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*Attorneys for Plaintiffs and the Class*

**SUPERIOR COURT OF CALIFORNIA  
COUNTY OF SAN FRANCISCO**

PETER LEE and LATONYA CAMPBELL,  
on behalf of themselves and all others  
similarly situated,

Plaintiffs,

v.

THE HERTZ CORPORATION, DOLLAR  
THRIFTY AUTOMOTIVE GROUP, INC.,

Defendants.

Case No.: CGC-15-547520

**PLAINTIFFS' NOTICE OF  
MOTION AND MOTION FOR  
ATTORNEYS' FEES, COSTS,  
AND CLASS REPRESENTATIVE  
SERVICE AWARDS**

Date: August 16, 2019

Time: 1:30 PM

Judge: Hon. Teri L. Jackson

Department: 613

Case No.: CGC-15-547520

1 TO ALL INTERESTED PARTIES AND THEIR ATTORNEYS OF RECORD:

2 PLEASE TAKE NOTICE that on August 16, 2019 at 1:30 p.m., or as soon thereafter  
3 as the matter may be heard, in the San Francisco Superior Court, Department 613, Plaintiffs  
4 Peter Lee and Latonya Campbell, on behalf of themselves and all others similarly situated  
5 (“Plaintiffs”), will move this Court for the following:

6 1. Entry of an order approving the following distributions from the Settlement  
7 fund: (1) attorneys’ fees in the amount of one-third of the fund (\$539,666.67), (2)  
8 reimbursement of Class Counsel’s out-of-pocket expenses in the amount of \$41,759.32, (3)  
9 \$5,000.00 to each of the Named Plaintiffs, as Class Representative Service Awards, and (4)  
10 \$61,507.00 in third-party settlement administration expenses to the Settlement  
11 Administrator.

12 This Motion is based on this Notice, the supporting Memorandum of Points and  
13 Authorities, the Declarations of E. Michelle Drake, Jahan C. Sagafi, Elisa Della-Piana, and  
14 Jennifer Keough, and the pleadings and papers on file in this action, and any other matter  
15 of which this Court may take notice.

16  
17 Respectfully submitted,

18 Dated: July 1, 2019

**BERGER MONTAGUE PC**

19  
20 By: /s/ E. Michelle Drake  
E. Michelle Drake (*pro hac vice*)

21 *Counsel for Plaintiffs & the Class*  
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16 *Attorneys for Plaintiffs and the Class*

17 **SUPERIOR COURT OF CALIFORNIA**  
18 **COUNTY OF SAN FRANCISCO**

19 PETER LEE and LATONYA CAMPBELL,  
on behalf of themselves and all others  
20 similarly situated,

21 Plaintiffs,

22 v.

23  
24 THE HERTZ CORPORATION, DOLLAR  
THRIFTY AUTOMOTIVE GROUP, INC.,

25 Defendants.  
26  
27  
28

Case No.: CGC-15-547520

**MEMORANDUM OF POINTS &  
AUTHORITIES IN SUPPORT OF  
PLAINTIFFS' MOTION FOR  
ATTORNEYS' FEES, COSTS,  
AND CLASS REPRESENTATIVE  
SERVICE AWARDS**

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## **INTRODUCTION**

Plaintiffs and Class Counsel successfully litigated this Fair Credit Reporting Act (“FCRA”) class action, resulting in a settlement that establishes a \$1,619,000.00 fund for the benefit of the Settlement Class (“Class”) along with non-monetary relief. The Settlement was achieved despite significant hurdles to recovery and with no guarantees of success. These benefits to the Class could not have been achieved absent Class Counsel’s time, effort, and skill, as well as Plaintiffs’ active participation in the case. The requested attorneys’ fees and expenses, one-third of settlement fund (\$539,666.67) for fees, is consistent awarded in California courts for settlements of this caliber and represents a negative multiplier of 0.66 on Class Counsel’s lodestar. Further, the \$41,759.32 in out-of-pocket expenses, and \$61,507.00 in third-party settlement administration expenses are reasonable and should be awarded. The requested service awards for the two Class Representatives of \$5,000.00 each are also appropriate in light of their investment of time and energy in this litigation.

## **BACKGROUND**

The litigation history, settlement negotiations, and terms of the Settlement are set out in the Memorandum in Support of Plaintiffs’ Unopposed Motion for Preliminary Settlement Approval, and are incorporated here. This memorandum will focus on the efforts of Class Counsel and the Class Representatives to achieve the significant result in this case.

### **I. CLASS COUNSEL’S EXPERIENCE AND EFFORTS TO SECURE BENEFITS FOR THE CLASS.**

Class Counsel are experienced FCRA and class action litigators. Their qualifications are set forth in the accompanying Declarations of E. Michelle Drake (“Drake Decl.”), Jahan C. Sagafi (“Sagafi Decl.”), and Elisa Della-Piana (“Della-Piana Decl.”). As a result of their experience in this area, Class Counsel were able to efficiently and effectively litigate this action and had the credibility necessary to negotiate a good settlement on behalf of the Class. Class Counsel litigated this case on a contingency basis and have thus far

1 received no compensation for their time or out-of-pocket costs. *Drake Decl.* ¶ 12. In the  
2 event that Class Counsel did not successfully resolve this matter, Class Counsel would have  
3 been paid nothing.

4 Class Counsel have invested a substantial amount of time and resources  
5 investigating and litigating this action. Unlike some FCRA class actions that settle shortly  
6 after the complaint is filed, this case was thoroughly litigated with substantial discovery.  
7 Many of the tasks performed by Class Counsel are not evident based solely upon a review  
8 of the docket in this matter, as much of the litigation of this action took place outside the  
9 courtroom.

10 Tasks performed by Class Counsel thus far include: (1) investigating the claims; (2)  
11 meeting and communicating regularly with Plaintiffs; (3) researching and drafting the  
12 complaint, the amended complaint, and the second amended complaint; (4) researching and  
13 successfully responding to Defendants' demurrer and subsequent appeals of the same,  
14 including petitions to both the California Supreme Court and the United States Supreme  
15 Court; (5) reviewing thousands of documents produced by Defendants; (6) engaging in  
16 numerous meet and confers regarding discovery issues and resolving contested discovery  
17 issues without the need for court intervention; (7) preparing and responding to Defendants'  
18 written discovery requests for both Named Plaintiffs; (8) engaging in third-party discovery  
19 with the consumer reporting agencies used by Defendants; (9) engaging in extended  
20 settlement negotiations with Defendants; (10) drafting the Settlement Agreement and  
21 subsequent amendments; (11) researching and drafting the preliminary approval brief; and  
22 (12) overseeing administration of the Settlement. *Id.* ¶ 13.

23 To date, Class Counsel have devoted over 1,781 hours to this matter. *Drake Decl.*  
24 ¶ 14; *Sagafi Decl.* ¶ 24; *Della-Piana Decl.* p. 3. Class Counsel also anticipates contributing  
25 additional time and effort to this case if the Settlement is finally approved. Additional tasks  
26 Class Counsel expects to perform include continuing to oversee the administration of the  
27 Settlement, researching and drafting final approval papers, preparing for the final fairness  
28 hearing, traveling to and appearing at the final fairness hearing, and continuing to respond

1 to class member questions. *Drake Decl.* ¶ 15.

2 Importantly, Class Counsel's lodestar also does not reflect the full extent of Class  
3 Counsel's efforts outside of this case that ultimately benefited the Class. For example, Class  
4 Counsel have expended hundreds of hours researching standing issues and monitoring cases  
5 interpreting *Spokeo, Inc. v. Robins*, 136 S. Ct. 1540 (2016) and other issues around the  
6 FCRA's disclosure and pre-adverse action notice requirements. *Drake Decl.* ¶ 16.

7 Further, Berger Montague PC ("Berger") monitors and tracks FCRA cases on a daily  
8 basis. The costs incurred by Berger include these case tracking expenses ("Courtlink").  
9 Berger actively monitors all new FCRA filings, and developments on a daily basis in FCRA  
10 cases that touch on relevant issues. These efforts enabled Class Counsel to negotiate a  
11 substantial and meaningful settlement of this case, by comparing it to other FCRA cases,  
12 and by distinguishing it from other cases that settled for less, including numerous cases that  
13 involve unpublished opinions. This ongoing monitoring and research also allowed Class  
14 Counsel to effectively assess the reasonability of the recovery in this matter and motivated  
15 Class Counsel to negotiate a settlement. The out-of-pocket expenses for this research and  
16 tracking are divided among Berger's active FCRA cases each month. *Id.* ¶ 17.

17 To date, Class Counsel have collectively incurred \$41,759.32 in out-of-pocket  
18 litigation costs. *Drake Decl.* ¶ 18; *Sagafi Decl.* ¶ 28. All of these costs were necessarily  
19 incurred and are of the type typically reimbursed by paying clients.

20 The estimated costs of settlement administration in this matter (which are not  
21 included in the litigation cost totals) are anticipated not to exceed \$61,507.00 and are also  
22 reasonably incurred. This costs number is an increase on the initial estimate of  
23 administration costs provided to the Court with preliminary approval (\$55,507). This is due  
24 to a number of additional tasks that the administrator was required to undertake, including:  
25 (1) additional customized postcard sent to Category 3, (2) additional tasks related to the  
26 Class List data being prepared for mailing, (3) the online version of the Claim Form required  
27 additional data validation, and (4) related increased project management expenses. *Keough*  
28 *Decl.* ¶¶ 3-4.

1     **II.     CLASS REPRESENTATIVES' PARTICIPATION IN THE CASE.**

2             The Class Representatives have played a valuable role in bringing this litigation to  
3 a successful conclusion. Both Plaintiffs have played an active role in the case. The Named  
4 Plaintiffs have each assisted Class Counsel with investigation of the facts, provided  
5 documents to Class Counsel, responded to written discovery, consulted with Class Counsel  
6 during settlement negotiations and reviewed and approved the Settlement Agreement.  
7 *Sagafi Decl. ¶ 20.* By agreeing to serve as Named Plaintiffs, the Plaintiffs risked disclosing  
8 their criminal offense history in publicly filed documents.

9             The Settlement's allowance for service payments of up to \$5,000.00 each for  
10 Plaintiff Lee and Plaintiff Campbell, reflects the Class Representatives' initiative in  
11 pursuing this action, the risks associated with attaching their names to this litigation, and  
12 the time they have invested in the case.

13                             **ARGUMENT**

14     **I.     THE COURT SHOULD APPROVE THE REQUESTED ATTORNEYS' FEES.**

15             The requested award of one-third of the Settlement fund fairly and reasonably  
16 compensates Class Counsel. It is also consistent with fees awarded by California courts in  
17 similar cases. Class Counsel invested significant resources in this case with the possibility  
18 of no recovery whatsoever. Due in no small part to their skill, experience, and past success  
19 litigating similar claims, Class Counsel were able resolve this case in a Settlement that  
20 provides significant relief to class members, after extensive negotiations. The parties'  
21 ability to reach the Settlement without dispositive motion practice demonstrates Class  
22 Counsel's efficient use of resources and recognizes the risks and expenses of litigation and  
23 trial, as well as the benefits of Settlement. A lodestar cross-check confirms the  
24 appropriateness of awarding one-third of the fund as the award results in a negative  
25 multiplier of 0.66, which is well within the range generally approved in California.

**A. The Court Should Use the Percentage-of-the-Fund Method to Determine Attorneys' Fees.**

“California has long recognized, as an exception to the general American rule that parties bear the costs of their own attorneys, the propriety of awarding an attorney fee to a party who has recovered or preserved a monetary fund for the benefit of himself or herself and others.” *Laffitte v. Robert Half Int’l Inc.*, 376 P.3d 672, 676 (Cal. 2016); *see also Boeing Co. v. Van Gemert*, 444 U.S. 472, 478 (1980) (“[A] litigant or lawyer who recovers a common fund for the benefit of persons other than himself or his client is entitled to a reasonable attorney’s fee from the fund as a whole.”). In awarding fees in a class action, courts generally use either the percentage of the recovery or the lodestar multiplier approach. *See generally Laffitte*, 376 P.3d at 677-82. “The choice of a fee calculation method is generally one within the discretion of the trial court, the goal under either the percentage or lodestar approach being the award a reasonable fee to compensate counsel for their efforts.” *Id.* at 687.

“[W]hen class action litigation establishes a monetary fund for the benefit of the class members, and the trial court in its equitable powers awards class counsel a fee out of that fund, the court may determine the amount of a reasonable fee by choosing an appropriate percentage of the fund created.” *Id.* at 686. There are numerous “recognized advantages of the percentage method—including relative ease of calculation, alignment of incentives between counsel and the class, a better approximation of market conditions in a contingency case, and the encouragement it provides counsel to seek an early settlement and avoid unnecessarily prolonging the litigation.” *Id.*

In determine the proper percentage of the fund, courts examine the risks and potential value of the litigation, the contingent nature of the representation, the novelty and difficulty of the issues presented, the skill shown by counsel, and the hours worked and asserted hourly rates. *Id.* at 687. California courts have not established a “benchmark” percentage of the fund but have noted that “[e]mpirical studies show that, regardless whether the percentage method or the lodestar method is used, fee awards in class actions average around one-third of the recovery.” *Chavez v. Netflix, Inc.*, 75 Cal. Rptr. 3d 413,

1 433 n.11 ( Ct. App. 2008) (internal quotation omitted). Here, the requested one-third of the  
2 settlement fund is an appropriate award of attorneys' fees and is in line with similar awards  
3 in FCRA settlements from across the country. *See, e.g., Nesbitt v. Postmates, Inc.*, No.  
4 CGC-15-547146, Order Approving Mot. for Fees (Cal. Super., San Fran. Cnty.); *Moore v.*  
5 *Aerotek, Inc.*, No. 2:15-CV-2701, 2017 WL 2838148, at \*8 (S.D. Ohio June 30, 2017),  
6 report and recommendation adopted, 2017 WL 3142403 (S.D. Ohio July 25, 2017); *Johnson*  
7 *v. Midwest Logistics Sys. Ltd.*, No. 2:11-cv-1061, 2013 WL 2295880, at \*6 (S.D. Ohio May  
8 24, 2013); *Flores v. Express Servs., Inc.*, No. 2:14-cv-03298, 2017 WL 1177098 (E.D. Pa.  
9 Mar. 30, 2017); *Smith v. Res-Care, Inc.*, No. CV 3:13-5211, 2015 WL 6479658, at \*8  
10 (S.D.W. Va. Oct. 27, 2015); *Serrano v. Sterling Testing Sys., Inc.*, 711 F. Supp. 2d 402, 421  
11 (E.D. Pa. 2010).

12 **B. The Settlement Provides a Substantial Benefit to the Class.**

13 Class Counsel's efforts in this matter resulted in a non-reversionary settlement fund  
14 of \$1,619,000.00 for the benefit of the Class. Plaintiffs sought statutory damages under the  
15 FCRA, which provides for damages of \$100 to \$1000 for each willful violation of the  
16 statute. 15 U.S.C. § 1681n. Based on the claims rate thus far, Class Counsel expects the  
17 final claims rate to be approximately 10% for the Category 3 Class members required to  
18 return claim forms. If the requested fees, costs, and service payments are awarded, a 10%  
19 claims rate would result in expected net payments of approximately \$101.99 per Category  
20 1 Class Members, \$50.99 per Category 2 Class Member and \$50.99 per Category 3  
21 Claimant.

