No. 24-867

IN THE

Supreme Court of the United States

IQVIA INC.,

Petitioner,

v.

SUPERIOR COURT OF CALIFORNIA,
ALAMEDA COUNTY, ET AL.,

Respondents.

On Petition for a Writ of Certiorari to the Court of Appeal of California, First Appellate District

BRIEF IN OPPOSITION OF RESPONDENT STEVEN CHALFANT

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QUESTION PRESENTED

Where an employer concedes that it purposefully availed itself of the protection of the forum state's laws, where its employee's noncompete was triggered because it does substantial business in the forum state and because the employee worked at its direction in the forum state, and where the employer has invoked the noncompete to prevent the employee from teleworking for a company headquartered in the forum state, is the connection between the employee's challenge to the validity of the noncompete and the employer's activities in the forum state "close enough to support specific jurisdiction," *Ford Motor Co. v. Montana Eighth Judicial District Court*, 592 U.S. 351, 371 (2021)?

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INTRODUCTION

Petitioner IQVIA Inc. asks this Court to review a state intermediate appellate court's unreported, non-precedential, one-sentence summary affirmance of a trial court interlocutory order that faithfully applied this Court's decision in *Ford Motor Co. v. Montana Eighth Judicial District Court*, 592 U.S. 351 (2021).

The Court should refuse to do so. The decision below has no significance beyond this case, IQVIA does not identify any other case addressing (much less giving a different answer to) the question presented, and the numerous arguments IQVIA has forfeited make this case an unfit vehicle in any event. Implicitly acknowledging these problems, IQVIA tries pointing to a "circuit conflict" on a different question—but that question is simply not raised by IQVIA's appeal. Pet. at 27–30; *compare id.* at i. And IQVIA's last-ditch demand for summary reversal is plainly meritless: The intermediate appellate court could have summarily affirmed simply on forfeiture grounds, and regardless the trial court's factbound decision applying *Ford* to reject IQVIA's challenge to personal jurisdiction was correct on the merits—and was certainly not the sort of abject error for which the Court reserves summary reversals.

Briefly summarizing this case's procedural history suffices to reveal these multiple fatal defects in IQVIA's petition. This appeal arises from litigation that began when Veeva Systems Inc. and former

IQVIA (now Veeva) employee Peter Stark sued IQVIA in California state court seeking "declaratory and injunctive relief that Veeva had a right to recruit and hire Stark and 'other current and former IQVIA employees.'" Pet. App. 31a (quoting original complaint). When IQVIA challenged personal jurisdiction as to Veeva's and Stark's claims, the trial court held that this challenge was both waived and failed on the merits because the claims "related to IQVIA's contacts with California." Pet. App. 32a. IQVIA did not appeal that decision.

Later, Steven Chalfant (another former IQVIA employee who left IQVIA to work for Veeva) joined the lawsuit raising identical claims. IQVIA challenged personal jurisdiction as to Chalfant's claims, and the trial court again rejected the challenge: It carefully reviewed this Court's personal jurisdiction decisions and analyzed all three prongs of the specific personal jurisdiction test—purposeful availment, relatedness, and reasonableness. Pet. App. 10a–18a. The trial court found all three, holding that "IQVIA purposefully availed itself of the protection of California laws" (and that it did "not appear to contest this issue"), Pet. App. 12a, that Chalfant's claims were "related to" IQVIA's California contacts under *Ford*, Pet. App. 13a–16a, and that it was reasonable for California to assert jurisdiction over IQVIA, Pet. App. 17a.

IQVIA then sought appellate review via a petition for writ of mandate. In doing so, IQVIA acknowledged

that it "*has not disputed the purposeful availment prong of specific jurisdiction*." Mandate Pet. at 25 (emphasis added). Nor did IQVIA dispute any of the trial court's factual findings—including its finding that "Chalfant himself engaged in business with California companies on [IQVIA's] behalf, travelled to California[,] and competed for business in California against California competitors" at IQVIA's direction. Pet. App. 18a; Mandate Pet. at 33.

Instead, IQVIA's mandate petition contested only the trial court's fact-specific application of *Ford*'s relatedness standard. Mandate Pet. at 30–53.[1] And IQVIA's relatedness arguments consisted of (1) an argument it failed to make below, *see id.* at 43–44 (contending for the first time that the trial court was obligated to disregard IQVIA's own lawsuit against Chalfant); and (2) an argument that cited a *single* decision that both predated *Ford* and *did not address relatedness*, *see id.* at 45–46 (citing *Picot v. Weston*, 780 F.3d 1206, 1212–1214 (9th Cir. 2015), a purposeful availment case). It is thus unsurprising that the California Court of Appeal rejected IQVIA's petition in an unreported one-sentence order, which the California Supreme Court declined to review.

IQVIA now turns to this Court, but it does not (and cannot) identify any opinion from *any* court that has

[1] IQVIA's mandate petition also disputed the trial court's reasonableness determination, Mandate Pet. at 47–53, but IQVIA has not pursued that similarly fact-intensive challenge in this Court.

given a different answer to IQVIA's question presented. IQVIA instead tries to rope in a circuit split on a *different* question, but that question—whether "the effects of out-of-state conduct in the forum State are relevant only for intentional torts," Pet. at 28—is about purposeful availment (not relatedness) and was not raised below.

