entity, other than *amici* and their counsel, helped pay for the brief's preparation or submission. At least ten days before the brief's due date, counsel for *amici* notified each party's counsel of record of his intent to file an *amicus* brief. Each party's counsel of record has consented in writing to the filing of this brief.

ed claims against a nonresident defendant simply because one plaintiff styles the suit as a class action.

The rule adopted below, if left in place by this Court, would enable plaintiffs to circumvent the Due Process Clause by bringing nationwide class actions anywhere they can find one plaintiff with claims connected to the forum. This Court should grant review and stop that end-run.

SUMMARY OF ARGUMENT

The burden on a party forced to defend a lawsuit in a far-flung forum is the same no matter who owns the courthouse. Subject to narrow exceptions inapplicable here, a court may exercise personal jurisdiction over a nonresident defendant for only those claims that "arise out of or relate to the defendant's contacts with the forum." *Bristol-Myers*, 137 S. Ct. at 1780.

The respondent here does not dispute that IQVIA, a Delaware corporation headquartered in Pennsylvania, is not subject to general jurisdiction in Illinois. Nor does it deny that the proposed nationwide class includes many absent class members whose claims have no connection to Illinois. Under Rule 4(k), therefore, because an Illinois state court may not exercise personal jurisdiction over any claim arising from IQVIA's *non*-Illinois contacts, neither may a federal district court. Applying that straightforward rule, the district court struck all class claims unconnected to Illinois.

But the Seventh Circuit disagreed. The court of appeals held that Rule 4(k) "governs service of

process" but imposes no "independent limitation on a federal court's exercise of personal jurisdiction." (Pet. App. 11a-12a.) Rather than scrutinize each claim's connection to IQVIA's Illinois contacts, it fixated on the "party status" of absent class members under Rule 23. (*Id.* at 12a-14a.) The court focused, improperly, on the unnamed plaintiffs' "affiliation" with Illinois, while ignoring IQVIA's lack of relevant contacts. (*Id.* at 6a.) And it insisted that the Fourteenth Amendment's limits on personal jurisdiction, clarified in *Bristol Myers*, do not apply to a federal court action arising under federal law. (*Id.* at 9a.) At every turn, the court of appeals erred.

The Seventh Circuit's analysis contravenes this Court's long-settled case law, brushes aside Rule 4(k), and threatens to undermine the very uniformity underlying the Federal Rules of Civil Procedure. Riddled with doctrinal confusion, the decision below, if left to stand, would transform specific jurisdiction in a class action into "a loose and spurious form of general jurisdiction." *Bristol-Myers*, 137 S. Ct. at 1781. That would be a calamity.

Nor is that all. The rule below, if left uncorrected by this Court, would harm business and undermine the judicial system. It would enable plaintiffs to make an end-run around the Due Process Clause by shopping nationwide class actions anywhere they could find one plaintiff with the requisite connection to the forum. That, in turn, would eliminate the predictability that due process affords corporate defendants to structure their primary conduct.

The decision below also upends the important federalism interests that support limiting specific jurisdiction to cases in which the plaintiff's claims arise from the defendant's forum contacts. Those interests are best served by maintaining federalism's careful balance of power among state and federal court jurisdictions, which Rule 4(k) accomplishes. Allowing far-away juries to regulate the conduct of a nonresident defendant simply because one plaintiff's claims are much like another's would undermine the goals of comity and federalism.

The Court should grant review, vacate the decision below, and clarify that a court may not exercise personal jurisdiction over federal-law claims of putative class members if it would lack personal jurisdiction to hear those claims separately.

REASONS FOR GRANTING THE PETITION

I. REVIEW IS WARRANTED TO VINDICATE THE UNIFORM APPLICATION OF RULE 4(K).

In analyzing Federal Rule of Civil Procedure 4(k), the Seventh Circuit accused IQVIA of "mixing up the concepts of service and jurisdiction." (Pet. App. 12a.) The court of appeals complained that "IQVIA reads Rule 4(k) broadly, as not requiring merely that a plaintiff comply with state-based rules on the service of process, but also establishing an independent limitation on a federal court's exercise of personal jurisdiction." (*Id.* at 11a-12a.) We see it differently, and so has this Court.