22 As detailed in the preliminary approval memorandum, these per-person payouts are  
23 in line with or better than many of those achieved in settlements that have been approved in  
24 cases raising similar claims, especially those after the Supreme Court agreed to hear *Spokeo*.  
25 *See Nesbitt*, No. CGC-15-547146 (approving settlement payments of \$23.65 per disclosure  
26 class member, and \$70.96 per pre-adverse action class member); *Moore*, 2017 WL  
27 2838148, at \*4 (approving settlement payments of between \$13 and \$80 for disclosure and  
28 pre-adverse action notice class members); *Aceves v. Autozone Inc.*, No. 5:14-cv-2032, ECF

1 No. 58 (C.D. Cal. Nov. 18, 2016) (approving settlement that provided for \$20 gross for each  
2 class member); *Landrum v. Acadian Ambulance Serv., Inc.*, No. 14-cv-1467, ECF No. 37  
3 (S.D. Tex. Nov. 5, 2015) (approving disclosure settlement of \$10 per class member);  
4 *Patrick v. Interstate Mgmt. Co., LLC*, No. 8:15-cv-1252, ECF No. 42 (M.D. Fla. Jan. 14,  
5 2016) (preliminarily approving disclosure settlement with gross recovery per disclosure  
6 class member of \$16.40); *Manuel v. Wells Fargo Bank, NA*, No. 14-cv-238-REP-DJN, 2016  
7 WL 1070819, at \*2 (E.D. Va. Mar. 15, 2016) (approving settlement of \$35.00 per disclosure  
8 class member and \$75.00 per pre-adverse action notice class member); *Walker v.*  
9 *McClane/Midwest, Inc.*, No. 2:14-CV-04315, ECF No. 29 (W.D. Mo. Oct. 23, 2015)  
10 (approving disclosure settlement of \$24 per person); *Brown v. Lowe's*, No. 5:13-cv-00079,  
11 ECF No. 173 (W.D.N.C. Nov. 1, 2016) (approving pre-adverse action notice settlement of  
12 \$60 per class member); *Fernandez v. Home Depot USA, Inc.*, No. 13-cv-648-DOC-RNB,  
13 ECF No. 59 (C.D. Cal. Jan. 22, 2016) (approving disclosure settlement of \$15 to \$100 per  
14 person).

15 Furthermore, Defendants have also changed their background-check-related  
16 procedures to ensure compliance. Defendants have agreed to continue to utilize their  
17 current disclosure, which Class Counsel have reviewed, for at least thirty-six (36) months  
18 following the Effective Date of the Settlement. Defendants have also agreed that, in  
19 addition to providing applicants with that stand-alone disclosure directly, Defendants will  
20 continue to take steps to ensure individuals processed through Defendants' web  
21 application/portal system will also be provided with a legally compliant stand-alone  
22 disclosure. Also for the thirty-six (36) month period, Defendants will send an annual  
23 memorandum, or other similar guidance, to the individuals in recruiting positions for  
24 Defendants, reminding them of Defendants' FCRA-compliant policies and procedures for  
25 procuring and using consumer reports. This is a notable achievement given that courts are  
26 divided about whether injunctive relief is available to private plaintiffs under the FCRA.  
27 *See, e.g., Gauci v. Citi Mortg.*, No. 11-cv-1387-ODW-JEM, 2011 WL 3652589, at \*3 (C.D.  
28 Cal. Aug. 19, 2011) ("District courts in the Ninth Circuit agree that a private party may not

1 obtain injunctive relief under the FCRA.”).

2 In light of the risks discussed further below that would have faced the Class had  
3 litigation continued, this is an excellent recovery which supports Class Counsel’s requested  
4 fees.

5 **C. Class Counsel Undertook Considerable Risk in Litigating this Case**  
6 **on a Contingency Basis as Recovery Was Far From Guaranteed.**

7 Class Counsel took this case on a contingency fee basis, and Class Counsel invested  
8 time and resources in this matter without any compensation to date. *Drake Decl.* ¶ 12. At  
9 all times, this case carried a very real possibility of an unsuccessful outcome and Class  
10 Counsel receiving no fees of any kind. At the time the original complaint was filed, there  
11 were no obvious indications that a settlement would be reached or that the litigation would  
12 be successful. Further, continued litigation of this matter carried a number of very specific  
13 risks that could have resulted in no recovery for the Class and no compensation for Class  
14 Counsel. There were a number of novel and uncertain litigation issues in this case.

15 First, there was continued uncertainty stemming from the Supreme Court’s decision  
16 in *Spokeo*, which was pending before the Supreme Court when this case was filed. Indeed,  
17 this matter itself was remanded to this Court after the N.D. Cal. ruled on a motion to dismiss  
18 on *Spokeo* standing grounds. After *Spokeo*, there has been a split among the federal courts  
19 about whether claims under the FCRA, such as the claims at issue in this lawsuit, provide  
20 for federal jurisdiction. *Demmings v. KKW Trucking, Inc.*, No. 3:14-CV-494-SI, 2017 WL  
21 1170856, at \*10 (D. Or. Mar. 29, 2017). A FCRA class action judgment in federal court  
22 has even been reversed on appeal because of *Spokeo*. *Dreher v. Experian Info. Sols., Inc.*,  
23 856 F.3d 337, 341 (4th Cir. 2017) (vacating judgment of over \$10 million because plaintiff  
24 lacked Article III standing). Knowing that the Supreme Court granted certiorari in *Spokeo*  
25 in March 2015 and that federal jurisdiction over these claims could be compromised based  
26 on the Supreme Court’s ruling in that case, Class Counsel filed this case in California state  
27 court.<sup>1</sup> The fact that this case was originally filed in state court ensured that when

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28 <sup>1</sup> The FCRA provides for concurrent jurisdiction in both state and federal courts. *See* 15  
U.S.C. § 1681p.

1 Defendants removed to federal court, and argued that the federal court lacked subject matter  
2 jurisdiction, the case would not be dismissed, but would instead be remanded to state court,  
3 which is what happened. *See* 28 U.S.C. 1447(c). Plaintiffs contend, and this Court agreed,  
4 that California state courts are not bound by Article III's restrictions on federal court  
5 jurisdiction, and standing in California state courts is broader than the limited jurisdiction  
6 conferred on federal courts by Article III. *See* Order Overruling Demurrer, April 5, 2017;  
7 *Reycraft v. Lee*, 99 Cal. Rptr. 3d 746, 750 (2009) ("In assessing standing, California courts  
8 are not bound by the 'case or controversy' requirement of article III of the United States  
9 Constitution.") (internal quotations omitted).

10 Since *Spokeo* was decided, courts have split on the question of whether federal  
11 courts have subject matter jurisdiction over the claims asserted in this action. *Compare*  
12 *Syed v. M-I, LLC*, 853 F.3d 492, 499-500 (9th Cir. 2017) (finding Article III standing), *with*  
13 *Groshek v. Time Warner Cable, Inc.*, 865 F.3d 884, 886 (7th Cir. 2017) (dismissing case  
14 for lack of Article III standing). Cases that were originally filed in federal court have been  
15 dismissed for lack of subject matter jurisdiction. *See, e.g., Nokchan v. Lyft, Inc.*, No. 15-  
16 CV-03008-JCS, 2016 WL 5815287, at \*9 (N.D. Cal. Oct. 5, 2016). However, Class  
17 Counsel's strategic decision to originate this case in state court ensured when the federal  
18 court held that no standing existed, it was not fatal to Plaintiffs' claims. Class Counsel's  
19 foresight positioned the Class well in litigation, and later settlement negotiations, that  
20 ultimately took place after *Spokeo* was decided. The Class has thus been well served by  
21 Class Counsel's expertise and foresight, without which the Class may have received no  
22 recovery at all.

23 The issue of willfulness also posed a risk of no recovery. To recover statutory  
24 damages under the FCRA, Plaintiffs must prove not only that Defendants violated the  
25 FCRA, but also that Defendants' violations were willful. 15 U.S.C. §1681o. Absent a  
26 finding of willfulness, the Class would have recovered nothing. Willfulness imposes a  
27 heavy burden on FCRA plaintiffs, and recovery is far from guaranteed. Even if a violation  
28 of the FCRA is proven, plaintiffs may not meet their burden on willfulness, thereby losing

1 the prospect of statutory damages altogether. *See Smith v. LexisNexis Screening Sols., Inc.*,  
2 837 F.3d 604, 611 (6th Cir. 2016) (reversing jury verdict, holding that consumer reporting  
3 agency's conduct did not constitute a willful violation of the FCRA); *Domonoske v. Bank*  
4 *of America, N.A.*, 790 F. Supp. 2d 466, 476 (W.D. Va. 2011) (“[G]iven the difficulties of  
5 proving willfulness or even negligence with actual damages [under the FCRA], there was a  
6 substantial risk of nonpayment.”).

7 All of these legal hurdles presented significant barriers to recovery. Defendants are  
8 represented by skilled counsel from Nixon Peabody who have extensive experience  
9 defending class actions. *See* [www.nixonpeabody.com](http://www.nixonpeabody.com). Defendants would have mounted a  
10 vigorous defense throughout continued litigation. That Class Counsel was nevertheless able  
11 to secure a \$1.619 million recovery for the benefit of the Class is indicative of Class  
12 Counsel's skill, experience, and expertise in FCRA litigation.

#### 13 **D. The Lodestar Crosscheck Supports Approval.**

14 The lodestar crosscheck “provides a mechanism for bringing an objective measure  
15 of the work performed into the calculation of a reasonable attorney fee.” *Laffitte*, 376 P.3d  
16 at 687. Only when the lodestar multiplier is “far outside the normal range” would the trial  
17 court “have reason to reexamine its choice of a percentage.” *Id.* “[T]rial courts conducting  
18 lodestar cross-checks have generally not been required to closely scrutinize each claimed  
19 attorney-hour, but have instead used information on attorney time spent to focus on the  
20 general question of whether the fee award appropriately reflects the degree of time and  
21 effort expended by the attorneys.” *Id.* (internal quotations omitted).

22 A lodestar crosscheck here confirms that the requested award is reasonable. Class  
23 Counsel have already expended a combined total of over 1,781 hours in billable time at  
24 their current standard hourly rates, resulting in a lodestar of \$817,266.26.<sup>2</sup> *Drake Decl.* ¶  
25 14; *Sagafi Decl.* ¶ 24; *Della-Piana Decl.* p. 3. This results in a negative lodestar multiplier  
26

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27 <sup>2</sup> Counsel will continue to spend time on this matter up to and even after the final approval  
28 hearing, including responding to class member inquiries, and preparing the final approval  
motion and supporting documents.

1 of approximately 0.66. The hours billed represent time spent on tasks that were essential to  
2 litigation and settlement. The standard hourly rates for Class Counsel – ranging from \$300  
3 to \$900 for attorneys, and \$49.36 to \$285 for paralegals and staff – are also reasonable. *See*  
4 *In re Magsafe Apple Power Adapter Litig.*, No. 09-cv-1911, 2015 WL 428105, at \*12 (N.D.  
5 Cal. Jan. 30, 2015) (“In the Bay Area, reasonable hourly rates for partners range from \$560  
6 to \$800, for associates from \$285 to \$510, and for paralegals and litigation support staff  
7 from \$150 to \$240”) (citing cases); *see also Bohannon v. Facebook, Inc.*, No. 12-cv-1894,  
8 2016 WL 2962109, at \*5-6 (N.D. Cal. May 23, 2016) (approving attorney hourly rates of  
9 \$525-800); *In re LinkedIn User Privacy Litig.*, 309 F.R.D. 573, 591-92 (N.D. Cal. 2015)  
10 (approving attorney rates from \$335 - \$685). Class Counsel’s rates are in line with those  
11 charged by experienced class action lawyers who practice on a national scale and within the  
12 range of those approved by other courts in similar circumstances. *See, e.g., Spano v. Boeing*  
13 *Co.*, No. 06-CV-743-NJR-DGW, 2016 WL 3791123, at \*3 (S.D. Ill. Mar. 31, 2016)  
14 (approving hourly rates of \$460 to \$998 for attorneys, \$309 for paralegals, and \$190 for  
15 legal assistants); *Flores*, 2017 WL 1177098, at \*4 (finding hourly rates for attorneys ranging  
16 from \$725 to \$225 reasonable, in FCRA class settlement); *Chakejian v. Equifax Info. Servs.,*  
17 *Inc.*, 275 F.R.D. 201, 216–17 (E.D. Penn. 2011) (finding hourly rates up to \$700 for partners  
18 are reasonable for experienced class counsel in a FCRA class action); *In re Mercedes-Benz*  
19 *Tele Aid Contract Litig.*, No. 07-CV-2720, 2011 WL 4020862, at \*7 (D.N.J. Sept. 9, 2011)  
20 (finding reasonable, in consumer class action settlement, hourly rates up to \$855 for partners  
21 and up to \$560 for associates); *Laffey Matrix*<sup>3</sup> <http://www.laffeymatrix.com/see.html> (last  
22 visited Sept 10, 2017) (setting forth rates between \$359 and \$864 for attorneys of similar  
23 experience levels).

24 The lodestar multiplier here –0.66– is well within a reasonable range. California  
25 courts generally approve multipliers between 2 and 4. *Wershba v. Apple Computer, Inc.*,

27 <sup>3</sup> The Laffey Matrix is “an official statement of market-supported reasonable attorney fee  
28 rates” adopted and updated by the D.C. Circuit Court of Appeals. *Adcock-Ladd v. Sec’y of*  
*Treasury*, 227 F.3d 343, 347 n.3 (6th Cir. 2000).

1 110 Cal. Rptr. 2d 145, 170 (Ct. App. 2001) (“Multipliers can range from 2 to 4 or even  
2 higher”); *Laffitte*, 376 P.3d at 675 (approving fees where multiplier was “2.03 to 2.13”); *see*  
3 *also City of Oakland v. Oakland Raiders*, 249 Cal. Rptr. 606, 608-09 (Ct. App. 1988) (2.34  
4 multiplier); *In re Sutter Health Uninsured Pricing Cases*, 89 Cal. Rptr. 3d 615, 629 (2009)  
5 (affirming that multiplier of 2.52 was “fair and reasonable”); *Vizcaino v. Microsoft Corp.*,  
6 290 F.3d 1043, 1050 (9th Cir. 2002) (upholding multiplier of 3.65). Here the lodestar cross-  
7 check supports Class Counsel’s requested fee.

## 8 **II. THE COURT SHOULD APPROVE THE REQUESTED EXPENSES.**

9 Class Counsel also seek, and Defendants do not oppose, reimbursement of  
10 documented, out-of-pocket expenses incurred in litigating and settling this matter. *See*  
11 *Harris v. Marhoefer*, 24 F.3d 16, 19 (9th Cir. 1994) (counsel should recover “those out-of-  
12 pocket expenses that would normally be charged to a fee paying client”) (internal citations  
13 omitted); *Ashker v. Sayre*, No. 05-cv-3759, 2011 WL 825713, at \*3 (N.D. Cal. March 7,  
14 2011) (finding “costs of reproducing pleadings, motions and exhibits are typically billed by  
15 attorneys to their fee-paying clients” and are thus reimbursable); *Trustees of Const. Indust.*  
16 *& Laborers Health & Welfare Trust v. Redland Ins. Co.*, 460 F.3d 1253, 1258-59 (9th Cir.  
17 2006) (legal research costs reimbursable); *In re Immune Response Secs. Litig.*, 497 F. Supp.  
18 2d 1166, 1177-8 (S.D. Cal. 2007) (mediation expenses, expert fees, legal research, copies,  
19 postage, filing fees, messenger, and federal express costs reimbursable).

20 Class Counsel have expended \$41,759.32 in reasonable and necessary expenses in  
21 this matter. *Drake Decl.* ¶ 18; *Sagafi Decl.* ¶ 28. These costs include, among other things,  
22 travel, printing, FedEx, postage, and online research expenses. *Id.* These costs are  
23 reasonable and should be reimbursed.

24 In addition, the Settlement Administrator has incurred, and will continue to incur,  
25 expenses that are requested to be reimbursed from the common fund. The Administrator’s  
26 costs are not expected to exceed \$61,507.00. *See Newberg on Class Actions* § 12:20 (5th  
27 ed.) (“The[] costs of paying the claims administrator, processing the claims, providing  
28 notice to the class, and generally administering the settlement is typically deducted from

1 the settlement fund.”). The requested settlement administration costs cover, among other  
2 things, expenses incurred or estimated to be incurred for preparing the class list, preparing  
3 and sending notices, processing opt-outs and claim forms, postage, corresponding with class  
4 members, and phone support. The requested administration costs are fair and reasonable,  
5 and should be reimbursed from the common fund.