Because it cannot possibly justify plenary review, IQVIA asks for summary reversal, on the theory that the trial court's decision contradicts this Court's decision in *Walden v. Fiore*, 571 U.S. 277, 285 (2014). But as the Court explained in *Ford*, *Walden* is a *purposeful availment* case that "has precious little to do with" relatedness. 592 U.S. at 370. Indeed, *all* the specific jurisdiction cases cited in IQVIA's petition (except *Ford*) concern purposeful availment. The trial court applied *Ford*, Pet. App. 13a–16a, to hold that the connection between Chalfant's claims and IQVIA's conduct in California was "close enough to support specific jurisdiction." *Ford*, 592 U.S. at 371. That decision was correct—and was certainly not an error "so obvious … that summary reversal would be appropriate." *Gonzales v. Thomas*, 547 U.S. 183, 185 (2006).

In short, IQVIA's petition is a request for split-less, factbound error correction of a case-specific trial court decision that correctly applied this Court's recent on-point precedent. That request does not warrant this Court's time and fails on the merits. The petition should be denied.

STATEMENT

I. IQVIA & Veeva Operate in California and Take Contrasting Approaches to Employee Noncompetes

This case involves the validity of the anti-competitive noncompetes that IQVIA makes employees sign as a condition of employment. IQVIA is a global provider to the life sciences industry. Pet. App. 5a. California's part of the industry is by far the largest in the country, employing more than 323,000 people. Pet. App. 34a.

IQVIA is Delaware corporation headquartered in North Carolina. Pet. App. 34a. IQVIA "does not dispute that it has multiple California offices and employees, nor that the biopharmaceutical industry in which it operates has a substantial presence in California." Pet. App. 5a. IQVIA also does not dispute that it "recruits at California campuses and hires California residents." Pet. App. 12a.

As a condition of their initial and continued employment, IQVIA requires its employees, including Chalfant, to sign various noncompete agreements that prevent its employees from leaving IQVIA to work for competitors. For example, the noncompete that Chalfant signed includes a "world-wide, noncompete provision . . . that expressly prohibits Chalfant from competing in '*any State of the United States . . . in which [Chalfant] worked, had responsibility or provided services on behalf of the*

Company, including through the supervision of a Company employee . . . who provided services or worked in such State.'" Pet. App. 35a (emphasis added; second ellipsis in original; quoting noncompete).

Veeva competes with IQVIA and is also a global provider to the life sciences industry. Pet. App. 6a. Unlike IQVIA, however, Veeva opposes employee noncompetes and "does not have similar restrictive covenants." Pet. App. 12a.

Veeva is a Delaware corporation headquartered in Pleasanton, California. Pet. App. 6a. Pleasanton is where Veeva's executives sit and where its principal corporate activities take place. Pet. App. 6a. It is where Veeva maintains its books and records, it is where Veeva conducts its director and shareholder meetings, and it is where Veeva pays taxes. Pet. App. 6a. And because Veeva maintains a "Work Anywhere Program" that allows employees to work in an office or at home, many Veeva employees work remotely for the California-based company while doing significant work in California. Chalfant, for example, was "subject to Veeva's 'Work Anywhere' Program," though his employment "commence[d] at Veeva's Pleasanton headquarters,'" his supervisor resided in California and worked at Veeva's Pleasanton headquarters, and his work "require[d] significant day-to-day interactions with employees at Veeva's headquarters." Pet. App. 73a.

IQVIA's and Veeva's employees occasionally seek to leave their employers and work for a competitor. Because Veeva opposes noncompetes and does not require its employees to sign them, Veeva's employees are free to leave Veeva and seek employment with competitors such as IQVIA. By contrast, IQVIA's noncompetes purport to prevent IQVIA employees from later working for competitors such as Veeva.

II. Veeva & Stark Sue in California to Contest IQVIA's Noncompetes

In 2017, Veeva filed suit in California state court against several competitors—including Quintiles IMS Inc., now known as IQVIA—seeking declaratory and injunctive relief preventing its competitors from invoking their noncompetes to prevent their employees from working for Veeva. IQVIA demurred, but it did not move to quash for lack of personal jurisdiction or otherwise contest personal jurisdiction *at all*. That case progressed, albeit slowly as the parties contested and appealed various motions.

In September 2021, Veeva and Stark filed a separate case in the same California state court, challenging IQVIA's noncompete with Stark specifically. This second case raised essentially the same arguments as (and was later consolidated with) Veeva's original suit, but this time IQVIA (after answering) removed the case to federal court and sought to add a counterclaim that alleged "'venue over this counterclaim is proper in the Northern District of

California for so long as the suit remains pending in this judicial district.'" Chalfant Informal Opp. at 14 (quoting IQVIA counterclaim). IQVIA's counterclaim sought to enjoin Veeva from "'tortiously interfering with other IQVIA employees' non-competes, non-solicitation, and confidentiality contracts, if Stark worked with those employees while at IQVIA.'" *Id.* (emphasis omitted; quoting IQVIA counterclaim). In other words, IQVIA—in a *California* district court—sought to enjoin Veeva from employing any of Mr. Stark's IQVIA co-workers. The district court ultimately remanded the matter. *Veeva Systems Inc. v. IQVIA Inc.*, No. 21-cv-07749-VC, 2021 WL 5861174 (N.D. Cal. Dec. 9, 2021).[2]

Back in California state court, IQVIA challenged the court's personal jurisdiction over IQVIA. On March 17, 2022, the California trial court rejected IQVIA's challenge, holding that it was both waived and meritless. IQVIA did not appeal or otherwise challenge that ruling. Pet. App. 32a.