At common law, "a court lacked authority to issue process outside its district." *Omni Capital Int'l*

v. Rudolph Wolff & Co., 484 U.S. 97, 108 (1987). Congress, therefore, "made this same restriction the general rule" in the first Judiciary Act. *Id.* As a result, "specific legislative authorization of extraterritorial service of summons was required for a court to exercise personal jurisdiction over a person outside the district." *Id.* at 109. Congress's "typical mode of providing for the exercise of personal jurisdiction," therefore, "has been to authorize service of process." *BNSF Ry.*, 137 S. Ct. at 1555.

No matter the basis for a district court's subject-matter jurisdiction, Rule 4(k) supplies the rule any time a district court exercises personal jurisdiction over a defendant. Under Rule 4(k)(1)(A), service of process (or filing a waiver of service) "establishes jurisdiction over a defendant" who is "subject to the jurisdiction of a court of general jurisdiction in the state where the district court is located." Fed. R. Civ. P. 4(k)(1)(A).

True, subsections (B) and (C) provide alternative bases for jurisdiction over a party joined under Rule 14 or 19, or when a federal statute authorizes nationwide service of process. *See* Fed. R. Civ. P. 4(k)(1)(B) & (C). And Rule 4(k)(2) provides jurisdiction over a federal claim "consistent with the United States Constitution and laws"—but only if the defendant is outside the jurisdiction of any state court. *See* Fed. R. Civ. P. 4(k)(2). But *none* of these alternatives to Rule 4(k)(1)(A) applies here. "Rule 4(k)(1)(A)," therefore, is "virtually the only rule setting forth the jurisdictional reach of a district court presented with a class action." A. Benjamin Spencer, *Out of the Quandary: Personal Jurisdiction Over Ab-*

sent Class Member Claims Explained, 39 Rev. of Litig. 31, 42 (2019).

The Seventh Circuit insisted that Rule 4(k) merely requires "that a plaintiff comply with state-based rules on the service of process" and no more. (Pet. App. 12a.) Not so. Rule 4(k)(1)(A) not only asks whether the defendant received a summons for a given claim, it also asks whether the defendant is *amenable* to service of process. The rule thus conditions personal jurisdiction on *both* a court's ability to assert jurisdiction over a defendant *and* a defendant's receipt of notice and opportunity to be heard. *Phillips Petroleum Co. v. Shutts*, 472 U.S. 797, 811-12 (1985) (distinguishing personal jurisdiction from the mere right to notice).

In other words, Rule 4(k) supplies the lawful basis for subjecting the defendant to the court's jurisdiction in the first place. Rule 4(k)(1)(A) gives the district court the same *in personam* jurisdiction as "a court of general jurisdiction in the state where the district court is located." Fed. R. Civ. P. 4(k)(1)(A). Such jurisdiction is proper only if the defendant would be subject to suit under the laws of the State in which the federal court sits, typically under a state long-arm statute, consistent with the limits of due process. Under Rule 4(k), therefore, the state and federal personal-jurisdiction inquiries merge.

If that reading of Rule 4(k) constitutes, in the Seventh Circuit's view, a "broad" reading of the rule, (Pet. App. 11a), then this Court has endorsed that very reading. *See Walden v. Fiore*, 571 U.S. 277, 283 (2014) ("Federal courts ordinarily follow state law in determining the bounds of their jurisdiction over

persons."). A district court's authority to assert jurisdiction is thus "linked to service of process on a defendant 'who is subject to the jurisdiction of a court of general jurisdiction in the state where the district court is located.'" *Id.* (quoting Fed. R. Civ. P. 4(k)(1)(A)).