6 **III. THE CLASS REPRESENTATIVE SERVICE PAYMENTS ARE REASONABLE.**

7 Service awards for class representatives “are fairly typical in class action cases.”  
8 *Rodriguez v. West Pub. Corp.*, 563 F.3d 948, 958 (9th Cir. 2009); *see also Bell v. Farmers*  
9 *Ins. Exch.*, 9 Cal. Rptr. 3d 544, 554 (Ct. App. 2004) (affirming an order for “service  
10 payments to the five named plaintiffs compensating them for their efforts in bringing suit”).  
11 Such awards are intended to compensate class representatives for work done on behalf of  
12 the class, to make up for financial or reputational risk undertaken in bringing the action, and  
13 to recognize their willingness to act as private attorneys general. *Rodriguez*, 563 F.3d at  
14 958-59.

15 The Class Representatives devoted significant time and effort to successfully  
16 prosecuting the case, including assisting counsel with investigating the claims at issue,  
17 responding to written discovery, and reviewing and approving the Settlement Agreement.  
18 *Sagafi Decl.* ¶ 20. They stayed abreast of the proceedings throughout the litigation and  
19 were in consistent communication with Class Counsel. *Id.* The modest incentive awards of  
20 \$5,000.00 each for Plaintiff Lee and Plaintiff Campbell are in line with those regularly  
21 approved in class actions settlement and are appropriate given the Class Representatives’  
22 important role in the case. *See, e.g., Razilov v. Nationwide Mutual Ins. Co.*, No. 01-cv-  
23 1466-BR, 2006 WL 3312024 at \*2-4 (N.D. Cal. Nov. 13, 2006) (approving incentive award  
24 of \$10,000); *Ralston v. Mortg. Investors Grp., Inc.*, No. 08-cv-536, 2013 WL 5290240, at  
25 \*5 (N.D. Cal. Sept. 19, 2013) (approving service payment of \$12,500); *In re Netflix Privacy*  
26 *Litig.*, No. 11-cv-379, 2013 WL 1120801, at \*11 (N.D. Cal. March 18, 2013) (approving  
27 service awards of \$6,000 for each named plaintiff); *Vedachalam v. Tata Consultancy*  
28 *Servcs. Ltd.*, No. 06-cv-0963, 2013 WL 3929129, at \*7 (N.D. Cal. July 18, 2013) (approving

1 service awards of \$25,000 and \$35,000).

2 **CONCLUSION**

3 Based on the foregoing, the Court should approve the requested payments to be  
4 deducted from the common fund: (1) attorneys' fees to Class Counsel in the amount of  
5 \$539,666.67 (one-third of the common fund), (2) reimbursement of Class Counsel's out-of-  
6 pocket costs in the amount of \$41,759.32, (3) Class Representative Awards of \$5,000.00  
7 each, and (4) \$61,507.00 in settlement administration expenses.

8 BERGER MONTAGUE PC

9 Date: July 1, 2019

10 /s/E. Michelle Drake  
E. Michelle Drake (*pro hac vice*)

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18 *Attorneys for Plaintiffs and Proposed Class Members*

19 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
20 **COUNTY OF SAN FRANCISCO**  
21 **UNLIMITED CIVIL JURISDICTION**  
**COMPLEX DIVISION**

22 PETER LEE, and LATONYA  
CAMPBELL,

23 Plaintiffs,

24 v.

25 THE HERTZ CORPORATION,  
26 DOLLAR THRIFTY AUTOMOTIVE  
GROUP, INC.,

27 Defendants.  
28

Case No. CGC-15-547520

**DECLARATION OF E. MICHELLE  
DRAKE IN SUPPORT OF MOTION  
FOR ATTORNEYS' FEES, COSTS,  
CLASS REPRESENTATIVE AWARDS**

Hearing Date: August 16, 2019

Time: 1:30 PM

Location: Dept. 613

Judge: Hon. Teri L. Jackson

1 I, E. MICHELLE DRAKE, declare as follows:

2 1. I am one of Class Counsel in the above-captioned matter.

3 2. I submit this Declaration in support of Plaintiffs' Motion for Attorneys' Fees,  
4 Costs, and Class Representative Service Awards.

5 3. I am a Shareholder at Berger Montague PC. I have been practicing law since 2001  
6 and am a graduate of Harvard College, Oxford University, and Harvard Law School. In 2016, I  
7 joined Berger Montague as a Shareholder. Prior to joining Berger Montague, I was a partner at  
8 Nichols Kaster, PLLP, where I ran that firm's consumer protection group.

9 4. Berger Montague specializes in class action litigation and is one of the preeminent  
10 class action law firms in the United States. The firm employs over 60 attorneys and primarily  
11 represents plaintiffs in complex civil litigation in federal and state courts. Berger Montague has  
12 played lead roles in major class action cases for over 48 years, and has obtained settlement and  
13 recoveries totaling over \$30 billion for its clients and the classes they have represented. A copy  
14 of the firm's resume is attached hereto as **Exhibit A**.

15 5. I serve as co-chair of the firm's Consumer Protection, Credit Reporting &  
16 Background Checks, and Technology, Privacy & Data Breach practice groups. My practice  
17 focuses on protecting consumers' rights when they are injured by improper credit reporting, and  
18 other illegal business practices. I currently serve as lead or co-lead counsel in dozens of class  
19 action consumer protection cases in federal and state courts across the country, including  
20 numerous cases brought pursuant to the Fair Credit Reporting Act. A copy of my personal  
21 resume is attached hereto as **Exhibit B**.

22 6. I serve on the Board of the National Association of Consumer Advocates, am a  
23 member of the Partner's Council of the National Consumer Law Center, and am a Co-Chair of the  
24 Consumer Litigation Section for the Minnesota State Bar Association. I have previously served  
25 as a member of the Ethics Committee for the National Association of Consumer Advocates, and  
26 as Treasurer and At-Large Council Member for the Consumer Litigation Section of the Minnesota  
27 State Bar Association. I was also an appointee to the Federal Practice Committee in 2010 by the  
28 U.S. District Court for the District of Minnesota.

1           7.       I am consistently named to the annual lists of The Best Lawyers of America, Top  
2 50 Women Minnesota Super Lawyers, and Super Lawyers. I have been quoted in the New York  
3 Times, the L.A. Times, Fortune, Bloomberg News and the National Law Journal. Two of my  
4 cases have been named as “Lawsuits of the Year” by Minnesota Law & Politics.

5           8.       I present frequently at national and local conferences on class actions, consumer  
6 protection, and Fair Credit Reporting Act-related topics, and I co-authored a book chapter on  
7 background checks and related issues, “Financial and Criminal Background Checks,” Job  
8 Applicant Screening: A Practice Guide, Minnesota Continuing Legal Education Publication, May  
9 2014. My recent speaking engagements have included:

- 10           ▪ “Nationwide Settlement Classes – The Impact of the Hyundai/Kia Litigation,”  
11 Class Action Symposium, Consumer Rights Litigation Conference, National  
12 Consumer Law Center, Denver, CO, October 2018.
- 13           ▪ “Developments in Public Records Litigation,” Consumer Rights Litigation  
14 Conference, National Consumer Law Center, Denver, CO, October 2018.
- 15           ▪ “Big Challenges in the City of BIG Shoulders, Electronic Discovery’s Rise to  
16 Prominence,” ABA 22nd Annual National Institute on Class Actions, Chicago, IL,  
17 October 2018.
- 18           ▪ “Jurisdiction Issues Post Bristol-Myers,” Bridgeport 2018 Class Action Litigation  
19 Conference, San Francisco, CA, September 2018.
- 20           ▪ “New Developments in the Law of Personal Jurisdiction in the Aftermath of the  
21 Supreme Court’s Decisions in BNSF Railway Co. v. Tyrrell and Bristol Myers and  
22 the Strategies,” Plaintiffs’ Class Action Roundtable, Rancho Palos Verdes, CA,  
23 April 2018.
- 24           ▪ “New Developments in Personal Jurisdiction,” Litigator’s Short Course,  
25 Minnesota Continuing Legal Education, Minneapolis, MN, February 2018.
- 26           ▪ “Game Changing Blindspots that Create Privacy Liabilities – a Plaintiff-Side  
27 Litigator’s Insights,” Midwest Legal Conference on Privacy & Data Security,  
28 Minneapolis, MN, January 2018.

- 1           ▪ “Federal Discovery: Winning Your Cases Early,” & “FCRA Report Disclosures:  
2           Issues and Litigation,” Consumer Rights Litigation Conference, National  
3           Consumer Law Center, Washington, D.C., November 2017.
- 4           ▪ “Strategic Response to Recent Supreme Court Decision in *Bristol-Meyers*,” Class  
5           Action Symposium, Consumer Rights Litigation Conference, National Consumer  
6           Law Center, Washington, D.C., November 2017.
- 7           ▪ “The Times They Are a-Changin’: The Role of Administrative Agencies and  
8           Private Counsel in the Trump Era,” American Bar Association Annual National  
9           Institute on Class Actions, Washington, D.C., October 2017.
- 10          ▪ “The CFPB’s New Rule on Arbitration: What It Is and What Comes Next,”  
11          Minnesota State Bar Association Continuing Legal Education, Minneapolis, MN,  
12          September 2017.
- 13          ▪ “Standing: Assessing Article III Jurisdiction One Year after *Spokeo*,” Minnesota  
14          State Bar Association Continuing Legal Education, Minneapolis, MN, June 2017.
- 15          ▪ “House Resolution 985 – Update and Strategies for Defeat,” Cambridge Forums’  
16          Plaintiffs’ Class Action Forum, Carefree, AZ, May 2017.
- 17          ▪ “TCPA/FCRA/Debt Collection Issues,” PLI 22nd Annual Consumer Financial  
18          Services Institute, Chicago, IL, May 2017.
- 19          ▪ “Case Law and Recent Trial Update Panel,” Fair Credit Reporting Act Conference,  
20          National Association of Consumer Advocates, Baltimore, MD, April 2017.

21           9.       I litigate cases throughout the United States and have been admitted to, and am a  
22       member in good standing with, the following courts:

- 23           ▪       United States Supreme Court, 2017
- 24           ▪       State Bar of Georgia, 2001
- 25           ▪       Georgia Supreme Court, 2006
- 26           ▪       Minnesota Supreme Court, 2007
- 27           ▪       U.S. Court of Appeals for the Eighth Circuit, 2010
- 28           ▪       U.S. Court of Appeals for the First Circuit, 2011

- U.S. Court of Appeals for the Seventh Circuit, 2014
- U.S. Court of Appeals for the Ninth Circuit, 2015
- U.S. District Court for the Northern District of Georgia, 2007
- U.S. District Court for the District of Minnesota, 2007
- U.S. District Court for the Eastern District of Wisconsin, 2011
- U.S. District Court for the Western District of Texas, 2011
- U.S. District Court for the Western District of Wisconsin, 2015
- U.S. District Court for the Eastern District of Michigan, 2015
- U.S. District Court for the Central District of Illinois, 2016
- U.S. District Court for the Southern District of Texas, 2017
- U.S. District Court for the District of Colorado, 2017
- U.S. District Court for the Western District of New York, 2017

10. I have served as lead, or co-lead, class counsel in numerous notable consumer protection matters, including, but not limited to, the following:

*Clark/Anderson v. Trans Union, LLC*, No. 15-cv-391 & No. 16-cv-558 (E.D. Va.). FCRA consolidated class action, alleging violations by credit bureau, providing groundbreaking injunctive relief, and an opportunity to recover monetary relief, for millions of consumers.

*Rubio-Delgado v. Aerotek, Inc.*, No. 16-cv-1066 (S.D. Ohio). FCRA class action, alleging violations by employer, resulting in a \$15 million settlement.

*Knights v. Publix Super Markets, Inc.*, No. 14-cv-720 (M.D. Tenn.). FCRA class action, alleging violations by employer, resulting in a \$6.75 million settlement.

*Hillson v. Kelly Services, Inc.*, No. 15-cv-10803 (E.D. Mich.). FCRA class action, alleging violations by employer, resulting in a \$6.749 million settlement.

*Ernst v. DISH Network, LLC & Sterling Infosystems, Inc.*, No. 12-cv-8794 (S.D.N.Y.). FCRA class action, alleging violations by employer and consumer reporting agency, resulting in a \$4.75 million settlement with consumer reporting agency, and a \$1.75 million settlement with employer.

*Howell v. Checkr, Inc.*, No. 17-cv-4305 (N.D. Cal.). FCRA class action, alleging violations by consumer reporting agency, resulting in a \$4.46 million settlement.

*Brown v. Delhaize America, LLC*, No. 14-cv-195 (M.D.N.C.). FCRA class action, alleging violations by employer, resulting in \$2.99 million settlement.

1 *Nesbitt v. Postmates, Inc.*, No. CGC-15-547146 (Cal. Super. Ct., San Fran. Cnty.). FCRA  
2 class action, alleging violations by employer, resulting in a \$2.5 million settlement.

3 *Singleton v. Domino's Pizza, LLC*, No. 11-cv-1823 (D. Md.). FCRA class action, alleging  
4 violations by employer, resulting in a \$2.5 million settlement.

5 *Heaton v. Social Finance, Inc.*, No. 14-cv-5191 (N.D. Cal.). FCRA class action, alleging  
6 violations by lender, resulting in a \$2.5 million settlement.

7 *Terrell v. Costco Wholesale Corp.*, No. 10-2-33915-9 (Wash. Super. Ct., King Cnty.).  
8 FCRA class action, alleging violations by employer, resulting in a \$2.49 million  
settlement.

9 *Halvorson v. TalentBin, Inc.*, No. 15-cv-5166 (N.D. Cal.). FCRA class action, alleging  
10 violations by online data aggregator, resulting in a \$1.15 million settlement.

11 *Legrand v. IntelliCorp Records, Inc.*, No. 15-cv-2091 (N.D. Ohio). FCRA class action,  
12 alleging violations by consumer reporting agency, resulting in a \$1.1 million settlement.

13 *In re Target Corp. Customer Data Security Breach Litig.*, MDL No. 14-2522 (D. Minn.).  
14 Data security breach class action, resulting in a \$10 million settlement for consumers  
(approval currently pending on appeal).

15 11. My litigation efforts and experience have received judicial acknowledgement and  
16 praise throughout the years of my practice. Examples of such recognition include:

17 From Judge Harold E. Kahn, Dep't 302, Superior Court of Cal., San Fran. Cnty.:

18 You're very articulate on this issue. ... Obviously, you're very thoughtful  
19 and you have given it a great deal of thought. ... And I appreciate your  
20 ability to respond to my questions off the cuff. ... It shows that you have  
21 given these issues a lot of thought ... I have to say that your thoughtfulness  
22 this morning has somewhat diminished my concerns [regarding high  
23 multiplier on attorney fees]... You're demonstrating credibility by a mile  
24 as you go....You are extraordinarily impressive. And I thank you for being  
25 here, and for your candid, noninvasive [sic] response to every question I  
26 have. I was extremely skeptical at the outset this morning. You have  
27 allayed all of my concerns and have persuaded me that this is an important  
28 issue, and that you have done a great service to the class. And for that  
reason, I am going to approve your settlement in all respects... And I  
congratulate you on your excellent work.

Nov. 7, 2017, Final Approval Hearing, *Nesbitt v. Postmates, Inc.*, No. CGC-15-547146.

1 From Judge Laurie J. Michelson, United States District Court, E.D. Mich.:

2 Counsel's quality of work in this case was high. The Court has been  
3 impressed with counsel's in-court arguments. And counsel has provided  
4 the Court with quality briefing as well.