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[2] In addition to answering the Veeva/Stark lawsuit, IQVIA filed a separate federal suit against Veeva and Stark in New Jersey. In that suit, IQVIA sought to enjoin Veeva from "tortiously interfering with any other IQVIA's employees' contracts with IQVIA." *IQVIA Inc. v. Veeva Sys., Inc.*, No. 21-cv-20009, 2021 WL 5578737, * 3 (D.N.J. Nov. 29, 2021). The district court dismissed that suit, reasoning that California was "a convenient forum for all the parties involved" because "Veeva is located in California, Stark's employment with Veeva is California-based, and IQVIA has multiple operations in California." *Id.* at *5.

III. Chalfant Joins the Veeva/Stark Lawsuit, and the Trial Court Rejects IQVIA's Challenge to Personal Jurisdiction as to Chalfant's Claims

In May 2022, Chalfant, a longtime friend of Stark, left IQVIA and joined Veeva—even though he, like Stark, was subject to IQVIA's noncompete. Accordingly, shortly before Chalfant joined Veeva, Plaintiffs moved to amend the Veeva/Stark complaint to add Chalfant as a plaintiff. Pet. App. 32a. The court granted the motion, and IQVIA's California agent was personally served in California with an amended summons. Pet. App. 32a. IQVIA then moved to quash for lack of personal jurisdiction as to Chalfant's claims. Pet. App. 32a.

On November 21, 2022, the trial court responded to IQVIA's motion by authorizing jurisdictional discovery, observing that it had previously found personal jurisdiction "not only by waiver, but also because of IQVIA's activity in the California biopharmaceutical employment market," including IQVIA's attempts to "prevent[] its employees in states other than California, a description that fits Stark and Chalfant, from moving to Veeva or other California companies." Pet. App. 44a. The trial court further pointed out that "Chalfant is in a different position than Stark in that IQVIA has not moved against him, but IQVIA has made its position clear

with regard to Veeva hiring IQVIA employees, presumably including Chalfant." Pet. App. 44a.[3]

On November 17, 2023, after the parties engaged in nearly a year of jurisdictional discovery, IQVIA again moved to quash service for lack of personal jurisdiction. In light of IQVIA's indisputably substantial contacts with California, IQVIA's motion did not dispute purposeful availment; it argued that Chalfant's claims were insufficiently related to IQVIA's California contacts, relying principally on a pre-*Ford* California Court of Appeal declaratory-judgment case concerning the scope of a commercial indemnity agreement. Mot. to Quash at 10–17 (discussing *Halyard Health, Inc. v. Kimberly-Clark Corp.*, 43 Cal. App. 5th 1062 (2019)).

In response, Chalfant pointed out, among other things, that "[a] month after th[e] Court's Order authorizing jurisdictional discovery, IQVIA moved against Chalfant" in Delaware, which meant

[3] As it did with Stark, about a month after the California trial court's jurisdictional discovery order, IQVIA filed a new suit against Veeva and Chalfant—this time in Delaware Chancery Court. *IQVIA Inc. v. Steven Chalfant and Veeva Systems Inc.*, Case No. 2022-1194-JTL. This suit alleged Chalfant breached his noncompete by joining Veeva and sought a declaration that Chalfant's noncompete was valid and enforceable. The Delaware court stayed the case, reasoning that "'this is an employment dispute that, by all rights, should be heard in either New Jersey or California, depending on the facts.'" Chalfant Informal Opp. at 16 (quoting Delaware court).

"Chalfant's situation is now on all fours with Stark's." Chalfant Mot. to Quash Opp. at 18. IQVIA's *only* reply to this point was to assert that the court's earlier decision was nonbinding and to assert that IQVIA's Delaware claims against Chalfant "are materially different than those it brought against Stark, because IQVIA seeks only declaratory relief and damages, *not* specific enforcement of Chalfant's non-compete agreement." IQVIA Reply at 12 (emphasis in original).

On May 8, 2024, the trial court issued an order that analyzed the three elements necessary for specific jurisdiction—purposeful availment, relatedness, and reasonableness—and found all three were satisfied. *See* Pet. App. 9a–10a (citing *Burger King Corp. v. Rudzewicz*, 471 U.S. 462, 475 (1985); *Bristol-Myers Squibb Co. v. Superior Court of Cal.*, 582 U.S. 255, 262 (2017); *Ford Motor Co. v. Mont. Eighth Judicial Dist. Ct.*, 592 U.S. 351 (2021)).

The trial court started by noting that "IQVIA does not appear to contest" purposeful availment, and it held that this element was satisfied regardless because IQVIA "engages in significant activities in California" (including operating multiple offices in California, recruiting in California, and hiring California residents). Pet. App. 11a–12a. The court also held that these connections made it reasonable to exercise personal jurisdiction. Pet. App. 17a.

As for relatedness, the trial court began by acknowledging that "Chalfant must establish the connection [between IQVIA's California's contacts and his claims] for himself and cannot piggy-back on Veeva." Pet. App. 13a. It then carefully walked through this Court's recent decision in *Ford*, explaining that this Court "refined the 'arise out of or relate to' prong" to require "'an affiliation between the forum and the underlying controversy,' without demanding that the inquiry focus on cause." Pet. App. 13a (quoting *Ford*, 592 U.S. at 362). The trial court further noted that while the "defendant's forum conduct does not have to 'give rise' to Plaintiff's claims," "the affiliation requirement 'does not mean anything goes'" and "'incorporates real limits . . . .'" Pet. App. 13a (quoting *Ford*, 592 U.S. at 362).