The other courts of appeals agree. *See, e.g.*, *In re Sealed Case*, 932 F.3d 915, 924 (D.C. Cir. 2019) ("[U]nless a federal statute otherwise provides, by virtue of Rule 4(k)(1)(A) the jurisdictional reach of a federal court in a civil action is keyed to that of a court of general jurisdiction in the state in which it sits."); *Porina v. Marward Shipping Co.*, 521 F.3d 122, 126 (2d Cir. 2008) (citing "the general rule," under Rule 4(k), "that a federal district court's personal jurisdiction extends only as far as that of a state court in the state where thee federal court sits"); *Schwarzenegger v. Fred Martin Motor Co.*, 374 F.3d 797, 800-01 (9th Cir. 2004) (stating that, under Rule 4(k), "the jurisdictional analyses under state law and federal due process are the same").

Contrary to the Seventh Circuit's view, any "territorial limits on a federal district court's authority to adjudicate the claims of absent members of a certified class in a way that binds the defendants * * * must emanate from Rule 4(k)." Spencer, *supra*, at 44. Neither Rule 23 nor any federal law relaxes Rule 4(k)'s jurisdictional limits in class actions. And this Court has rejected any suggestion that a federal court may, unilaterally, expand the scope of personal jurisdiction over a non-consenting defendant beyond that provided by rule or statute. *Omni Capital*, 484 U.S. at 110. First, "since Congress concededly has the power to limit service of process, circumspection

is called for in going beyond what Congress has authorized." *Id.* Second, "as statutes and rules have always provided the measure of service, courts are inappropriate forums for deciding whether to extend them." *Id.* In short, the Seventh Circuit lacks authority to go beyond the words of Rule 4(k).

Uniform application of Rule 4(k) throughout the federal judiciary is no picayune formality. The Federal Rules of Civil Procedure are bottomed on the need for uniformity of procedure in the federal courts. After all, "differences in legal rules applied by the circuits result in unequal treatment of citizens * * * solely because of differences in geography." Comm'n on Revision of the Fed. Court Appellate Sys., Structure and Internal Procedures: Recommendations for Change, 67 F.R.D. 195, 206-07 (1975). A "policy of uniformity in the application of the Federal Rules of Civil Procedure clearly favors the application of Rule 4 here as in other civil cases" in the federal courts. *Macon v. ITT Continental Baking Co.*., 779 F.2d 1166, 1171 (6th Cir. 1985). Only review by this Court can ensure a single, uniform construction of Rule 4(k).

II. THE COURT SHOULD INTERVENE TO CLEAR UP THE SEVENTH CIRCUIT'S NOVEL UNDERSTANDING OF PERSONAL JURISDICTION.

Beyond misconstruing Rule 4(k), the Seventh Circuit also took several doctrinal wrong turns in its personal-jurisdiction analysis. If allowed to stand, these errors threaten to become a source of great mischief and confusion for the lower courts.

A. Personal Jurisdiction Limits Claims, Not Parties.

The Seventh Circuit devoted much of its analysis to discussing the party status of absent class members under Rule 23. It emphasized that, before class certification, "absent class members are not full parties to the case for many purposes." (Pet. App. 10a.) No one disputes that. But due process, this Court has explained, focuses not on a party's legal status but on "the relationship among the defendant, the forum, and the litigation." *Walden*, 571 U.S. at 291. The appeals court simply ignored that relationship.

Contrary to the Seventh Circuit's suggestion, it is an absent class member's *claims*, not its unique party status, that matter for due-process purposes. Regardless of a party's status or the procedural device used, specific jurisdiction requires "a connection between the forum and the specific *claims* at issue." *Bristol-Myers*, 137 S. Ct. at 1781 (emphasis added). That is why "personal jurisdiction over claims asserted on behalf of absent class members must be analyzed on a claim-by-claim basis." *Molock v. Whole Foods Mkt. Grp., Inc.*, 952 F.3d 293, 306 (D.C. Cir. 2020) (Silberman, J., dissenting). That means that IQVIA's contacts with Illinois must directly relate to the conduct underlying each *claim* asserted. The Seventh Circuit refused even to undertake that inquiry.