5 Aug. 11, 2017, Opinion & Order on Mtn. for Atty. Fees, and Mtn. for Final Approval,  
6 *Hillson v. Kelly Services, Inc.*, No. 15-cv-10803.

7 From Magistrate Judge Terence P. Kemp, United States District Court, S.D. Ohio:

8 The parties in this case are represented by counsel with substantial  
9 experience in class action litigation, and FCRA cases in particular. ... Class  
10 Counsel are experienced and knowledgeable in FCRA litigation, are  
11 skilled, and are in good standing.

12 June 30, 2017, Report & Recomm'n. on Final Approval, *Rubio-Delgado v. Aerotek, Inc.*,  
13 No. 16-cv-1066.

14 From Judge Paul A. Magnuson, United States District Court, D. Minn.:

15 [T]he class representatives and their counsel more than adequately  
16 protected the class's interests. ... [T]he comprehensive nature of the  
17 settlement in turn, reflects the adequacy, indeed the superiority, of the  
18 representation the class received from its named Plaintiffs and from class  
19 counsel.

20 May 17, 2017, Mem. & Order on Mtn. to Certify Class, *In re Target Corp. Customer Data*  
21 *Sec. Breach Litig.*, MDL No. 14-2522.

22 From Judge Paul A. Engelmayer, United States District Court, S.D.N.Y.:

23 The high quality of [plaintiffs' counsel]'s representation strongly supports  
24 approval of the requested fees. The Court has previously commended  
25 counsel for their excellent lawyering. ... The point is worth reiterating here.  
26 [Plaintiffs' counsel] was energetic, effective, and creative throughout this  
27 long litigation. The Court found [Plaintiffs' counsel]'s briefs and  
28 arguments first-rate. And the documents and deposition transcripts which  
the Court reviewed in the course of resolving motions revealed the firm's  
far-sighted and strategic approach to discovery. ... Further, unlike in many  
class actions, plaintiffs' counsel did not build their case by piggybacking  
on regulatory investigation or settlement. ... The lawyers [] can genuinely  
claim to have been the authors of their clients' success.

Sept. 22, 2015, Final Approval Order, *Hart v. RCI Hospitality Holdings, Inc.*, No. 09-cv-  
3043.

1 From Magistrate Judge Laurel Beeler, United States District Court, N.D. Cal.:

2 Counsel have worked vigorously to identify and investigate the claims in  
3 this case, and, as this litigation has revealed, understand the applicable law  
4 and have represented their clients vigorously and effectively.

5 June 13, 2014, Order Granting Mtn. for Class Cert., *Ellsworth v. U.S. Bank, N.A.*, No. 12-  
6 cv-2506.

7 From Judge Deborah Chasanow, United States District Court, D. Md.:

8 [Plaintiffs' counsel] are qualified, experienced, and competent, as  
9 evidenced by their background in litigating class-action cases involving  
10 FCRA violations. ... As noted above, Plaintiffs' attorneys are experienced  
11 and skilled consumer class action litigators who achieved a favorable result  
12 for the Settlement Classes.

13 Oct. 2, 2013, Final Approval Order, *Singleton v. Domino's Pizza, LLC*, No. 11-cv1823.

14 From Judge Susan M. Robiner, Minnesota District Court, Henn. Cnty.:

15 Plaintiffs' counsel are adequate legal representatives for the class. They  
16 have done work identifying and investigating potential claims, have  
17 handled class actions in the past, know the applicable law, and have the  
18 resources necessary to represent the class. The class will be fairly and  
19 adequately represented.

20 Oct. 16, 2012, Order Granting Mtn. for Class Cert., *Spar v. Cedar Towing & Auction,*  
21 *Inc.*, No. 27-CV-411-24993.

22 12. Class Counsel litigated this case on a contingency basis and have received no  
23 compensation to date for their time or out-of-pocket costs.

24 13. Tasks performed by Class Counsel thus far include: (1) investigating the claims;  
25 (2) meeting and communicating regularly with Plaintiffs; (3) researching and drafting the  
26 complaint, the amended complaint, and the second amended complaint; (4) researching and  
27 successfully responding to Defendants' demurrer and subsequent appeals of the same, including  
28 petitions to both the California Supreme Court and the United States Supreme Court; (5)  
reviewing thousands of documents produced by Defendants; (6) engaging in numerous meet and  
confers regarding discovery issues and resolving contested discovery issues without the need for  
court intervention; (7) preparing and responding to Defendants' written discovery requests for

1 both Named Plaintiffs; (8) engaging in third-party discovery with the consumer reporting  
2 agencies used by Defendants; (9) engaging in extended settlement negotiations with Defendants;  
3 (10) drafting the Settlement Agreement and subsequent amendments; (11) researching and  
4 drafting the preliminary approval brief; and (12) overseeing administration of the Settlement.

5 14. To date, myself and my colleagues at my firm have devoted 907 hours to this  
6 matter, resulting in \$452,054.76 in lodestar. A summary chart of the timekeepers, their hourly  
7 rates, and their time expended is attached hereto as **Exhibit C**.

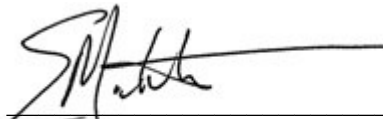
8 15. Additional tasks Class Counsel expects to perform include continuing to oversee  
9 the administration of the Settlement, researching and drafting final approval papers, preparing for  
10 the final fairness hearing, traveling to and appearing at the final fairness hearing, and continuing  
11 to respond to class member questions.

12 16. Class Counsel's lodestar does not reflect the full extent of Class Counsel's efforts  
13 outside of this case that ultimately benefited the Class. For example, Class Counsel have  
14 expended hundreds of hours researching standing issues and monitoring cases interpreting  
15 *Spokeo, Inc. v. Robins*, 136 S. Ct. 1540 (2016) and other issues around the FCRA's disclosure and  
16 pre-adverse action notice requirements.

17 17. The costs incurred by my firm also include case tracking expenses ("Courtlink").  
18 My firm actively monitors all new FCRA filings and monitors developments on a daily basis in  
19 FCRA cases that touch on relevant issues. These efforts enabled Class Counsel to negotiate a  
20 substantial and meaningful settlement of this case, by comparing it to other FCRA cases, and by  
21 distinguishing it from other cases that settled for less, including numerous cases that involved  
22 unpublished opinions. This ongoing monitoring and research also allowed Class Counsel to  
23 effectively assess the reasonability of the recovery in this matter and motivated Class Counsel to  
24 negotiate a settlement. The out-of-pocket expenses for this research and tracking are divided  
25 among my firm's active FCRA cases each month.

26 18. To date, my firm has incurred \$30,055.38 in out-of-pocket litigation costs.  
27 Itemized records, and a summary chart of the same, are attached hereto as **Exhibit D**.  
28

1 I declare, under penalty of perjury, under the laws of the State of California that the  
2 foregoing is true and correct. Executed this 1st day of July, 2019, at Minneapolis, Minnesota.

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5 E. Michelle Drake  
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# EXHIBIT A



PHILADELPHIA | MINNEAPOLIS | WASHINGTON, D.C.

## About Berger Montague

Berger Montague is a full-spectrum class action and complex civil litigation firm, with nationally known attorneys highly sought after for their legal skills. The firm has been recognized by courts throughout the country for its ability and experience in handling major complex litigation, particularly in the fields of antitrust, securities, mass torts, civil and human rights, whistleblower cases, employment, and consumer litigation. In numerous precedent-setting cases, the firm has played a principal or lead role.

*The Legal Intelligencer* honored the firm with its inaugural "Law Firm Innovator" award in 2018, an award which recognizes attorneys or whole firms on the cutting edge of the profession, and who think outside the box and have demonstrated an ability to distinguish their brands. *The National Law Journal*, which recognizes a select group of law firms each year that have done "exemplary, cutting-edge work on the plaintiffs side," has selected Berger & Montague in 12 out of the last 14 years (2003-05, 2007-13, 2015, 2016) for its "Hot List" of top plaintiffs' oriented litigation firms in the United States. The firm has also achieved the highest possible rating by its peers and opponents as reported in *Martindale-Hubbell*.

Currently, the firm consists of 60 lawyers; 18 paralegals; and an experienced support staff. Few firms in the United States have Berger Montague's breadth of practice and match the firm's successful track record in such a broad array of complex litigation.

## History of the Firm

Berger Montague was founded in 1970 by the late David Berger to concentrate on the representation of plaintiffs in a series of antitrust class actions. David Berger helped pioneer the use of class actions in antitrust litigation and was instrumental in extending the use of the class action procedure to other litigation areas, including securities, employment discrimination, civil and human rights, and mass torts. The firm's complement of nationally recognized lawyers has represented both plaintiffs and defendants in these and other areas, and has recovered billions of dollars for its clients. In complex litigation, particularly in areas of class action litigation, Berger Montague has established new law and forged the path for recovery.

The firm has been involved in a series of notable cases, some of them among the most important in the last 40 years of civil litigation. For example, the firm was one of the principal counsel for plaintiffs in the *Drexel Burnham Lambert/Michael Milken* securities and bankruptcy litigation. Claimants in these cases recovered approximately \$2 billion in the aftermath of the collapse of the junk bond market and the bankruptcy of *Drexel* in the late 1980s. The firm was also among the principal trial counsel in the *Exxon Valdez Oil Spill* litigation in Anchorage, Alaska, a trial resulting in a record jury award of \$5 billion against Exxon, later reduced by the

U.S. Supreme Court to \$507.5 million. Berger Montague was lead counsel in the *School Asbestos Litigation*, in which a national class of secondary and elementary schools recovered in excess of \$300 million to defray the costs of asbestos abatement. The case was the first mass tort property damage class action certified on a national basis. Berger Montague was also lead/liaison counsel in the *Three Mile Island Litigation* arising out of a serious nuclear incident.

Additionally, in the human rights area, the firm, through its membership on the executive committee in the *Holocaust Victim Assets Litigation*, helped to achieve a \$1.25 billion settlement with the largest Swiss banks on behalf of victims of Nazi aggression whose deposits were not returned after the Second World War. The firm also played an instrumental role in bringing about a \$4.37 billion settlement with German industry and government for the use of slave and forced labor during the Holocaust.

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## Practice Areas and Notable Cases

### Antitrust

In antitrust litigation, the firm has served as lead, co-lead or co-trial counsel on many of the most significant civil antitrust cases over the last 40 years, including *In re Corrugated Container Antitrust Litigation* (recovery in excess of \$366 million), the *Infant Formula* case (recovery of \$125 million), the *Brand Name Prescription Drug* price fixing case (settlement of more than \$700 million), the *State of Connecticut Tobacco Litigation* (settlement of \$3.6 billion), the *Graphite Electrodes Antitrust Litigation* (settlement of more than \$134 million), and the *High-Fructose Corn Syrup Litigation* (\$531 million). Most recently, the firm is one of three co-lead counsel *In re Payment Cards Antitrust Litigation*, which has resulted in the highest private class action settlement in U.S. history of \$7.2B (reduced to \$5.7 billion after opt outs). The firm has also played a leading role in cases in the pharmaceutical arena, especially in cases involving the delayed entry of generic or other rival drug competition, having achieved over \$1 billion in settlements in such cases over the past decade.

The *Legal 500*, a guide to worldwide legal services providers, ranked Berger Montague as a Top-Tier Firm for Antitrust: Civil Litigation and Class Actions in the United States in its 2015 guide and has repeatedly cited Berger Montague's antitrust practice as "stand[ing] out by virtue of its first-class trial skills."

For five straight years, Berger Montague has been selected by *Chambers and Partners' USA's* America's Leading Lawyers for Business as one of Pennsylvania's top antitrust firms.

*In re Currency Conversion Fee Antitrust Litigation*: Berger Montague, as one of two co-lead counsel, spearheaded a class action lawsuit alleging that the major credit cards had conspired to fix prices for foreign currency conversion fees imposed on credit card transactions. After eight years of litigation, a settlement of \$336 million was approved in October 2009, with a Final Judgment entered in November 2009. Following the resolution of eleven appeals, the District Court, on October 5, 2011, directed distribution of the settlement funds to more than 10 million timely filed claimants, among the largest class of claimants in an antitrust consumer class action. (MDL No. 1409 (S.D.N.Y)).

*In re March banks Truck Service Inc., et al. v. Comdata Network, Inc.:* Berger Montague was co-lead counsel in this antitrust class action brought on behalf of a class of thousands of Independent Truck Stops. The lawsuit alleged that defendant Comdata Network, Inc. had monopolized the market for specialized Fleet Cards used by long haul truckers. Comdata imposed anticompetitive provisions in its agreements with Independent Truck Stops that artificially inflated the fees Independents paid when accepting the Comdata's Fleet Card for payment. These contractual provisions, commonly referred to as anti-steering provisions or merchant restraints, barred Independents from taking various competitive steps that could have been used to steer fleets to rival payment cards. The settlement for \$130 million and valuable prospective relief was preliminary approved on March 17, 2014, and finally approved on July 14, 2014. In its July 14, 2014 order approving Class Counsel's fee request, entered contemporaneously with its order finally approving the settlement, the Court described this outcome as "substantial, both in absolute terms, and when assessed in light of the risks of establishing liability and damages in this case."

*Ross, et al. v. Bank of America (USA) N.A., et al.:* Berger Montague, as lead counsel for the cardholder classes, obtained final approval of settlements reached with Chase, Bank of America, Capital One and HSBC, on claims that the defendant banks unlawfully acted in concert to require cardholders to arbitrate disputes, including debt collections, and to preclude cardholders from participating in any class actions. The case was brought for injunctive relief only. The settlements remove arbitration clauses nationwide for 3.5 years from the so-called "cardholder agreements" for over 100 million credit card holders. This victory for consumers and small businesses came after nearly five years of hard-fought litigation, including obtaining a decision by the Court of Appeals reversing the order dismissing the case, and will aid consumers and small businesses in their ability to resist unfair and abusive credit card practices. A proposed settlement has been reached with the non-bank defendant arbitration provider (NAF), and, after defeating summary judgment, Berger Montague is preparing the case for trial against the remaining two bank defendants.

*In re High Fructose Corn Syrup Antitrust Litigation:* Berger Montague was one of three co-lead counsel in this nationwide class action alleging a conspiracy to allocate volumes and customers and to price-fix among five producers of high fructose corn syrup. After nine years of litigation, including four appeals, the case was settled on the eve of trial for \$531 million. (MDL No. 1087, Master File No. 95- 1477 (C.D. Ill.)).

*In re Linerboard Antitrust Litigation:* Berger Montague was one of a small group of court-appointed executive committee members who led this nationwide class action against producers of linerboard. The complaint alleged that the defendants conspired to reduce production of linerboard in order to increase the price of linerboard and corrugated boxes made therefrom. At the close of discovery, the case was settled for more than \$200 million. (98 Civ. 5055 and 99-1341 (E.D. Pa.)).

*Johnson, et al. v AzHHA, et al.:* Berger Montague is co-lead counsel in this litigation on behalf of a class of temporary nursing personnel, against the Arizona Hospital and Healthcare Association, and its member hospitals, for agreeing and conspiring to fix the rates and wages for temporary nursing personnel, causing class members to be underpaid. The court approved a nearly \$22.5 million settlement on behalf of this class of nurses. (Case No. 07-1292 (D. Ariz.)).

*In re Graphite Electrodes Antitrust Litigation:* Berger Montague was one of the four co-lead counsel in a nationwide class action price-fixing case. The case settled for in excess of \$134 million and over 100% of claimed damages. (02 Civ. 99-482 (E.D. Pa.)).

*North Shore Hematology-Oncology Assoc., Inc. v. Bristol-Myers Squibb Co.:* The firm was one of several prosecuting an action complaining of Bristol Myers's use of invalid patents to block competitors from marketing more affordable generic versions of its life-saving cancer drug, Platinol (cisplatin). The case settled for \$50 million. (No. 1:04CV248 (EGS)(D.D.C.)).