Applying these principles, the trial court held that Chalfant's claims are related to IQVIA's California contacts by virtue of: (1) Chalfant's IQVIA employment, which included physically working in California and competing for California customers against California competitors, *see* Pet. App. 13a–14a (finding that Chalfant "traveled to California for IQVIA on almost a quarterly basis and stayed multiple days each visit" to "to compete, on IQVIA's behalf, for business from California companies"); and (2) IQVIA's Delaware litigation against Veeva and Chalfant, which seeks to invoke IQVIA's noncompete to prevent Chalfant's Veeva employment (which took place for a California employer at least partially in California), *see* Pet. App. 14a.

For these reasons, the trial court rejected IQVIA's invocation of the California Court of Appeal's decision in *Halyard Health* and this Court's decision in *Walden*: "[T]he relationship to California is stronger than the relationships identified in those cases" because "[t]he transaction at issue involves Chalfant's attempted departure from a Delaware/New Jersey company that *does substantial business in California in which Chalfant had participated*, and *Chalfant's employment with a California company over which the Delaware/New Jersey company is presently suing Chalfant*." Pet. App. 15a (emphasis added).

IQVIA sought review of the trial court's order by filing a petition for writ of mandate with the California Court of Appeal. In that petition, IQVIA stated that it "does not contest the [trial court's] factual findings," Mandate Pet. at 33, and it expressly acknowledged that the trial court "noted, correctly, that IQVIA has not disputed the purposeful availment prong of specific jurisdiction," Mandate Pet. at 25.

On relatedness, IQVIA addressed the trial court's two rationales as follows. As to IQVIA's Delaware lawsuit attempting to bar Chalfant from working for Veeva (including in California), IQVIA abandoned the argument it made before the trial court (that the lawsuit is not a "relevant California contact[]" because it does not seek specific performance, IQVIA Reply at 12): It instead argued the lawsuit should be

disregarded because it was filed "*after* Chalfant asserted his claims in California," Mandate Pet. at 43 (emphasis in original). Chalfant correctly pointed out that IQVIA forfeited this argument by failing to make it to the trial court. Chalfant Informal Opp. at 27. And as to Chalfant's work for IQVIA in California, IQVIA simply asserted this contact was "insufficient" and substantively cited just one decision to support this assertion—*Picot v. Weston*, 780 F.3d 1206, 1212–1214 (9th Cir. 2015). Mandate Pet. at 45–46.

The California Court of Appeal summarily denied IQVIA's mandate petition in an unreported, non-precedential, one-sentence order. Pet. App. 2a. IQVIA then sought review in the California Supreme Court, which has never decided the question presented, and which denied review as well. Pet. App. 1a. In the meantime, the California state court action has proceeded along: IQVIA has requested, and Chalfant has responded to, numerous discovery requests, and IQVIA took Chalfant's deposition just weeks after IQVIA filed its cert. petition. Discovery will soon be completed, and the trial of the consolidated case (which encompasses Veeva's, Stark's, and Chalfant's claims, as well as IQVIA's counterclaims) is currently set for June 16, 2025.

REASONS TO DENY THE PETITION

The petition should be denied. It urges the Court to review a state intermediate appellate court's unreported, one-sentence summary affirmance of a

factbound relatedness finding that does not raise any lower-court split. Even IQVIA *does not contend there is a lower-court split on its question presented*. Instead, IQVIA suggests the Court should grant its petition to answer a *different* question—but that question is not presented here, for it relates to purposeful availment, which *IQVIA has not contested*. And IQVIA's request for summary reversal is clearly meritless: The trial court correctly applied *Ford*'s relatedness standard to facts that IQVIA does not contest, and IQVIA's arguments challenging that determination on appeal were forfeited and failed to cite pertinent authority.

I. The Decision Below Is Not Precedential, Does Not Present a Lower-Court Split, and Thus Does Not Warrant the Court's Review

The Court should begin and end its consideration of IQVIA's petition with one straightforward, undisputed fact: The California Court of Appeal's one-sentence summary affirmance below is unreported, non-precedential, and non-citable. *See* Pet. App. 2a; Cal. R. Ct. 8.1115(a).

This Court's Rules and practice generally limit the Court's certiorari review to decisions issued by federal courts of appeals and state courts of last resort—not state intermediate appellate courts. *See* Sup. Ct. R. 10(b) (certiorari considered when "a state court of last resort has decided an important federal question in a way that conflicts with the decision of another state

court of last resort or of a United States court of appeals"); *Huber v. N.J. Dep't of Enut'l Prot.*, 562 U.S. 1302, 1302 (2011) (statement of Alito, J. respecting denial of cert.) (noting that a "denial of certiorari is appropriate" when a case "comes to [the Court] on review of a decision by a state intermediate appellate court"). After all, if the Court were to "review and correct every incorrect disposition of a federal question by every intermediate state appellate court," the Court would "soon become so busy that" it would "either be unable to discharge [its] primary responsibilities effectively, or else be forced to make still another adjustment in the size of [its] staff in order to process cases effectively." *Florida v. Meyers*, 466 U.S. 380, 385 (1984) (Stevens, J., dissenting); *see also* Stephen Shapiro et al., *Supreme Court Practice*, 180 n.50 (10th ed. 2013) (explaining that the Court "may be less willing to grant certiorari to review a decision from [a] state intermediate appellate court").