Shutts, cited by the appeals court, changes nothing. There the Court explained that its "discussion of personal jurisdiction [did not] address class actions where the jurisdiction is asserted against a

defendant." *Shutts*, 472 U.S. at 812 n.3. If anything, *Shutts* suggests that an absent class plaintiff involuntarily drawn into a class action faces a far lighter due-process burden than does a non-consenting defendant. *Id.* at 808. *Shutts* has "no bearing," however, on a defendant's due-process rights. *Bristol-Myers*, 137 S. Ct. at 1783.

The Fourteenth Amendment's limits on personal jurisdiction "do not vary" based on procedural niceties. *BNSF Ry.*, 137 S. Ct. at 1559. After all, "if a direct assertion of personal jurisdiction over the defendant would violate the Constitution, it would seem that an indirect assertion of that jurisdiction should be equally impermissible." *Shaffer v. Heitner*, 433 U.S. 186, 209 (1977). Here, because due process would preclude an Illinois court from exercising specific jurisdiction over any claim divorced from IQVIA's Illinois contacts, the district court also lacks specific jurisdiction over such a claim.

B. A Plaintiff's Affiliation with the Forum State Is Irrelevant.

Citing *Payton v. Cnty. of Kane*, 308 F.3d 673, 680-81 (7th Cir. 2002), a case that neither raised nor considered the court's personal jurisdiction over the defendant, the Seventh Circuit declared that a certified class's "affiliation with a forum depends only on the named plaintiffs." (Pet. App. 6a.) That no doubt is true. But it remains unclear why, when assessing a district court's personal jurisdiction over a defendant, a plaintiff's "affiliation" with the forum matters one iota. Under this Court's due-process analysis, a plaintiff's contacts are irrelevant.

Personal jurisdiction protects a defendant's, not a plaintiff's, due-process rights. It restricts judicial power "as a matter of individual liberty." *Ins. Corp. of Ireland, Ltd. v. Compagnie des Bauxites de Guinee*, 456 U.S. 694, 703 (1982). So "however significant the plaintiff's contacts with the forum may be, those contacts cannot be 'decisive in determining whether the defendant's due-process rights are violated.'" *Walden*, 571 U.S. at 285 (quoting *Rush v. Savchuck*, 444 U.S. 320, 332 (1980)). No matter what the Seventh Circuit says, a plaintiff "cannot be the only link between the defendant and the forum." *Id.*

Despite the appeals court's preoccupation with "out-of-state" plaintiffs (Pet. App. 6a) and "absentee litigants" (*Id.* at 10a), the whereabouts of a plaintiff, named or unnamed, are beside the point. What matters is whether a plaintiff's claim "'arise[s] out of or relate[s] to the defendant's contacts with the forum.'" *Daimler AG v. Bauman*, 571 U.S. 117, 127 (2014) (quoting *Helicopteros Nacionales de Columbia, SA v. Hall*, 466 U.S. 408, 411 n.8 (1984)). Even if every absent class member resided in Illinois, that would not give the district court personal jurisdiction over IQVIA for any claim arising from IQVIA's *non*-Illinois contacts. It is not the plaintiff's residence that matters, but "whether the defendant's conduct connects [it] to the forum in a meaningful way." *Walden*, 571 U.S. at 290. Once again, the court sidestepped that inquiry. The Seventh Circuit's approach thus "impermissibly allows a plaintiff's contacts with the defendant and forum to drive the jurisdictional analysis." *Id.* at 289.

C. The Fifth Amendment Is Not Implicated Here.

The Seventh Circuit held that the Fourteenth Amendment does not limit a district court's exercise of personal jurisdiction in a suit arising under federal law. The court even purported to correct the district court's invocation of the Fourteenth Amendment: "Actually, in federal court it is the Fifth Amendment's Due Process Clause that is applicable." (Pet. App. 9a.) Although, in practice, this may be a distinction without a difference, as a doctrinal matter, the district court had it right.