*In re Catfish Antitrust Litig. Action:* The firm was co-trial counsel in this action which settled with the last defendant a week before trial, for total settlements approximating \$27 million. (No. 2:92CV073-D-O, MDL No. 928 (N.D. Miss.)).

*In re Carbon Dioxide Antitrust Litigation:* The firm was co-trial counsel in this antitrust class action which settled with the last defendant days prior to trial, for total settlements approximating \$53 million, plus injunctive relief. (MDL No. 940 (M.D. Fla.)).

*In re Infant Formula Antitrust Litigation:* The firm served as co-lead counsel in an antitrust class action where settlement was achieved two days prior to trial, bringing the total settlement proceeds to \$125 million. (MDL No. 878 (N.D. Fla.)).

*Red Eagle Resources Corp., Inc., v. Baker Hughes, Inc.:* The firm was a member of the plaintiffs' executive committee in this antitrust class action which yielded a settlement of \$52.5 million. (C.A. No. H- 91-627 (S.D. Tex.)).

*In re Corrugated Container Antitrust Litigation:* The firm, led by H. Laddie Montague, was co-trial counsel in an antitrust class action which yielded a settlement of \$366 million, plus interest, following trial. (MDL No. 310 (S.D. Tex.)).

*Bogosian v. Gulf Oil Corp.:* With Berger Montague as sole lead counsel, this landmark action on behalf of a national class of more than 100,000 gasoline dealers against 13 major oil companies led to settlements of over \$35 million plus equitable relief on the eve of trial. (No. 71-1137 (E.D. Pa.)).

*In re Master Key Antitrust Litigation:* The firm served as co-lead counsel in an antitrust class action that yielded a settlement of \$21 million during trial. (MDL No. 45 (D. Conn.)).

The firm has also played a leading role in cases in the pharmaceutical arena, especially in cases involving the delayed entry of generic competition, having achieved over \$1 billion in settlements in such cases over the past decade, including:

*In re Prandin Direct Purchaser Antitrust Litigation:* Berger Montague served as co-lead counsel and recovered \$19 million on behalf of direct purchasers of the diabetes medication Prandin. (Case No. 2:10- cv-12141 (E.D. Mich.)).

*Mylan Pharmaceuticals, Inc. v. Warner Chilcott Public Ltd. Co.:* Berger Montague was appointed as co-lead counsel in a case challenging Warner Chilcott's alleged anticompetitive practices with respect to the branded drug Doryx. The case was settled for \$15 million. (Case No. 2:12-cv-03824 (E.D. Pa.)).

*In re Neurontin Antitrust Litigation:* Berger Montague served as part of a small group of firms challenging the maintenance of a monopoly relating to the pain medication Neurontin. The case settled for \$190 million. (Case No. 02-1830 (D.N.J.)).

*In re Skelaxin Antitrust Litigation:* Berger Montague was among a small group of firms litigating on behalf of direct purchasers of the drug Skelaxin. The case settled for \$73 million. (Case No. 2:12-cv-83 / 1:12-md-02343) (E.D. Tenn.)).

*In re Wellbutrin XL Antitrust Litigation:* Berger Montague is serving as co-lead counsel for a class of direct purchasers of the antidepressant Wellbutrin XL. A settlement of \$37.5 million was reached with Valeant Pharmaceuticals (formerly Biovail), one of two defendants in the case. Litigation is proceeding against the remaining defendant, GlaxoSmithKline. (Case No. 08-cv-2431 (E.D. Pa.)).

*Rochester Drug Co-Operative, Inc. v. Braintree Labs., Inc.:* Berger Montague, appointed as co-lead counsel, prosecuted this case on behalf of direct purchasers alleging sham litigation led to the delay of generic forms of the brand drug Miralax. The case settled for \$17.25 million. (Case No. 07-142 (D. Del.)).

*In re Oxycontin Antitrust Litigation:* Berger Montague served as co-lead counsel on behalf of direct purchasers of the prescription drug Oxycontin. The case settled in 2011 for \$16 million. (Case No. 1:04- md-01603 (S.D.N.Y.)).

*Meijer, Inc., et al. v. Abbott Laboratories:* Berger Montague served as co-lead counsel in a class action on behalf of pharmaceutical wholesalers and pharmacies charging Abbott Laboratories with illegally maintaining monopoly power and overcharging purchasers in violation of the federal antitrust laws. Plaintiffs alleged that Abbott had used its monopoly with respect to its anti-HIV medicine Norvir (ritonavir) to protect its monopoly power for another highly profitable Abbott HIV drug, Kaletra. This antitrust class action settled for \$52 million after four days of a jury trial in federal court in Oakland, California. (Case No. 07-5985 (N.D. Cal.)).

*In re Nifedipine Antitrust Litigation:* Berger Montague played a major role (serving on the executive committee) in this antitrust class action on behalf of direct purchasers of generic versions of the anti-hypertension drug Adalat (nifedipine). After eight years of hard-fought litigation, the court approved a total of \$35 million in settlements. (Case No. 1:03-223 (D.D.C.)).

*In re DDAVP Direct Purchaser Antitrust Litigation:* Berger Montague served as co-lead counsel in a case that charged defendants with using sham litigation and a fraudulently obtained patent to delay the entry of generic versions of the prescription drug DDAVP. Berger Montague achieved a \$20.25 million settlement only after winning a precedent-setting victory before the United States Court of Appeals for the Second Circuit that ruled that direct purchasers had standing to recover overcharges arising from a patent-holder's misuse of an allegedly fraudulently obtained patent. (Case No. 05-2237 (S.D.N.Y.)).

*In re Terazosin Antitrust Litigation:* Berger Montague was one of a small group of counsel in a case alleging that Abbott Laboratories was paying its competitors to refrain from introducing less expensive generic versions of Hytrin. The case settled for \$74.5 million. (Case No. 99-MDL-1317 (S.D. Fla.)).

*In re Remeron Antitrust Litigation:* Berger Montague was one of a small group of counsel in a case alleging that the manufacturer of this drug was paying its competitors to refrain from introducing less expensive generic versions of Remeron. The case settled for \$75 million. (2:02-CV-02007-FSH(D. N.J.)).

*In re Tricor Antitrust Litigation:* Berger Montague was one of a small group of counsel in a case alleging that the manufacturer of this drug was paying its competitors to refrain from introducing less expensive generic versions of Tricor. The case settled for \$250 million. (No. 05-340 (D. Del.)).

*In re Relafen Antitrust Litigation:* Berger Montague was one of a small group of firms who prepared for the trial of this nationwide class action against GlaxoSmithKline, which was alleged to have used fraudulently-procured patents to block competitors from marketing less-expensive generic versions of its popular nonsteroidal anti-inflammatory drug, Relafen (nabumetone). Just before trial, the case was settled for \$175 million. (No. 01-12239-WGY (D. Mass.)).

*In re Cardizem CD Antitrust Litigation:* Berger Montague served on the executive committee of firms appointed to represent the class of direct purchasers of Cardizem CD. The suit charged that Aventis (the brand-name drug manufacturer of Cardizem CD) entered into an illegal agreement to pay Andrx (the maker of a generic substitute to Cardizem CD) millions of dollars to delay the entry of the less expensive generic product. On November 26, 2002, the district court approved a final settlement against both defendants for \$110 million. (No. 99-MD-1278, MDL No. 1278 (E.D. Mich.)).

*In re Buspirone Antitrust Litigation:* The firm served on the court-appointed steering committee in this class action, representing a class of primarily pharmaceutical wholesalers and resellers. The Buspirone class action alleged that pharmaceutical manufacturer BMS engaged in a pattern of illegal conduct surrounding its popular anti-anxiety medication, Buspar, by paying a competitor to refrain from marketing a generic version of Buspar, improperly listing a patent with the FDA, and wrongfully prosecuting patent infringement actions against generic competitors to Buspar. On April 11, 2003, the Court approved a \$220 million settlement. (MDL No. 1410 (S.D.N.Y.)).

*North Shore Hematology-Oncology Assoc., Inc. v. Bristol-Myers Squibb Co.:* The firm was one of several prosecuting an action complaining of Bristol Myers's use of invalid patents to block competitors from marketing more affordable generic versions of its life-saving cancer drug, Platinol (cisplatin). The case settled for \$50 million. (No. 1:04CV248 (EGS)(D.D.C.)).

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## Commercial Litigation

Berger Montague helps business clients achieve extraordinary successes in a wide variety of complex commercial litigation matters. The firm's attorneys appear regularly on behalf of clients in high stakes federal and state court commercial litigation across the United States. The firm works with its clients to develop a comprehensive and detailed litigation plan, and then organize, allocate and deploy whatever resources are necessary to successfully prosecute or defend the case.

*Erie Power Technologies, Inc. v. Aalborg Industries A/S, et al.:* Berger Montague represented a trustee in bankruptcy against officers and directors and the former corporate parent and obtained a very favorable confidential settlement. (No. 04-282E (W.D. Pa.)).

*Moglia v. Harris et al.:* Berger Montague represented a liquidating trustee against the officers of U.S. Aggregates, Inc. and obtained a settlement of \$4 million. (No. C 04 2663 (CW) (N.D. Cal.)).

*Gray v. Gessow et al.*: The firm represented a litigation trust and brought two actions, one against the officers and directors of Sunterra Inc. an insolvent company, and the second against Sunterra's accountants, Arthur Andersen and obtained an aggregate settlement of \$4.5 million. (Case No. MJG 02-CV-1853 (D. Md.) and No. 6:02-CV-633-ORL-28JGG (M.D. Fla.)).

*Fitz, Inc. v. Ralph Wilson Plastics Co.*: The firm served as sole lead counsel and obtained, after 7 years of litigation, in 2000 a settlement whereby fabricator class members could obtain full recoveries for their losses resulting from defendants' defective contact adhesives. (No. 1-94-CV-06017 (D.N.J.)).

*Provident American Corp. and Provident Indemnity Life Insurance Company v. The Loewen Group Inc. and Loewen Group International Inc.*: Berger Montague settled this individual claim, alleging a 10-year oral contract (despite six subsequent writings attempting to reduce terms to writing, each with materially different terms added, all of which were not signed), for a combined payment in cash and stock of the defendant, of \$30 Million. (No. 92-1964 (E.D. Pa.)).

*Marilou Whitney (Estate of Cornelius Vanderbilt Whitney) v. Turner/Time Warner*. Berger Montague settled this individual claim for a confidential amount, seeking interpretation of the distribution agreement for the movie, *Gone with the Wind*, and undistributed profits for the years 1993-1997, with forward changes in accounting and distribution.

*American Hotel Holdings Co., et. al v. Ocean Hospitalities, Inc., et. al.*: Berger Montague defended against a claim for approximately \$16 million and imposition of a constructive trust, arising out of the purchase of the Latham Hotel in Philadelphia. Berger & Montague settled the case for less than the cost of the trial that was avoided. (June Term, 1997, No. 2144 (Pa. Ct. Com. Pl., Phila. Cty.))

*Creative Dimensions and Management, Inc. v. Thomas Group, Inc.*: Berger Montague defended this case against a claim for \$30 million for breach of contract. The jury rendered a verdict in favor of Berger Montague's client on the claim (i.e., \$0), and a verdict for the full amount of Berger Montague's client on the counterclaim against the plaintiff. (No. 96-6318 (E.D. Pa.)).

*Robert S. Spencer, et al. v. The Arden Group, Inc., et al.*: Berger Montague represented an owner of limited partnership interests in several commercial real estate partnerships in a lawsuit against the partnerships' general partner. The terms of the settlement are subject to a confidentiality agreement. (Aug. Term, 2007, No. 02066 (Pa. Ct. Com. Pl., Phila. Cty. - Commerce Program)).

*Forbes v. GMH*: Berger Montague represented a private real estate developer/investor who sold a valuable apartment complex to GMH for cash and publicly-held securities. The case which claimed securities fraud in connection with the transaction settled for a confidential sum which represented a significant portion of the losses experienced. (No. 07-cv-00979 (E.D. Pa.)).

## Commodities & Financial Instruments

Berger Montague ranks among the country's preeminent firms for managing and trying complex commodities and options related cases on behalf of individuals and as class actions. The firm's commodities clients include individual hedge and speculation traders, hedge funds, energy firms, investment funds, and precious metals clients.

*In re MF Global Holdings Ltd. Investment Litigation:* Berger Montague is one of two co-lead counsel representing thousands of commodities account holders who fell victim to the alleged massive theft and misappropriation of client funds at the major global commodities brokerage firm MF Global. Over the last year, substantial settlements have been reached with JPMorgan Chase Bank, the MF Global SIPA Trustee, and the CME Group. These settlements will ultimately enable MF Global customers to recover over one billion dollars. Berger Montague is continuing to pursue claims against former directors and officers of MF Global, including Jon Corzine, and against MF Global's former auditor, PricewaterhouseCoopers. (No. 11-cv-07866 (S.D.N.Y.)).

*In re Commodity Exchange, Inc., Gold Futures and Options Trading Litigation:* Berger Montague is one of two co-lead counsel representing traders of gold-based derivative contracts, physical gold, and gold-based securities against The Bank of Nova Scotia, Barclays Bank plc, Deutsche Bank AG, HSBC Bank plc, Société Générale and the London Gold Market Fixing Limited. Plaintiffs allege that the defendants, members of the London Gold Market Fixing Limited, which sets an important benchmark price for gold, conspired to manipulate this benchmark for their collective benefit. (1:14-md-02548 (S.D.N.Y.)).

*In re Libor-Based Financial Instruments Antitrust Litigation:* Berger Montague represents investors who transacted in Eurodollar futures contracts and options on futures contracts on the Chicago Mercantile Exchange ("CME") between August 2007 and May 2010. The lawsuit alleges that the defendant banks knowingly and intentionally understated their true borrowing costs. By doing so, the defendant banks caused Libor to be calculated or suppressed at artificially low rates. The defendants' alleged manipulation of Libor allowed their banks to pay artificially low interest rates to purchasers of Libor-based financial instruments. (No. 1:11-md-02262-NRB (S.D.N.Y.)).

*In re North Sea Brent Crude Oil Futures Litigation:* Berger Montague filed a proposed class action on behalf of traders of Brent Crude Oil futures contracts against Royal Dutch Shell plc, BP plc, Statoil ASA, Morgan Stanley, Trafigura Beheer B.V., Trafigura AG, Phibro Trading LLC, and Vitol, S.A. (collectively, "Defendants") during the period of at least 2002 through the present. The complaint alleges that the Defendants violated the antitrust laws and the Commodity Exchange Act by using Platts reporting service's methodology for reporting prices to control the Brent Crude Oil physical market and thereby to manipulate Brent Crude Oil prices and the prices of Brent Crude oil futures contracts traded on the New York Mercantile Exchange ("NYMEX") and the Intercontinental Exchange ("ICE"). (No. 13-cv-8240 (S.D.N.Y.)).

*Brown, et al. v. Kinross Gold, U.S.A., et al.:* Berger Montague was one of two co-lead counsel in this action alleging that a leading gold mining company illegally forced out preferred shareholders. The action resulted in a settlement of \$29.25 million in cash and \$6.5 million in other consideration (approximately 100% of damages and accrued dividends after fees and costs). (No. 02-cv-00605 (D.N.V.)).

## Consumer Protection

Berger Montague protects consumers when they are injured by false or misleading advertising, defective products, data privacy breaches, and various other unfair trade practices. Consumers too often suffer the brunt of corporate wrongdoing, particularly in the area of false or misleading advertising, defective products, and data or privacy breaches.

*Countrywide Predatory Lending Enforcement Action:* Berger Montague advised the Ohio Attorney General (and several other state attorneys general) regarding predatory lending in a landmark law enforcement proceeding against *Countrywide* (and its parent, Bank of America) culminating in 2008 in mortgage-related modifications and other relief for borrowers across the country valued at some \$8.6 billion.