The Court's review is all the more inappropriate here, for IQVIA does not seek review of an ordinary state intermediate appellate court decision; it seeks review of an *unpublished summary affirmance*. This decision does not bind *any* panels of the California Court of Appeal, much less the California Supreme Court. *See Fisk v. Superior Court*, 200 Cal. App. 4th 402, 415 (2011) (noting that summary decisions "do not constitute law of the case and do not establish any legal precedents"). There is simply no reason for the Court to review the decision when both the state's high court and its intermediate appellate court can

still adopt a different view. Nor does IQVIA's petition identify any decision of this Court reviewing a state intermediate appellate court's summary affirmance.

In fact, IQVIA's position below was that California's intermediate appellate court has *correctly* articulated personal jurisdiction rules. IQVIA's lead case below was a published decision (though factually inapposite and predating *Ford*) of the California Court of Appeal. *See* Mot. to Quash at 10–17 and Mandate Pet. at 40–44 (discussing *Halyard Health, Inc. v. Kimberly-Clark Corp.*, 43 Cal. App. 5th 1062 (2019)). The summary affirmance below in no way prevents IQVIA and other litigants from continuing to invoke that published decision—notwithstanding IQVIA's fanciful suggestion that this case's difficult-to-access summary affirmance (combined with the even-more-difficult-to-access trial court order) "is likely to exert substantial influence on other California courts and regulated parties." Pet. at 33; *compare* Pet. at 4 (acknowledging that none of the opinions below are reported, let alone precedential).

Further, review here is doubly unnecessary because IQVIA *does not claim there is any lower-court conflict on its question presented*. Its petition asks the Court to decide whether the Due Process Clause permits "a state court to exercise specific personal jurisdiction over an out-of-state" employer where that employer's "former employee subject to a noncompete agreement . . . joins a competitor to file a preemptive action seeking a declaration that the agreement is

unenforceable," and the former employee "does not reside in the forum State, the noncompete agreement was formed in another State, and the employment relationship was based in another State." Pet. at i.[4]

Remarkably, IQVIA's petition does not point any to any other decision—published or unpublished, state or federal, trial court or appellate—that addresses that question, let alone one that disagrees with the answer the trial court gave here. In fact, despite insisting challenges to noncompetes are "common," Pet. at i, IQVIA's petition *does not cite any other personal jurisdiction case involving noncompetes*. If the Court is inclined to address how personal jurisdiction rules apply in the context of employees' challenges to noncompetes, it should at least wait for *some* published appellate decisions addressing the question. *See, e.g., Cutter v. Wilkinson*, 544 U.S. 709, 718 n.7 (2005) ("[W]e are a court of review, not of first view."); *Box v. Planned Parenthood of Ind. & Ky., Inc.*, 587 U.S. 490, 493 (2019) (citing this Court's Rule 10 and following the Court's "ordinary practice of denying petitions insofar as they

[4] IQVIA's question presented also incorrectly implies the trial court rested its decision "on the ground that enforcement of the agreement would prohibit the plaintiff from working for an employer headquartered in the forum State." Pet. at i. Although the trial court did note Veeva's California headquarters, it did not suggest that fact sufficed to establish personal jurisdiction; on the contrary, it emphasized IQVIA's decision to send Chalfant to compete on its behalf in California as well as IQVIA's decision to sue Veeva and Chalfant to prevent Chalfant from working for Veeva (including in California). Pet. App. 13a–14a.

raise legal issues that have not been considered by additional Courts of Appeals"); *Calvert v. Texas*, 141 S. Ct. 1605, 1606 (2021) (Sotomayor, J., concurring in denial of certiorari) (explaining issue "would benefit from further percolation in the lower courts prior to this Court granting review").

Here, there is neither a lower-court split nor need for error correction. IQVIA's petition comes nowhere close to satisfying the requirements of this Court's Rule 10. It should be denied for that reason alone.

II. IQVIA's Litigation Choices Make This Case an Unsuitable Vehicle to Address the Question Presented in Any Event

Even putting aside the complete absence of any justification for addressing the question presented, this case is an unsuitable vehicle for doing so. While IQVIA's question presented asks about the propriety of exercising specific personal jurisdiction in these circumstances as a general matter, *IQVIA did not dispute purposeful availment*—the first element required to establish personal jurisdiction, and the most common way to defeat personal jurisdiction. *See, e.g.*, Mandate Pet. at 25 ("The [trial] court noted, correctly, that IQVIA has not disputed the purposeful availment prong of specific jurisdiction.").

Indeed, IQVIA's question presented (and cert. petition more broadly) invokes *Walden v. Fiore*, 571 U.S. 277 (2014)—a *purposeful availment* case that is

thus no help to IQVIA's appeal. The Court specifically addressed *Walden* four years ago in *Ford*—an opinion all about relatedness. *Ford Motor Co. v. Mont. Eighth Judicial Dist. Ct.*, 592 U.S. 351, 371 (2021) (explaining that the "only issue" in *Ford* was "whether [the defendant's] contacts [with the forum states] are related enough to the plaintiffs' suits"). In *Ford*, the Court held that *Walden* "has precious little to do with the cases before us" because the defendant in *Walden*—unlike the corporate defendant in *Ford* and unlike IQVIA here—was an individual police officer who "had 'never traveled to, conducted activities within, contacted anyone in, or sent anything or anyone to [the forum State].'" *Id.* at 370-71 (quoting *Walden*, 571 U.S. at 289). *Walden* thus turned on the fact that the defendant "had not purposefully availed himself of the privilege of conducting activities in the forum State." *Id.* at 371 (cleaned up). "Because that was true, the Court had no occasion [in *Walden*] to address the necessary connection between a defendant's in-state activity and the plaintiff's claims"—*i.e.*, the relatedness prong of the personal jurisdiction "doctrinal test." *Id.*

Further, even with respect to relatedness specifically, IQVIA's petition presents its question at far too high a level of abstraction. As the Court made clear in *Ford*, the relatedness inquiry is fact-bound and context-specific. *See Ford*, 592 U.S. at 369–70 (distinguishing on its facts the Court's relatedness decision in *Bristol-Myers Squibb Co. v. Superior Court of California, San Francisco County*, 582 U.S.