As shown above, "[f]ederal courts ordinarily follow state law in determining the bounds of their jurisdiction over persons." *Walden*, 571 U.S. at 283. So even when a plaintiff sues in federal court for a claim arising under federal law, the typical "question presented is whether the Due Process Clause of the Fourteenth Amendment precludes the District Court from exercising jurisdiction" over the defendant. *Daimler AG*, 571 U.S. at 121 (federal court assessing claims under the Alien Tort Statute and the Torture Victim Protection Act of 1991); *accord Walden*, 571 U.S. at 283 (federal court assessing *Bivens* claims). As the district court rightly recognized, that is the same question here.

True, the Fifth Amendment's Due Process Clause might be satisfied, in theory, "based on an aggregation of the defendant's contacts with the Nation as a whole, rather than on its contacts with the State in which the federal court sits." *Omni Capital*, 484 U.S. at 103 n.5. But this Court has never decided that question, and that untested theory has no

purchase here. In the mine-run class action, the Fifth Amendment does not fix the bounds of a district court's personal jurisdiction over a nonresident defendant unless Congress has authorized nationwide service of process for a plaintiff's claim. *See* Fed. R. Civ. P. 4(k)(1)(A).

When, as here, no federal statute authorizes nationwide service of process, a district court's authority to assert jurisdiction "is linked to service of process on a defendant 'who is subject to the jurisdiction of a court of general jurisdiction in the state where the district court is located.'" *Walden*, 571 U.S. at 283 (quoting Fed. R. Civ. P. 4(k)(1)(A)). That state court's jurisdiction, in turn, is bound by the Fourteenth Amendment.

Because the district court here acquires jurisdiction only as much as the Illinois long-arm statute allows, "the relevant constitutional limits would not be those imposed directly on federal courts by the Due Process Clause of the Fifth Amendment, but those applicable to state jurisdictional law under the Fourteenth." *Ins. Corp. of Ireland,* 456 U.S. at 713 (Powell, J., concurring). *Bristol-Myers* thus provides the proper test for assessing the bounds of the district court's specific jurisdiction.

III. IF LEFT TO STAND, THE SEVENTH CIRCUIT'S RULE WOULD HARM BUSINESSES AND THE JUDICIAL SYSTEM.

The decision below not only violates core due process tenets, but the Seventh Circuit's approach to personal jurisdiction would impose serious, unjustified burdens on the business community and the

courts. These burdens provide another compelling reason to grant review.

A. The Seventh Circuit's Approach Encourages Forum Shopping.

Not long ago, the plaintiffs' bar relied heavily on expansive theories of general jurisdiction to bring nationwide or multi-state suits in plaintiff-friendly "magnet jurisdictions." U.S. Chamber Inst. for Legal Reform, *BMS Battlegrounds: Practical Advice for Litigating Personal Jurisdiction After* Bristol-Myers 3-5 (June 2018), https://bit.ly/2TulA0d. This Court responded to that abuse by limiting general personal jurisdiction to the places the defendant corporation can fairly be considered "at home." *BNSF Ry.*, 137 S. Ct. at 1558. Even a "substantial, continuous, and systematic course of business" by the defendant in the forum State, the Court explained, is not enough to support general jurisdiction. *Daimler AG*, 571 U.S. at 138.

But if a nationwide class combining the claims of many individuals whose injuries have no connection with the forum State is allowed to go forward, the plaintiffs' bar could make an end-run around those limits on general personal jurisdiction by bringing cases as class actions. A nationwide class action could be filed anywhere that even a single individual with the requisite forum connection is willing to sign up as a named plaintiff even though the forum State has no "legitimate interest" in the vast majority of the putative class's claims. *Bristol-Myers*, 137 S. Ct. at 1780.