*In re Pet Foods Product Liability Litigation:* The firm served as one of plaintiffs' co-lead counsel in this multidistrict class action suit seeking to redress the harm resulting from the manufacture and sale of contaminated dog and cat food. The case settled for \$24 million. Many terms of the settlement are unique and highly beneficial to the class, including allowing class members to recover up to 100% of their economic damages without any limitation on the types of economic damages they may recover. (1:07-cv- 02867 (D.N.J.), MDL Docket No. 1850 (D.N.J.)).

*In re TJX Companies Retail Security Breach Litigation:* The firm served as co-lead counsel in this multidistrict litigation brought on behalf of individuals whose personal and financial data was compromised in the then-largest theft of personal data in history. The breach involved more than 45 million credit and debit card numbers and 450,000 customers' driver's license numbers. The case was settled for benefits valued at over \$200 million. Class members whose driver's license numbers were at risk were entitled to 3 years of credit monitoring and identity theft insurance (a value of \$390 per person based on the retail cost for this service), reimbursement of actual identity theft losses, and reimbursement of driver's license replacement costs. Class members whose credit and debit card numbers were at risk were entitled to cash of \$15-\$30 or store vouchers of \$30-\$60. (No. 1:07-cv-10162-WGY, (D. Mass.)).

*In Re: Heartland Payment Systems, Inc. Customer Data Security Breach Litigation:* The firm served on the Executive Committee of this multidistrict litigation and obtained a settlement of cash and injunctive relief for a class of 130 million credit card holders whose credit card information was stolen by computer hackers. The breach was the largest known theft of credit card information in history. The settlement is subject to court approval. (No. 4:09-MD-2046 (S.D. Tex. 2009)).

*In re: Countrywide Financial Corp. Customer Data Security Breach Litigation:* The firm served on the Executive Committee of this multidistrict litigation and obtained a settlement for a class of 17 million individuals whose personal information was at risk when a rogue employee sold their information to unauthorized third parties. Settlement benefits included: (i) reimbursement of several categories of out-of-pocket costs; (ii) credit monitoring and identity theft insurance for 2 years for consumers who did not accept Countrywide's prior offer of credit monitoring; and (iii) injunctive relief. The settlement was approved by the court in 2010. (3:08-md-01998-TBR (W.D. Ky. 2008)).

*In re Educational Testing Service Praxis Principles of Learning and Teaching: Grades 7-12 Litigation*: The firm served on the plaintiffs' steering committee and obtained an \$11.1 million settlement in 2006 on behalf of persons who were incorrectly scored on a teacher's licensing exam. (MDL No. 1643 (E.D. La.)).

*Vadino, et al. v. American Home Products Corporation, et al.*: The firm filed a class complaint different from that filed by any other of the filing firms in the New Jersey State Court "Fen Phen" class action, and the class sought in the firm's complaint was ultimately certified. It was the only case anywhere in the country to include a claim for medical monitoring. In the midst of trial, the New Jersey case was folded into a national settlement which occurred as the trial was ongoing, and which was structured to include a medical monitoring component worth in excess of \$1 billion. (Case Code No. 240 (N.J. Super. Ct.)).

*Parker v. American Isuzu Motors, Inc.*: The firm served as sole lead counsel and obtained a settlement whereby class members recovered up to \$500 each for economic damages resulting from accidents caused by faulty brakes. (Sept. Term 2003, No. 3476 (Pa. Ct. Com. Pl., Phila. Cty.)).

*Salvucci v. Volkswagen of America, Inc. d/b/a Audi of America, Inc.*: The firm served as co-lead counsel in litigation brought on behalf of a nationwide class alleging that defendants failed to disclose that its vehicles contained defectively designed timing belt tensioners and associated parts and that defendants misrepresented the appropriate service interval for replacement of the timing belt tensioner system. After extensive discovery, a settlement was reached. (Docket No. ATL-1461-03 (N.J. Sup. Ct. 2007)).

*Burgo v. Volkswagen of America, Inc. d/b/a Audi of America, Inc.*: The firm served as co-lead counsel in litigation brought on behalf of a nationwide class against defendants' defective tires that were prone to bubbles and bulges. Counsel completed extensive discovery and class certification briefing. A settlement was reached while the decision on class certification was pending. The settlement consisted of remedies including total or partial reimbursement for snow tires, free inspection/replacement of tires for those who experienced sidewall bubbles, blisters, or bulges, and remedies for those class members who incurred other costs related to the tires' defects. (Docket No. HUD-L-2392-01 (N.J. Sup. Ct. 2001)).

*Crawford v. Philadelphia Hotel Operating Co.*: The firm served as co-lead counsel and obtained a settlement whereby persons who contracted food poisoning at a business convention recovered \$1,500 each. (March Term, 2004, No. 000070 (Pa. Ct. Com. Pl., Phila. Cty.)).

*Block v. McDonald's Corporation*: The firm served as co-lead counsel and obtained a settlement of \$12.5 million with McDonald's stemming from its failure to disclose the use of beef fat in its french fries. (No. 01-CH-9137 (Ill. Cir. Ct., Cook Cty.)).

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## Credit Reporting & Background Checks

Berger Montague's Credit Reporting and Background Checks Practice Group litigates on behalf of consumers nationwide to protect them against violations of their rights under the Fair Credit Reporting Act and other consumer protection laws that protect consumers from inaccurate, unfair, or discriminatory credit reports or background checks.

The Fair Credit Reporting Act is a federal law that governs credit reports, background checks, and many other reports containing information about individuals. Potential and current employers and creditors are relying more and more on background checks and credit reports when making hiring and firing decisions, and the consumer reporting agencies that prepare the reports are often more concerned with profits than with accuracy. The firm is committed to ensuring that credit report and background check information is accurate and that it only be sold and used for legal purposes.

Berger Montague is dedicated to protecting consumers and ensuring that consumers receive justice when their rights have been violated by employers, consumer reporting agencies, and debt collectors. The attorneys in the Credit Reporting and Background Checks Practice Group team are dedicated to protecting consumers' rights and privacy. They are highly experienced in effectively litigating these claims and have successfully represented hundreds of thousands of consumers across the country and achieved relief worth millions of dollars on behalf of their clients.

*Rubio-Delgado v. Aerotek, Inc.*, No. 16-cv-1066 (S.D. Ohio). FCRA class action, alleging violations by employer regarding the disclosure & authorization provided to applicants and current employees, as well as the provision of notice to applicants and employees if an adverse action was based on a background check, resulting in a \$15 million settlement.

*Hillson v. Kelly Services, Inc.*, No. 15-cv-10803 (E.D. Mich.). FCRA class action, alleging similar violations by employer as those in *Aerotek*, resulting in a \$6.749 million settlement.

*Ernst v. DISH Network, LLC & Sterling Infosystems, Inc.*, No. 12-cv-8794 (S.D.N.Y.). FCRA class action, alleging violations by employer regarding the disclosure & authorization provided to contractors, resulting in a \$1.75 million settlement with employer.

*Nesbitt v. Postmates, Inc.*, No. CGC-15-547146 (Cal. Super. Ct., San Fran. Cnty.). FCRA class action, alleging violations by employer regarding the disclosure & authorization provided to applicants and current employees, as well as the provision of notice to applicants and employees if an adverse action was based on a background check, resulting in a \$2.5 million settlement.

*Halvorson v. TalentBin, Inc.*, No. 15-cv-5166 (N.D. Cal.). FCRA class action, alleging violations by online data aggregator regarding its obligations to notify users of its profiles about FCRA regulations, and to obtain certifications from those users regarding compliance with the FCRA, resulting in a \$1.15 million settlement.

*Legrand v. IntelliCorp Records, Inc.*, No. 15-cv-2091 (N.D. Ohio). FCRA class action, alleging violations by consumer reporting agency regarding accuracy of its reports, resulting in a \$1.1 million settlement.

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## **Defective Drugs & Medical Devices**

Berger Montague's Defective Drugs and Medical Devices Group is committed to helping individuals injured by defective drugs and medical devices. Every year, millions of Americans take a prescription drug or undergo a major surgery that includes a medical device implant. In some instances, the drug or device has an adverse effect or does not work as intended.

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## Defective Products

Berger Montague's Defective Products Group represents homeowners, vehicle owners and other consumers nationwide who have been harmed by failing products. Whether the problem is with a construction product, an appliance or an automobile, the firm will vigorously fight to protect consumers' rights under the law and to make them whole.

Manufacturers seem to have an unfair advantage when evaluating — and often rejecting or dismissing — warranty claims and other complaints made by consumers concerning faulty products. Berger Montague, however, has the ability to level the playing field through the legal system.

When a product is defective, a consumer may feel like he or she is the only one affected. But, there is a good chance that hundreds, thousands or even hundreds of thousands of other consumers have experienced the same problem. Through class action litigation, Berger Montague is able to work to right these wrongs by representing all similar claims in a single lawsuit.

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## Corporate Governance & Shareholder Rights

Berger Montague protects the interests of individual and institutional investors in shareholder derivative actions in state and federal courts across the United States. The firm's attorneys help individual and institutional investors reform poor corporate governance, as well as represent them in litigation against directors of a company for violating their fiduciary duty or provide guidance on shareholder rights.

*Emil Rossdeutscher and Dennis Kelly v. Viacom*: The firm, as lead counsel, obtained a settlement resulting in a fund of \$14.25 million for the class. (C.A. No. 98C-03-091 (JEB) (Del. Super. Ct.)).

*Fox v. Riverview Realty Partners, f/k/a Prime Group Realty Trust, et al.*: The firm, as lead counsel, obtained a settlement resulting in a fund of \$8.25 million for the class.

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## Employee Benefits & ERISA

Berger Montague represents employees who have claims under the federal Employee Retirement Income Security Act. The firm litigates cases on behalf of employees whose 401(k) and pension investments have suffered severe losses as a result of the breach of fiduciary duties by plan administrators and the companies they represent. Berger Montague has recovered hundreds of millions of dollars in lost retirement benefits for American workers, and also favorably structured their retirement plans.

*In re Unisys Corp. Retiree Medical Benefits*: The firm, as co-lead counsel, handled the presentation of over 70 witnesses, 30 depositions, and over 700 trial exhibits in this action that has resulted in partial settlements in 1990 of over \$110 million for retirees whose health benefits were terminated. (MDL No. 969 (E.D. Pa.)).

*Local 56 U.F.C.W. v. Campbell Soup Co.*: The firm represented a class of retired Campbell Soup employees in an ERISA class action to preserve and restore retiree medical benefits. A settlement yielded benefits to the class valued at \$114.5 million. (No. 93-MC-276 (SSB)(D.N.J.)).

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## **Employment & Unpaid Wages**

Berger Montague works tirelessly to safeguard the rights of employees, and the Employment & Unpaid Wages Practice Group devotes all of its energies to helping the firm's clients achieve their goals. The attorneys' understanding of federal and state wage and hour laws, federal and state civil rights and discrimination laws, ERISA, the WARN Act, laws protecting whistleblowers, such as federal and state False Claims Acts, and other employment laws, allows them to develop creative strategies to vindicate their clients' rights and help them secure the compensation to which they are entitled.

*Jantz v. Social Security Administration*: The firm served as co-lead counsel and obtained a settlement on behalf of employees with targeted disabilities ("TDEs") alleged that SSA discriminated against TDEs by denying them promotional and other career advancement opportunities. The settlement was reached after more than ten years of litigation, and the Class withstood challenges to class certification on four separate occasions. The settlement includes a monetary fund of \$9.98 million and an unprecedented package of extensive programmatic changes valued at approximately \$20 million. EEOC No. 531-2006-00276X (2015).

*Ciamillo v. Baker Hughes, Incorporated*: The firm served as lead counsel and obtained a settlement of \$5 million on behalf of a class of oil and gas workers who did not receive any overtime compensation for working hours in excess of 40 per week. (Civil Action No. 14-cv-81 (D. Alaska)).

*Employees Committed for Justice v. Eastman Kodak Company*: The firm served as co-lead counsel and obtained a settlement of \$21.4 million on behalf of a nationwide class of African American employees of Kodak alleging a pattern and practice of racial discrimination. A significant opinion issued in the case is *Employees Committed For Justice v. Eastman Kodak Co.*, 407 F. Supp. 2d 423 (W.D.N.Y. 2005) (denying Kodak's motion to dismiss). No. 6:04-cv-06098 (W.D.N.Y.).

*Salcido v. Cargill Meat Solutions Corp.*: The firm served as co-lead counsel and obtained a settlement of \$7.5 million on behalf of a class of thousands of employees of Cargill Meat Solutions Corp. alleging that they were forced to work off-the-clock and during their breaks. This is one of the largest settlements of this type of case involving a single plant in U.S. history. (Civil Action Nos. 1:07-cv-01347-LJO-GSA and 1:08-cv-00605-LJO-GSA (E.D. Cal.)).

*Miller v. Hygrade Food Products, Inc.*: The firm served as lead counsel and obtained a settlement of \$3.5 million on behalf of a group of African American employees of Sara Lee Foods Corp. to resolve charges of racial discrimination and retaliation at its Ball Park Franks plant. (No. 99-1087 (E.D. Pa.)).

*Chabrier v. Wilmington Finance, Inc.*: The firm served as co-lead counsel and obtained a settlement of \$2,925,000 on behalf of loan officers who worked in four offices to resolve claims for unpaid overtime wages. A significant opinion issued in the case is *Chabrier v. Wilmington Finance, Inc.*, 2008 WL 938872 (E.D. Pa. April 04, 2008) (denying the defendant's motion to decertify the class). (No. 06-4176 (E.D. Pa.)).

*Bonnette v. Rochester Gas & Electric Co.*: The firm served as co-lead counsel and obtained a settlement of \$2 million on behalf of a class of African American employees of Rochester Gas & Electric Co. to resolve charges of racial discrimination in hiring, job assignments, compensation, promotions, discipline, terminations, retaliation, and a hostile work environment. (No. 07-6635 (W.D.N.Y.)).

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## Environment & Public Health

Berger Montague lawyers are trailblazers in the fields of environmental class action litigation and mass torts. The firm's attorneys have earned their reputation in the fields of environmental litigation and mass torts by successfully prosecuting some of the largest, most well-known cases of our time. The Environment & Public Health Practice Group also prosecutes significant claims for personal injury, commercial losses, property damage, and environmental response costs.

*Cook v. Rockwell International Corporation*: In February 2006, the firm won a \$554 million jury verdict on behalf of thousands of property owners whose homes were exposed to plutonium or other toxins. Judgment in the case was entered by the court in June 2008 which, with interest, totaled \$926 million (with proceedings now continuing on appeal). Recognizing this tremendous achievement, the Public Justice Foundation bestowed its prestigious Trial Lawyer of the Year Award for 2009 on Mr. Davidoff, Mr. Sorensen and the entire trial team for their "long and hard-fought" victory against "formidable corporate and government defendants." (No. 90-cv-00181-JLK (D. Colo.)). The jury verdict in that case was vacated on appeal in 2010, but on a second trip to the Tenth Circuit, Plaintiffs secured a victory in 2015, with the case then being sent back to the district court, where it remains pending.

*In re Exxon Valdez Oil Spill Litigation*: On September 16, 1994, a jury trial of several months duration resulted in a record punitive damages award of \$5 billion against the Exxon defendants as a consequence of one of the largest oil spills in U.S. history. The award was reduced to \$507.5 million pursuant to a Supreme Court decision. David Berger was co-chair of the plaintiffs' discovery committee (appointed by both the federal and state courts). Harold Berger served as a member of the organizing case management committee. H. Laddie Montague was specifically appointed by the federal court as one of the four designated trial counsel. Both Mr. Montague and Peter Kahana shared (with the entire trial team) the 1995 "Trial Lawyer of the Year Award" given by the Trial Lawyers for Public Justice. (No. A89-0095-CVCHRH (D. Alaska)).