255 (2017)). In effect, IQVIA seeks a ruling on whether relatedness was sufficient on the particular facts of *this* case. But that, of course, is not an appropriate question for this Court's review. *Ford* walks through how courts should evaluate relatedness, and IQVIA does not contend there is anything unclear in that opinion. IQVIA merely takes issue with how the trial court applied *Ford* to the facts of this case. IQVIA's disagreement with the trial court does not transform this case into an appropriate vehicle or a case appropriate for this Court's review.

Making matters worse, IQVIA seeks to challenge the trial court's relatedness finding with arguments it has already forfeited. As IQVIA recognizes, the trial court held that "'there is a sufficient affiliation between the controversy and California as the forum state' for specific jurisdiction" because, among other reasons, IQVIA's "Delaware action against respondent" sought "'to prevent or penalize employment with a company that has substantial California ties with the relevant [industry].'" Pet. at 19 (alterations in original; quoting Pet. App. 16a). IQVIA's petition contends this rationale was incorrect because IQVIA filed its Delaware action *after* Chalfant filed his complaint and "the minimum contacts analysis is conducted at the time that the complaint is filed." Pet. at 21. As Chalfant pointed out below, however, IQVIA forfeited this argument by failing to raise it to the trial court. *See* Chalfant Informal Opp. at 27; *accord Kingdomware Techs., Inc. v. United States*, 579 U.S. 162, 173 (2016) ("The

Department failed to raise this argument in the courts below, and we normally decline to entertain such forfeited arguments.").

IQVIA has a similar problem with respect to its challenge to the trial court's other ground for finding relatedness here—that Chalfant routinely traveled to California at IQVIA's direction to compete for IQVIA against California competitors to win California clients. Pet. App. 13a–14a. On appeal, IQVIA contended that "this type of evidence is insufficient" to show relatedness by relying exclusively on *Picot v. Weston*, 780 F.3d 1206 (9th Cir. 2015). Mandate Pet. at 45–46. *Picot*, however, is about purposeful availment, not relatedness. *See* 780 F.3d at 1215 ("[Defendant] neither purposefully availed himself of conducting activities in California nor expressly aimed his conduct at California."). Like *Walden*, *Picot* thus "has precious little to do" with this case. *Ford*, 592 U.S. at 370.

Finally, this case is an especially poor vehicle because there is a separate basis for establishing personal jurisdiction over IQVIA even apart from specific jurisdiction: As Chalfant explained in his brief in the California Court of Appeal, "the Constitution also permits 'tag' jurisdiction over a defendant through personal service of summons while in the state." Chalfant Informal Opp. at 27 (citing *Mallory v. Norfolk So. Railways Co.*, 600 U.S. 122, 129 (2023)). In particular, *Mallory* held that it does "not deny a defendant due process of law" to

exercise general personal jurisdiction over an out-of-state defendant in accordance with a statute requiring corporations to consent to "receive service of process" as a condition of "register[ing] to do business in" the state. 600 U.S. at 135 (citing *Pa. Fire Ins. Co. of Phila. v. Gold Issue Mining & Milling Co.*, 243 U.S. 93 (1917)). Like the Pennsylvania law in *Mallory* and the Missouri law in *Pennsylvania Fire*, California law requires foreign corporations, as a condition of registering to transact business in California, to give their "irrevocable consent to service of process directed to it upon the agent designated" in the corporation's registration application. Cal. Corp. Code § 2105(a)(7). In light of *Mallory*, California's foreign-corporation registration law thus provides an independent basis for personal jurisdiction here.[5]

In sum, "[t]he convoluted history of this case makes it a poor vehicle for reviewing" the question presented. *Taylor v. Yee*, 136 S. Ct. 929, 930 (2016) (Alito, J., concurring in the denial of certiorari). IQVIA has misstated the question presented, has focused on irrelevant cases, has forfeited its central

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[5] In *Bristol-Myers Squibb Co. v. Superior Court*, 1 Cal. 5th 783, 798 (2016), reversed by this Court on other grounds, *see* 582 U.S. 255, the California Supreme Court concluded in passing, based on pre-*Mallory* caselaw, that "a corporation's appointment of an agent for service of process, when required by state law, cannot compel its surrender to general jurisdiction for disputes unrelated to its California transactions." *Mallory* overruled this conclusion.

arguments, and has failed to address an independently sufficient ground for the trial court's decision. And IQVIA has done so in the course of seeking review of an unreported, non-precedential state intermediate appellate court summary affirmance. This Court should deny review.