Permitting such a nationwide class action to be brought here on a specific jurisdiction theory—especially when many plaintiffs are non-Illinois residents whose claims arise from out-of-state conduct—would in effect "reintroduce general jurisdiction by another name" and on a massive scale. Linda J. Silberman, *The End of Another Era: Reflections on* Daimler *and Its Implications for Judicial Jurisdiction in the United States*, 19 Lewis & Clark L. Rev. 675, 687 (2015). Just as with expansive theories of general personal jurisdiction, the district court's assertion of authority in this case would be "unacceptably grasping." *Daimler AG*, 571 U.S. at 138-39 (internal quotation marks omitted).

And there is no logical stopping point. Out-of-state class members could outnumber the in-state named plaintiffs and other class members by 500:1, or even 5000:1, and still invoke specific jurisdiction. In *Bristol-Myers*, the nonresident plaintiffs outnumbered the California plaintiffs by 592:86. 137 S. Ct. at 1778. In the class-action context, the ratio of out-of-state class members to in-state class members could be the same or larger.

This is a real, not hypothetical, problem. For example, in *Fitzhenry-Russell v. Dr. Pepper Snapple Grp.*, a lawsuit brought in California, the district court noted "that 88% of the class members are not California residents," a number it characterized as "decidedly lopsided." No. 17-cv-564, 2017 WL 4224723, at *5 (N.D. Cal. Sept. 22, 2017). Yet that court still exercised personal jurisdiction "as to the putative nationwide class claims." *Id.* Similarly, in *Braver v. Northstar Alarm Services, LLC*, the court permitted a single Oklahoma named plaintiff to rep-

resent a nationwide class of 239,630 people located "across most of the country." 329 F.R.D. 320, 332 (W.D. Okla. 2018). If class members are proportionally distributed across the country, then almost 99% of the claims have no connection to the forum. *See also, e.g.*, *Maclin v. Reliable Reports of Tex., Inc.*, 314 F. Supp. 3d 845, 847 (N.D. Ohio 2018) (in opt-in collective action, only 14 of 438 total employees, or about 3%, worked in Ohio, the forum State).

Under the rule embraced below, courts in the forum State can decide claims over which they have little legitimate interest, including claims based on conduct that occurred exclusively in other States. As detailed below, such forum-shopping substantially infringes on the authority of those other States to control conduct within their borders.

B. The Seventh Circuit's Approach Erodes Predictability.

Relatedly, the Seventh Circuit's approach would make it nearly impossible for corporate defendants to predict where plaintiffs could bring high-stakes, multi-state class-action lawsuits based on a specific personal jurisdiction theory. That in turn would inflict significant economic harm.

The due process limitations on specific personal jurisdiction "give[ ] a degree of predictability to the legal system" so that "potential defendants" are able to "structure their primary conduct" by knowing where their conduct "will and will not render them liable to suit." *World-Wide Volkswagen Corp. v. Woodson*, 444 U.S. 286, 297 (1980). That "[p]redictability is valuable to corporations making

business and investment decisions." *Hertz Corp. v. Friend*, 559 U.S. 77, 94 (2010) (rejecting expansive interpretation of "principal place of business" in CAFA).

Under existing standards for specific personal jurisdiction, a company "knows that * * * its potential for suit [in a State] will be limited to suits concerning the activities that it initiates in the state." Carol Rice Andrews, *The Personal Jurisdiction Problem Overlooked in the National Debate About "Class Action Fairness,"* 58 SMU L. Rev. 1313, 1346 (2005). But if a court need not have specific jurisdiction over the claims of all class members, a company could be forced into a State's court to answer for claims entirely unrelated to that State.

Businesses that sell products or services nationwide, or employ individuals in several States across the country, would have no way to avoid nationwide class action litigation in any of those States. As a result, they could be forced to litigate a massive number of claims in one State even though most, or even virtually all, of the claims arose from out-of-state conduct—no matter how "distant or inconvenient" the forum State. *World-Wide Volkswagen*, 444 U.S. at 292. That result would eviscerate the predictability and fairness guaranteed by the Due Process Clause.

The harm of this unpredictability would not be limited to businesses. The costs of litigation surely would increase if businesses are forced to litigate high-stakes class actions in unexpected forums. And some of that cost increase would invariably be borne by consumers in the form of higher prices.