*In re Ashland Oil Spill Litigation:* The firm led by Harold Berger served as co-lead counsel and obtained a \$30 million settlement for damages resulting from a very large oil spill. (Master File No. M-14670 (W.D. Pa.)).

*State of Connecticut Tobacco Litigation:* Berger Montague was one of three firms to represent the State of Connecticut in a separate action in state court against the tobacco companies. The case was litigated separate from the coordinated nationwide actions. Although eventually Connecticut joined the national settlement, its counsel's contributions were recognized by being awarded the fifth largest award among the states from the fifty states' Strategic Contribution Fund.

*In re School Asbestos Litigation:* As co-lead counsel, the firm successfully litigated a case in which a nationwide class of elementary and secondary schools and school districts suffering property damage as a result of asbestos in their buildings were provided relief. Pursuant to an approved settlement, the class received in excess of \$70 million in cash and \$145 million in discounts toward replacement building materials. (No. 83-0268 (E.D. Pa.)).

*Drayton v. Pilgrim's Pride Corp.:* The firm served as counsel in a consolidation of wrongful death and other catastrophic injury cases brought against two manufacturers of turkey products, arising out of a 2002 outbreak of *Listeria Monocytogenes* in the Northeastern United States, which resulted in the recall of over 32 million pounds of turkey – the second largest meat recall in U.S. history at that time. A significant opinion issued in the case is *Drayton v. Pilgrim's Pride Corp.*, 472 F. Supp. 2d 638 (E.D. Pa. 2006) (denying the defendants' motions for summary judgment and applying the alternative liability doctrine). All of the cases settled on confidential terms in 2006. (No. 03-2334 (E.D. Pa.)).

*In re SEPTA 30th Street Subway/Elevated Crash Class Action:* Berger Montague represented a class of 220 persons asserting injury in a subway crash. Despite a statutory cap of \$1 million on damages recovery from the public carrier, and despite a finding of sole fault of the public carrier in the investigation by the National Highway Transit Safety Administration, Berger Montague was able to recover an aggregate of \$3.03 million for the class. (1990 Master File No. 0001 (Pa. Ct. Com. Pls., Phila. Cty.)).

*In re Three Mile Island Litigation:* As lead/liaison counsel, the firm successfully litigated the case and reached a settlement in 1981 of \$25 million in favor of individuals, corporations and other entities suffering property damage as a result of the nuclear incident involved. (C.A. No. 79-0432 (M.D. Pa.)).

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### **False Claims Act/Qui Tam/Whistleblower**

Berger Montague has represented whistleblowers in matters involving healthcare fraud, defense contracting fraud, IRS fraud, securities fraud, and commodities fraud, helping to return more than \$1.1 billion to federal and state governments. In return, whistleblower clients retaining Berger Montague to represent them in state and federal courts have received more than \$100 million in rewards. Berger Montague's time-tested approach in Whistleblower/Qui Tam representation involves cultivating close, productive attorney-client relationships with the maximum degree of confidentiality for its clients.

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## Government Representation

Berger Montague has successfully represented state, county and local governments in a wide array of matters for decades. In addition to working with state attorney general offices and other government officials in multiple securities class action and opt-out cases, the firm has also assisted its government clients in mortgage lending, consumer, environmental and a number of other matters.

Berger Montague's representation of government entities frequently involves important issues of public health and safety and requires vast experience, resources and knowledge. The firm understands the concerns of its government clients, their limited budgets and the public law enforcement interests at stake. The firm is also familiar with the special sensitivities government clients often have to what may become sprawling, prolonged and costly litigation. Berger Montague minimizes the burdens on its government clients and their personnel while also deferring to their ultimate control over each matter the firm undertakes. Leveraging the firm's substantial expertise and success across multiple practice areas, together with its nationwide reputation and steadfast resolve, enables the firm to effectively assist government clients whether in actual litigation or "behind-the-scenes" confidential investigations.

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## Insurance Fraud

When insurance companies and affiliated financial services entities engage in fraudulent, deceptive or unfair practices, Berger Montague helps injured parties recover their losses. The firm focuses on fraudulent, deceptive and unfair business practices across all lines of insurance and financial products and services sold by insurers and their affiliates, which include annuities, securities and other investment vehicles.

*Spencer v. Hartford Financial Services Group, Inc.*: The firm, together with co-counsel, prosecuted this national class action against The Hartford Financial Services Group, Inc. and its affiliates in the United States District Court for the District of Connecticut (*Spencer v. Hartford Financial Services Group, Inc.*, Case No. 05-cv-1681) on behalf of approximately 22,000 claimants, each of whom entered into structured settlements with Hartford property and casualty insurers to settle personal injury and workers' compensation claims. To fund these structured settlements, the Hartford property and casualty insurers purchased annuities from their affiliate, Hartford Life. By purchasing the annuity from Hartford Life, The Hartford companies allegedly were able to retain up to 15% of the structured amount of the settlement in the form of undisclosed costs, commissions and profit - all of which was concealed from the settling claimants. On March 10, 2009, the U.S. District Court certified for trial claims on behalf of two national subclasses for civil RICO and fraud (256 F.R.D. 284 (D. Conn. 2009)). On October 14, 2009, the Second Circuit Court of Appeals denied The Hartford's petition for interlocutory appeal under Federal Rule of Civil Procedure 23(f). On September 21, 2010, the U.S. District Court entered judgment granting final approval of a \$72.5 million cash settlement.

*Nationwide Mutual Insurance Company v. O'Dell*: The firm, together with co-counsel, prosecuted this class action against Nationwide Mutual Insurance Company in West Virginia Circuit Court, Roane County (*Nationwide Mutual Insurance Company v. O'Dell*, Case No. 00-C-37), on behalf of current and former West Virginia automobile insurance policyholders, which arose out of Nationwide's failure, dating back to 1993, to offer policyholders the ability to

purchase statutorily-required optional levels of underinsured (“UIM”) and uninsured (“UM”) motorist coverage in accordance with West Virginia Code 33-6-31. The court certified a trial class seeking monetary damages, alleging that the failure to offer these optional levels of coverage, and the failure to provide increased first party benefits to personal injury claimants, breached Nationwide’s insurance policies and its duty of good faith and fair dealing, and violated the West Virginia Unfair Trade Practices Act. On June 25, 2009, the court issued final approval of a settlement that provided a minimum estimated value of \$75 million to Nationwide auto policyholders and their passengers who were injured in an accident or who suffered property damage.

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### **Predatory Lending & Borrower’s Rights**

Berger Montague’s attorneys fight vigorously to protect the rights of borrowers when they are injured by the practices of banks and other financial institutions that lend money or service borrowers’ loans. Berger Montague has successfully obtained multi-million dollar class action settlements for nationwide classes of borrowers against banks and financial institutions and works tirelessly to protect the rights of borrowers suffering from these and other deceptive and unfair lending practices.

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### **Representing Opt-Outs in Class Actions**

Berger Montague offers exceptional representation of businesses, institutional investors, employee benefit or ERISA plans and governmental entities when they wish to opt out of securities and antitrust class actions filed by others and file an individual lawsuit to maximize their recovery or have a say in the proceedings. The firm advises and represents clients who may opt out of class actions filed by others – often securities fraud cases and price-fixing and monopolization antitrust claims – and helps them pursue their claims independently of the class action, where they often stand to receive a much greater financial recovery.

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### **Securities & Investor Protection**

In the area of securities litigation, the firm has represented public institutional investors – such as the retirement funds for the States of Pennsylvania, Connecticut, New Hampshire, New Jersey, Louisiana and Ohio, as well as the City of Philadelphia and numerous individual investors and private institutional investors. The firm was co-lead counsel in the *Melridge Securities Litigation* in the federal District Court in Oregon, in which jury verdicts of \$88.2 million and a RICO judgment of \$239 million were obtained. Berger Montague has served as lead or co-lead counsel in numerous other major securities class action cases where substantial settlements were achieved on behalf of investors.

*In re Merrill Lynch Securities Litigation:* Berger Montague, as co-lead counsel, obtained a recovery of \$475 million for the benefit of the class in one of the largest recoveries among the recent financial crisis cases. (No. 07-cv-09633 (S.D.N.Y.)).

*In re Sotheby's Holding, Inc. Securities Litigation:* The firm, as lead counsel, obtained a \$70 million settlement, of which \$30 million was contributed, personally, by an individual defendant. (No. 00-cv-1041 (DLC) (S.D.N.Y.)).

*In re: Oppenheimer Rochester Funds Group Securities Litigation:* The firm, as co-lead counsel, obtained a \$89.5 million settlement on behalf of investors in six tax-exempt bond mutual funds managed by Oppenheimer Funds, Inc. (No. 09-md-02063-JLK (D. Col.)).

*In re KLA Tencor Securities Litigation:* The firm, as a member of Plaintiffs' Counsel's Executive Committee, obtained a cash settlement of \$65 million in an action on behalf of investors against KLA- Tencor and certain of its officers and directors. (No. 06-cv-04065 (N.D. Cal.)).

*Ginsburg v. Philadelphia Stock Exchange, Inc., et al.:* The firm represented certain shareholders of the Philadelphia Stock Exchange in the Delaware Court of Chancery and obtained a settlement valued in excess of \$99 million settlement. (C.A. No. 2202-CC (Del. Ch.)).

*In re Sepracor Inc. Securities Litigation:* The firm, as co-lead counsel, obtained a settlement of \$52.5 million for the benefit of bond and stock purchaser classes. (No. 02-cv-12235-MEL (D. Mass.)).

*In re CIGNA Corp. Securities Litigation:* The firm, as co-lead counsel, obtained a settlement of \$93 million for the benefit of the class. (Master File No. 2:02-cv-8088 (E.D. Pa.)).

*In re Fleming Companies, Inc. Securities Litigation:* The firm, as lead counsel, obtained a class settlement of \$94 million for the benefit of the class. (No. 5-03-MD-1530 (TJW) (E.D. Tex.)).

*In re Xcel Energy Inc. Securities, Derivative & "ERISA" Litigation:* The firm, as co-lead counsel in the securities actions, obtained a cash settlement of \$80 million on behalf of investors against Xcel Energy and certain of its officers and directors. (No. 02-cv-2677 (DSD/FLN) (D. Minn.)).

*In re NetBank, Inc. Securities Litigation:* The firm served as lead counsel in this certified class action on behalf of the former common shareholders of NetBank, Inc. The \$12.5 million settlement, which occurred after class certification proceedings and substantial discovery, is particularly noteworthy because it is one of the few successful securities fraud class actions litigated against a subprime lender and bank in the wake of the financial crisis. (No. 07-cv-2298-TCB (N.D. Ga.)).

*Brown v. Kinross Gold U.S.A. Inc.:* The firm represented lead plaintiffs as co-lead counsel and obtained \$29.25 million cash settlement and an additional \$6,528,371 in dividends for a gross settlement value of \$35,778,371. (No. 02-cv-0605 (D. Nev.)) All class members recovered 100% of their damages after fees and expenses.

*In re Campbell Soup Co. Securities Litigation:* The firm, as co-lead counsel, obtained a settlement of \$35 million for the benefit of the class. (No. 00-cv-152 (JEI)(D.N.J.)).

*In re Premiere Technologies, Inc. Securities Litigation:* The firm, as co-lead counsel, obtained a class settlement of over \$20 million in combination of cash and common stock. (No.1:98-cv-1804-JOF (N.D. Ga.)).

*In re PSINet, Inc., Securities Litigation:* The firm, as co-lead counsel, obtained a settlement of \$17.83 million on behalf of investors. (No. 00-cv-1850-A (E.D. Va.)).

*In re Safety-Kleen Corp. Securities Litigation:* The firm, as co-lead counsel, obtained a class settlement in the amount of \$45 million against Safety-Kleen's outside accounting firm and certain of the Company's officers and directors. The final settlement was obtained 2 business days before the trial was to commence. (No. 3:00-cv-736-17 (D.S.C.)).

*The City Of Hialeah Employees' Retirement System v. Toll Brothers, Inc.:* The firm, as co-lead counsel, obtained a class settlement of \$25 million against Home Builder Toll Brothers, Inc. (No. 07-cv-1513 (E.D. Pa.)).

*In re Rite Aid Corp. Securities Litigation:* The firm, as co-lead counsel, obtained settlements totaling \$334 million against Rite Aid's outside accounting firm and certain of the company's former officers. (No. 99-cv-1349 (E.D. Pa.)).

*In re Sunbeam Inc. Securities Litigation:* As co-lead counsel and designated lead trial counsel (by Mr. Davidoff), the firm obtained a settlement on behalf of investors of \$142 million in the action against Sunbeam's outside accounting firm and Sunbeam's officers. (No. 98-cv-8258 (S.D. Fla.)).

*In re Waste Management, Inc. Securities Litigation:* In 1999, the firm, as co-lead counsel, obtained a class settlement for investors of \$220 million cash which included a settlement against Waste Management's outside accountants. (No. 97-cv-7709 (N.D. Ill.)).

*In re IKON Office Solutions Inc. Securities Litigation:* The firm, serving as both co-lead and liaison counsel, obtained a cash settlement of \$111 million in an action on behalf of investors against IKON and certain of its officers. (MDL Dkt. No. 1318 (E.D. Pa.)).

*In re Melridge Securities Litigation:* The firm served as lead counsel and co-lead trial counsel for a class of purchasers of Melridge common stock and convertible debentures. A four-month jury trial yielded a verdict in plaintiffs' favor for \$88.2 million, and judgment was entered on RICO claims against certain defendants for \$239 million. The court approved settlements totaling \$57.5 million. (No. 87-cv-1426 FR (D. Ore.)).

*Aldridge v. A.T. Cross Corp.:* The firm represented a class of investors in a securities fraud class action against A.T. Cross, and won a significant victory in the U.S. Court of Appeals for the First Circuit when that Court reversed the dismissal of the complaint and lessened the pleading standard for such cases in the First Circuit, holding that it would not require plaintiffs in a shareholder suit to submit proof of financial restatement in order to prove revenue inflation. See *Aldridge v. A.T. Cross Corp.*, 284 F.3d 72 (1st Cir. 2002). The case ultimately settled for \$1.5 million. (C.A. No. 00-203 ML (D.R.I.)).

*Silver v. UIC:* The firm, as co-lead counsel, obtained a settlement resulting in a fund of \$16 million for the class. (No. 3:99-cv-2860-L (N.D. Tex.)).

*In re Alcatel Alsthom Securities Litigation:* The firm, as co-lead counsel, obtained a class settlement for investors of \$75 million cash. (MDL Docket No. 1263 (PNB) (E.D. Tex.)).

*Walco Investments, Inc. et al. v. Kenneth Thenen, et al. (Premium Sales):* The firm, as a member of the plaintiffs' steering committee, obtained settlements of \$141 million for investors victimized by a Ponzi scheme. Reported at: 881 F. Supp. 1576 (S.D. Fla. 1995); 168 F.R.D. 315 (S.D. Fla. 1996); 947 F. Supp. 491 (S.D. Fla. 1996)).

*In re The Drexel Burnham Lambert Group, Inc.:* The firm was appointed co-counsel for a mandatory non-opt-out class consisting of all claimants who had filed billions of dollars in securities litigation-related proofs of claim against The Drexel Burnham Lambert Group, Inc. and/or its subsidiaries. Settlements in excess of \$2.0 billion were approved in August 1991 and became effective upon consummation of Drexel's Plan of Reorganization on April 30, 1992. (No. 90-cv-6954 (MP), Chapter 11, Case No. 90 B 10421 (FGC), Jointly Administered, reported at, *inter alia*, 960 F.2d 285 (2d Cir. 1992), *cert. dismissed*, 506 U.S. 1088 (1993) ("Drexel I") and 995 F.2d 1138 (2d Cir. 1993) ("Drexel II")).