III. This Appeal Does Not Implicate the Circuit Conflict IQVIA Separately Invokes

Recognizing there is no lower-court split on its actual question presented, IQVIA argues that granting review here "would allow this Court to resolve" a "circuit conflict" on a *different* question—namely, "whether *Calder*'s effects analysis extends beyond the context of intentional torts." Pet. at 27–28 (citing, *inter alia Dudnikov v. Chalk & Vermilion Fine Arts, Inc.*, 514 F.3d 1063, 1072–73 (10th Cir. 2008)). Yet this circuit conflict does not help IQVIA because it is simply not presented by IQVIA's appeal.

As then-Judge Gorsuch explained for the Tenth Circuit in *Dudnikov*, "the 'minimum contacts' standard requires, first, that the out-of-state defendant must have 'purposefully directed' its activities at residents of the forum state, and second, that the plaintiff's injuries must 'arise out of' defendant's forum-related activities." 514 F.3d at 1071. "The first element" is framed slightly differently depending on the context: "In the tort context, we often ask whether the nonresident

defendant 'purposefully directed' its activities at the forum state; in contract cases, meanwhile, we sometimes ask whether the defendant 'purposefully availed' itself of the privilege of conducting activities . . . in the forum state." *Id.* Noting that this Court's opinion in *Calder v. Jones*, 465 U.S. 783 (1984), provides one "way to satisfy the purposeful direction test" in tort cases, *Dudnikov* understood *Calder* "to have found purposeful direction … because of the presence of (a) an intentional action . . . that was (b) expressly aimed at the forum state . . . with (c) knowledge that the brunt of the injury would be felt in the forum state." 514 F.3d at 1072**.**

Dudnikov further observed that there is some disagreement among the federal appellate courts as to whether this *Calder* "effects test" merely requires tort plaintiffs to identify an intentional act, or instead requires tort plaintiffs to allege the intention act was "wrongful or tortious in some sense." 514 F.3d at 1072–73 (citing*, inter alia*, *Yahoo! Inc. v. La Ligue Contre La Racisme Et L'Antisemitisme*, 433 F.3d 1199 (9th Cir. 2006) (en banc), and *Marten v. Godwin*, 499 F.3d 290, 297 (3d Cir. 2007)).

IQVIA argues that this case provides an opportunity for the Court to resolve this circuit conflict. Not so. As *Dudnikov* itself underscores, the *Calder* "effects" test relates to the *first* element of the specific jurisdiction test—"purposeful direction." 514 F.3d at 1071–72. For this reason, *every* case to which IQVIA cites to demonstrate the circuit split discusses

the purposeful direction prong. *See* Pet. at 28–29. IQVIA, however, has never contested this element of the personal jurisdiction test, including in its cert. petition. *See, e.g.*, Mandate Pet. at 25. The *Calder* "effects" test is thus not at all implicated here.

Further, even putting aside IQVIA's waiver of the first prong of the specific jurisdiction test, the circuits *agree* that "a wrongful or tortious act *concededly is not necessary in contract cases*," *Dudnikov*, 514 F.3d at 1073 (emphasis added); *see also, e.g., Yahoo!*, 433 F.3d at 1231 (O'Scannlain, J., concurring in the judgment) ("And in commercial and contract cases, we typically inquire whether a defendant purposefully avails itself of the privilege of conducting activities . . . and do not require that the defendant[']s actions be wrongful." (cleaned up)). This action to invalidate IQVIA's noncompete *is* a contract case, and IQVIA has never argued otherwise. For this reason, neither the parties nor the trial court cited *Calder* below. *Calder* is thus inapposite for this reason as well.

Regardless, even if *Calder* were relevant (it is not), this case would *still* not implicate the circuit split IQVIA invokes. The circuit split centers around whether intentional conduct alone—neither wrongful nor tortious—will satisfy *Calder*. To resolve the circuit split, the Court would need to consider a case where intentional, but not wrongful, conduct was alleged. Here, Chalfant pled *both* intentional and wrongful conduct is in his complaint, alleging that IQVIA intentionally and *unlawfully* attempted to

prevent him from telecommuting to California. *See, e.g.*, Pet. App. 64a. ("IQVIA knows its [restrictive covenants] are illegal, but it relies on the *in terrorem* effect of the covenants to restrain competition and prevent employees from engaging in protected conduct.").

Accordingly, the circuit conflict regarding the *Calder* "effects" test is irrelevant to this appeal and provides no reason to grant IQVIA's petition.

IV. The Trial Court Correctly Applied the Court's Decision in *Ford*

Lacking any colorable basis to seek plenary review, IQVIA falls back on a half-hearted demand for summary reversal. This, too, should be denied.

As numerous Justices of this Court have recognized, "[a] summary reversal is a rare disposition." *Schweiker v. Hansen*, 450 U.S. 785, 791 (1981) (Marshall, J., dissenting); *see also e.g.*, *Off. of Pers. Mgmt. v. Richmond*, 496 U.S. 414, 422 (1990) ("Summary reversals of courts of appeals are unusual under any circumstances."); *Brosseau v. Hagan*, 543 U.S. 194, 207 (2004) (Stevens, J., dissenting) ("At a minimum, the Ninth Circuit's decision was not clearly erroneous, and the extraordinary remedy of summary reversal is not warranted on these facts." (citing

Stephen Shapiro et al., *Supreme Court Practice*, 281 (6th ed. 1986))).[6]

After all, "error correction . . . is outside the mainstream of the Court's function and [is] not among the 'compelling reasons' . . . that govern the grant of certiorari." *Tolan v. Cotton*, 572 U.S. 650, 661 (2014) (Alito, J., concurring) (quoting Stephen Shapiro et al., *Supreme Court Practice*, 352 (10th ed. 2013)). Accordingly, this Court reserves summary reversal for those rare circumstances where "the correct result is so obvious and the Court of Appeals [is] so clearly in error." *C.I.R. v. Asphalt Prods. Co., Inc.*, 482 U.S. 117, 123 (1987) (Blackmun, J., concurring in part and dissenting in part); *accord Gonzales v. Thomas*, 547 U.S. 183, 185 (2006) (agreeing that the lower court's "error [wa]s so obvious in light of [this Court's prior precedent] that summary reversal would be appropriate").