IV. THE DECISION BELOW IGNORES THE IMPORTANT FEDERALISM INTERESTS UNDERLYING PERSONAL JURISDICTION.

Preserving each State's independence from outside encroachment was critical to the Founders' efforts to "secure[ ] to citizens the liberties that derive from the diffusion of sovereign power." *New York v. United States*, 505 U.S. 144, 181 (1992) (quotation omitted). "Our Federalism," Justice Black observed, manifests "a recognition of the fact that the entire country is made up of a Union of separate state governments" and "the belief that the National Government will fare best if the States and their institutions are left free to perform their separate functions in separate ways." *Younger v. Harris*, 401 U.S. 37, 44 (1971). A "healthy balance of power between the States and the Federal Government," therefore, "will reduce the risk of tyranny and abuse from either front." *Gregory v. Ashcroft*, 501 U.S. 452, 458 (1991).

In analyzing personal jurisdiction, "federalism interest[s] may be decisive." *Bristol-Myers*, 137 S. Ct. at 1780. Among other things, the doctrine of personal jurisdiction is "a consequence of territorial limitations on the power of the respective states." *Hanson v. Denckla*, 357 U.S. 235, 251 (1958). This Court's recognized limits on personal jurisdiction ensure that no one sovereign, through its courts, can reach outside its proper sphere of influence and encroach on another's.

These federalism concerns do not evaporate simply because the compulsory forum is a federal, rather than a state, court. Indeed, "state and federal

courts are competitors with regard to dispute resolutions in the areas of their overlapping jurisdiction." William M. Landes & Richard Posner, *Adjudication as a Private* Good, 8 J. Legal Studies 235, 258 (1974). That is why federalism concerns are "especially salient in procedure." Diego A. Zambrano, *The States' Interest in Federal Procedure*, 70 Stanford L. Rev. 1805, 1836 (2018). At bottom, "any enlargement of federal court jurisdiction necessarily comes at the expense of state jurisdiction." *Id.* at 1847.

Congress, under the Rules Enabling Act, created Rule 4 to authorize service of process. No longer limited to serving process only within the district where the court was located, district courts may now serve process anywhere within the boundaries of the State. *See* Fed. R. Civ. P. 4 advisory committee's 1937 note. By tying, in Rule 4(k), the jurisdictional reach of a district court to the State in which it sits, and by withholding nationwide service of process in the Telephone Consumer Protection Act, Congress sought not only to maintain federalism's careful balance of power among the state and federal governments but also to promote comity among the state and federal courts.

When an Illinois court, be it federal or state, exercises compulsory jurisdiction over a Delaware corporation headquartered in Pennsylvania, it can offend Delaware's and Pennsylvania's prerogatives to regulate the conduct of its own citizens. *See J. McIntyre Mach., Ltd. v. Nicastro*, 564 U.S. 873, 879 (2011) (plurality opinion) (explaining that the Due Process Clause concerns, among other things, "the power of a sovereign to prescribe rules of conduct for those within its sphere"); *Alfred L. Snapp & Son,*

Inc. v. Puerto Rico, ex rel., Barez, 458 U.S. 592, 612 (1982) ("As a sovereign entity, a State is entitled to assess its needs, and decide which concerns of its citizens warrant its protection and intervention.").

Nor do these federalism concerns dissipate simply because a defendant conducts business nationwide. In the modern economy, many companies have developed at least some contacts in almost every State. In the general-jurisdiction context, this Court has made clear that such contacts do not subject national and international entities to suit anywhere they happen to operate. *See Daimler AG*, 571 U.S. at 139. Federalism demands nothing less of specific jurisdiction, which must not become "a loose and spurious form of general jurisdiction." *See Bristol-Myers*, 137 S. Ct. at 1781.

Review is warranted to remind the Seventh Circuit that federalism interests constitute an independent check on personal jurisdiction, even in federal court.

CONCLUSION

The petition should be granted.

Respectfully submitted,

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