Here, there is no error at all—much less an obvious violation of an on-point precedent of this Court. IQVIA's only challenge to the decision below

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[6] Summary reversals have become even rarer in recent terms. *See* Kalvis E. Golde, *The Decline of Summary Reversals at the U.S. Supreme Court*, Forthcoming, Columbia L. Rev. (draft released Feb. 7, 2025), available at https://ssrn.com/abstract=5128855 ("Typically, the Roberts Court reserves [summary reversal] treatment for decisions granting postconviction relief to people who are incarcerated and denying qualified immunity to police and prison officials. During the last four Terms, by contrast, there has been an average of one, and occasionally zero, summary reversals.").

concerns the relatedness element of the specific jurisdiction test; as noted, IQVIA concedes both purposeful availment and reasonableness. And as to that element, the trial court correctly applied this Court's recent decision in *Ford* explaining what that element requires.

In *Ford*, the Court reiterated that the second element of the specific jurisdiction test "demands that the suit arise out of *or relate to* the defendant's contacts with the forum." 592 U.S. at 361 (emphasis in original; quotation marks and citations omitted). While the "first half of that standard asks about causation," the "back half . . . contemplates that some relationships will support jurisdiction without a causal showing." *Id.* Accordingly, a defendant's contacts with the forum can support specific jurisdiction even where they do not cause the plaintiff's injury: The question for relatedness is simply whether the "relationship among the defendant, the forum, and the litigation—is close enough to support specific jurisdiction." *Id.* at 371.

Here, the relationship between IQVIA, California, and the litigation amply suffices to support specific jurisdiction. The trial court made a number of factual findings in support of its holding, none of which IQVIA disputes. *See* Mandate Pet. at 33. These uncontested facts include the trial court's finding that "[t]he transaction at issue involves Chalfant's attempted departure from a Delaware/New Jersey company [IQVIA] that does substantial business in

California in which Chalfant participated." Pet. App. 15a. The trial court also found that "IQVIA engages in significant activities in California" including having multiple locations in California, "recruiting[ing] at California campuses and hir[ing] California residents." Pet. App. 11a–12a. And it found that Chalfant "traveled *to California for IQVIA* on almost a quarterly basis and stayed multiple days on each visit . . . to compete, *on IQVIA's behalf* from California companies . . . against California-based competitors." *See id.* at 13a–14a (emphasis added). The trial court thus found that the noncompete at issue here "*arose out of Chalfant's employment with IQVIA, which was connected to California*." Pet. App. 13a (emphasis added). After all, under the terms of Chalfant's noncompete, it purportedly barred him from working for Veeva in California *because* he worked for IQVIA and supervised IQVIA employees in California. *See* Pet. App. 35a. On these facts alone, IQVIA's contacts with California "are related enough to the plaintiffs' suits." *Ford*, 592 U.S. at 371.

IQVIA's contacts with California do not end there, however. The trial court further found that "the present controversy arose from Chalfant's employment with *Veeva*, a California company, which IQVIA contends violates Chalfant's 2019 agreement with IQVIA." Pet. App. 14a. And "[b]y suing Chalfant, IQVIA has injected itself into Chalfant's employment

relationship with Veeva, a California company." Pet. App. 15a.[7]

Given the significant ties IQVIA, Chalfant, and this litigation have to California, it was correct—and certainly not obviously wrong—for the trial court to find the relatedness requirement satisfied. Indeed, if its error on this point were truly egregious, IQVIA would have timely objected to (and appealed the trial court's decision regarding) personal jurisdiction as to Stark—a similarly situated former IQVIA employee and non-California resident who performed work for both IQVIA and Veeva in California. That IQVIA failed to do so belies its present assertion that the trial court went completely off the rails.

In sum, the trial court's holding is a straightforward application of the relevant standard established by *Ford*. As Rule 10 points out, "a petition for a writ of certiorari is rarely granted with the asserted error consists of erroneous factual findings or the misapplication of a properly stated rule of law." Yet that is precisely what IQVIA is demanding. In fact, IQVIA seeks the yet-more-unusual remedy of

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[7] IQVIA argues its suit against Chalfant in Delaware should be disregarded, but its appellate arguments on this point were not presented to the trial court and are thus forfeited. *See supra*, 14, 21–22. Even setting aside its Delaware lawsuit, IQVIA's prior counterclaims against Veeva (which predate Chalfant's claims against IQVIA) encompassed all IQVIA employees, including Chalfant. *See supra*, 7–8. And regardless, Chalfant's own work in California for *IQVIA* is enough to establish the requisite relationship between IQVIA's contacts and Chalfant's claims.

summary reversal; this is plainly unwarranted here, particularly in light of the trial court's undisputed factfinding, its thorough legal analysis, and IQVIA's many forfeited arguments. IQVIA's petition has nothing to commend it. It should be denied.

CONCLUSION

The petition should be denied.

Respectfully submitted,

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