*In re Michael Milken and Associates Securities Litigation:* As court-appointed liaison counsel, the firm was one of four lead counsel who structured the \$1.3 billion "global" settlement of all claims pending against Michael R. Milken, over 200 present and former officers and directors of Drexel Burnham Lambert, and more than 350 Drexel/Milken-related entities. (MDL Dkt. No. 924, M21-62-MP (S.D.N.Y.)).

*RJR Nabisco Securities Litigation:* The firm represented individuals who sold RJR Nabisco securities prior to the announcement of a corporate change of control. This securities case settled for \$72 million. (No. 88-cv-7905 MBM (S.D.N.Y.)).

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## Technology, Privacy & Data Breach

Berger Montague's Technology, Privacy & Data Breach practice group litigates on behalf of consumers nationwide to protect their privacy rights and seek redress when privacy violations occur.

In the modern economy where sensitive financial, medical and other personal information is routinely stored electronically in large data sets, protecting personal information is increasingly important. All too frequently, companies fail to protect consumers' personal information, leading to large privacy breaches with devastating consequences to consumers.

Berger Montague is committed to ensuring that the fundamental right to privacy is respected as technology evolves and society changes. The practice group's attorneys possess extensive experience and the requisite background to successfully litigate a comprehensive range of privacy claims. The firm represents individuals in cases impacting tens of thousands to hundreds of millions of Americans against both prominent and lesser-known companies for violations of privacy rights and the failure to protect sensitive personal data.

*Beckett v. Aetna, Inc.*, No. 17-cv-03864 (E.D. Pa.). This case involved public disclosure of HIV information. Aetna mailed letters to 12,000 insureds with the insureds' HIV medication information visible through a large transparent window on the envelope. The HIV information was accessible to third parties such as family members, roommates, neighbors and mail carriers. The case settled in 2018 shortly after it was filed, resulting in a non-reversionary \$17 million fund. Each class member will receive an automatic payment of \$500 without being required to fill out a claim form, and class members will also be allowed to submit claims for up to \$20,000 for financial or non-financial harm resulting from the disclosure. Berger Montague serves as Co-Lead Counsel.

*In re Experian Data Breach Litig.*, No. 15-cv-01592 (C.D. Cal.). Hackers stole 15 million Social Security numbers and related personal information from a big-3 credit reporting agency. Many plaintiffs experienced misuse of their personal information after the breach. The litigation is currently pending. Berger Montague serves on the Executive Committee.

*In re: Anthem, Inc. Data Breach Litig.*, MDL 2617, No. 15-MD-02617 (N.D. Cal.). Hackers stole 80 million insureds' personal information including Social Security numbers and other sensitive information. Many plaintiffs experienced misuse of their personal information after the breach. The case settled in 2018 for benefits valued at \$115 million, representing the largest data breach settlement in history. Settlement benefits included reimbursement of identity theft losses and other out-of-pocket costs; credit monitoring services and identity theft insurance for two years, paid for by Anthem and substantial improvements to Anthem's data security systems. Berger Montague assisted lead counsel throughout the litigation.

*In re: Medical Informatics Engineering, Inc. Customer Data Security Breach Litig.*, MDL 2667, No. 15-md-02667 (N.D. Ind.). Hackers stole medical and personal information for four million individuals from a medical records company. The litigation is currently pending. Berger Montague assists lead counsel.

*In re: Heartland Payment Systems, Inc. Customer Data Security Breach Litig.*, MDL 2046, No. 09-MD-2046 (S.D. Tex.). Hackers stole more than 100 million credit and debit card numbers from a large credit card processor. The case settled in 2011 for a cash fund to reimburse out-of-pocket costs, and injunctive relief. Berger Montague served on the Steering Committee.

*In re Countrywide Fin'l. Corp. Customer Data Security Breach Litig.*, MDL 1998, No. 08-MD-01998-TBR (W.D. Ky.). A Countrywide employee was arrested for stealing and selling Countrywide customers' Social Security numbers, bank account information and other sensitive data. The case settled in 2010 for benefits including two years of credit monitoring offered to 1.9 million individuals; a \$6.5 million cash fund to reimburse out-of-pocket losses for 17 million individuals and injunctive relief involving improvements to Countrywide's data security systems. Berger Montague served on the Executive Committee.

*In re Hannaford Bros. Co. Customer Data Sec. Breach Litig.*, MDL 1954, No. 08-md-01954 (D. Me.). Hackers stole 4 million credit and debit card numbers from a large grocery store chain. The litigation led to groundbreaking appellate law recognizing the availability of damages for out-of-pocket credit monitoring costs and replacement credit card fees. *Anderson v. Hannaford Bros. Co.*, 659 F.3d 151, 167 (1st Cir. 2011). The appellate ruling serves as often-cited precedent in data breach litigation. Berger Montague assisted lead counsel throughout the litigation and on appeal.

*In re TJX Cos. Retail Security Breach Litig.*, MDL No. 1838, No. 07-cv-10162-WGY (D. Mass.). Hackers stole 45 million credit and debit card numbers and 455,000 driver's license numbers, which in many instances matched Social Security numbers. The breach was the then-largest theft of consumer data in U.S. history. Berger Montague obtained a settlement in 2008 valued at over \$200 million, including: (i) two years of credit monitoring and identity theft insurance offered to 455,000 individuals whose driver's license numbers were exposed; (ii) a \$17 million fund offered to 45 million individuals to reimburse out-of-pocket costs and lost time to mitigate or correct actual or potential identity theft and (iii) injunctive relief regarding improvements to TJX's data security systems. These elements became the template for most subsequent data breach settlements. In approving the settlement, former Chief Judge William

Young praised the result as an “excellent settlement” containing “innovative” and “groundbreaking” elements. Berger Montague served as Co-Lead Counsel.

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### Judicial Praise for Berger Montague Attorneys

Berger Montague’s record of successful prosecution of class actions and other complex litigation has been recognized and commended by judges and arbitrators across the country. Some remarks on the skill, efficiency, and expertise of the firm’s attorneys are excerpted below.

From **Judge Madeline Cox Arleo** of the U.S. District Court for the District of New Jersey praising the efforts of all counsel:

I just want to thank you for an outstanding presentation. I don’t say that lightly . . . it’s not lost on me at all when lawyers come very, very prepared. And really, your clients should be very proud to have such fine lawyering. I don’t see lawyering like this every day in the federal courts, and I am very grateful. And I appreciate the time and the effort you put in, not only to the merits, but the respect you’ve shown for each other, the respect you’ve shown for the Court, the staff, and the time constraints. And as I tell my law clerks all the time, good lawyers don’t fight, good lawyers advocate. And I really appreciate that more than I can express.

Transcript of the September 9 to 11, 2015 *Daubert* Hearing in **antitrust** action *Castro v. Sanofi Pasteur*, No. 11-cv-07178 (D.N.J.) at 658:14-659:4.

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From **Judge William H. Pauley, III**, of the U.S. District Court of the Southern District of New York:

Class Counsel did their work on their own with enormous attention to detail and unflagging devotion to the cause. Many of the issues in this litigation . . . were unique and issues of first impression.

\* \* \*

Class Counsel provided extraordinarily high-quality representation. This case raised a number of unique and complex legal issues .... The law firms of Berger & Montague and Coughlin Stoia were indefatigable. They represented the Class with a high degree of professionalism, and vigorously litigated every issue against some of the ablest lawyers in the antitrust defense bar.

*In re Currency Conversion Fee Antitrust Litigation*, 263 F.R.D. 110, 129 (2009), an **antitrust** action.

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From **Judge Faith S. Hochberg** of the U.S. District Court for the District of New Jersey:

[W]e sitting here don't always get to see such fine lawyering, and it's really wonderful for me both to have tough issues and smart lawyers ... I want to congratulate all of you for the really hard work you put into this, the way you presented the issues, ... On behalf of the entire federal judiciary I want to thank you for the kind of lawyering we wish everybody would do.

*In re Remeron Antitrust Litig.*, Civ. No. 02-2007 (Nov. 2, 2005), an **antitrust** action.

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From **Judge Jan DuBois** of the U.S. District Court of the Eastern District of Pennsylvania:

[T]he size of the settlements in absolute terms and expressed as a percentage of total damages evidence a high level of skill by petitioners ... The Court has repeatedly stated that the lawyering in the case at every stage was superb, and does so again.

*In Re Linerboard Antitrust Litig.*, 2004 WL 1221350, at \*5-\*6 (E.D. Pa. 2004), an **antitrust** action.

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From **Judge Nancy G. Edmunds** of the U.S. District Court of the Eastern District of Michigan:

[T]his represents an excellent settlement for the Class and reflects the outstanding effort on the part of highly experienced, skilled, and hard working Class Counsel....[T]heir efforts were not only successful, but were highly organized and efficient in addressing numerous complex issues raised in this litigation[.]

*In re Cardizem CD Antitrust Litig.*, MDL No. 1278 (E.D. Mich., Nov. 26, 2002), an **antitrust** action.

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From **Judge Charles P. Kocoras** of the U.S. District Court for the Northern District of Illinois:

The stakes were high here, with the result that most matters of consequence were contested. There were numerous trips to the courthouse, and the path to the trial court and the Court of Appeals frequently traveled. The efforts of counsel for the class has [sic] produced a substantial recovery, and it is represented that the cash settlement alone is the second largest in the history of class action litigation. . . . There is no question that the results achieved by class counsel were extraordinary[.]

*In Re Brand Name Prescription Drugs Antitrust Litigation*, 2000 U.S. Dist. LEXIS 1734, at \*3-\*6 (N.D. Ill. Feb. 9, 2000), regarding the work of Berger Montague in achieving more than \$700 million in settlements with some of the defendants in **antitrust** action.

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From **Judge Peter J. Messitte** of the U.S. District Court for the District of Maryland:

The experience and ability of the attorneys I have mentioned earlier, in my view in reviewing the documents, which I have no reason to doubt, the plaintiffs' counsel are at the top of the profession in this regard and certainly have used their expertise to craft an extremely favorable settlement for their clients, and to that extent they deserve to be rewarded.

Settlement Approval Hearing, Oct. 28, 1994, in *Spawd, Inc. and General Generics v. Bolar Pharmaceutical Co., Inc.*, CA No. PJM-92-3624 (D. Md.), an **antitrust** action.

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From **Judge Donald W. Van Artsdalen** of the U.S. District Court for the Eastern District of Pennsylvania:

As to the quality of the work performed, although that would normally be reflected in the not immodest hourly rates of all attorneys, for which one would expect to obtain excellent quality work at all times, the results of the settlements speak for themselves. Despite the extreme uncertainties of trial, plaintiffs' counsel were able to negotiate a cash settlement of a not insubstantial sum, and in addition, by way of equitable relief, substantial concessions by the defendants which, subject to various condition, will afford the right, at least, to lessee-dealers to obtain gasoline supply product from major oil companies and suppliers other than from their respective lessors. The additional benefits obtained for the classes by way of equitable relief would, in and of itself, justify some upward adjustment of the lodestar figure.

*Bogosian v. Gulf Oil Corp.*, 621 F. Supp. 27, 31 (E.D. Pa. 1985), an **antitrust** action.

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From **Judge Krupansky**, who has been elevated to the Sixth Circuit Court of Appeals:

Finally, the court unhesitatingly concludes that the quality of the representation rendered by counsel was uniformly high. The attorneys involved in this litigation are extremely experienced and skilled in their prosecution of antitrust litigation and other complex actions. Their services have been rendered in an efficient and expeditious manner, but have nevertheless been productive of highly favorable result.

*In re Art Materials Antitrust Litigation*, 1984 CCH Trade Cases ¶ 65, 815 (N.D. Ohio 1983), an **antitrust** action.

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From **Judge Joseph Blumenfeld** of the U.S. District Court for the District of Connecticut:

The work of the Berger firm showed a high degree of efficiency and imagination, particularly in the maintenance and management of the national class actions.

*In re Master Key Antitrust Litigation*, 1977 U.S. Dist. LEXIS 12948, at \*35 (Nov. 4, 1977), an **antitrust** action.

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From **Judge Jed Rakoff** of the U.S. District Court for the Southern District of New York:

[Lead counsel made] very full and well-crafted ... excellent submissions ... very fine job done by plaintiffs' counsel in this case ... [this was] surely a very good result under all the facts and circumstances.

*In re Merrill Lynch & Co., Inc. Securities, Derivative & ERISA Litigation*, Master File No. 07-cv-9633(JSR)(DFE) (S.D.N.Y., July 27, 2009), a **securities** action.

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From **Judge Michael M. Baylson** of the U.S. District Court for the Eastern District of Pennsylvania:

The Court is aware of and attests to the skill and efficiency of class counsel: they have been diligent in every respect, and their briefs and arguments before the Court were of the highest quality. The firm of Berger & Montague took the lead in the Court proceedings; its attorneys were well prepared, articulate and persuasive.

*In re CIGNA Corp. Sec. Litig.*, 2007 U.S. Dist. LEXIS 51089, at \*17-\*18 (E.D. Pa. July 13, 2007). a **securities** action.

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From **Chancellor William Chandler, III** of the Delaware Chancery Court:

All I can tell you, from someone who has only been doing this for roughly 22 years, is that I have yet to see a more fiercely and intensely litigated case than this case. Never in 22 years have I seen counsel going at it, hammer and tong, like they have gone at it in this case. And I think that's a testimony – Mr. Valihura correctly says that's what they are supposed to do. I recognize that; that is their job, and they were doing it professionally.

*Ginsburg v. Philadelphia Stock Exchange, Inc.*, No. 2202 (Del. Ch., Oct. 22, 2007), a **securities** action.

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From **Judge Stewart Dalzell** of the U.S. District Court for the Eastern District of Pennsylvania:

Thanks to the nimble class counsel, this sum, which once included securities worth \$149.5 million is now all cash. Seizing on an opportunity Rite Aid presented, class counsel first renegotiated what had been stock consideration into Rite Aid Notes and then this year monetized those Notes. Thus, on February

11, 2003, Rite Aid redeemed those Notes from the class, which then received \$145,754,922.00. The class also received \$14,435,104 in interest on the Notes.

...

Co-lead counsel ... here were extraordinarily deft and efficient in handling this most complex matter... they were at least eighteen months ahead of the United States Department of Justice in ferreting out the conduct that ultimately resulted in the write down of over \$1.6 billion in previously reported Rite Aid earnings. In short, it would be hard to equal the skill class counsel demonstrated here.

*In re Rite Aid Corp. Securities Litigation*, 269 F. Supp. 2d 603, 605, n.1, 611 (E.D. Pa.2003), a securities action.

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From **Judge Helen J. Frye**, United States District Judge for the U.S. District Court for the District of Oregon:

In order to bring about this result [partial settlements then totaling \$54.25 million], Class Counsel were required to devote an unusual amount of time and effort over more than eight years of intense legal litigation which included a four-month long jury trial and full briefing and argument of an appeal before the Ninth Circuit Court of Appeals, and which produced one of the most voluminous case files in the history of this District.

\* \* \*

Throughout the course of their representation, the attorneys at Berger & Montague and Stoll, Stoll, Berne, Lokting & Shlachter who have worked on this case have exhibited an unusual degree of skill and diligence, and have had to contend with opposing counsel who also displayed unusual skill and diligence.

*In Re Melridge, Inc. Securities Litigation*, No. CV 87-1426-FR (D. Ore. April 15, 1996), a securities action.

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From **Judge Marvin Katz** of the U.S. District Court for the Eastern District of Pennsylvania:

[T]he co-lead attorneys have extensive experience in large class actions, experience that has enabled this case to proceed efficiently and professionally even under short deadlines and the pressure of handling thousands of documents in a large multi-district action... These counsel have also acted vigorously in their clients' interests....

\* \* \*

The management of the case was also of extremely high quality.... [C]lass counsel is of high caliber and has extensive experience in similar class action litigation.... The submissions were of consistently high quality, and class counsel has been notably diligent in preparing filings in a timely manner even when under tight deadlines.

*In re Ikon Office Solutions, Inc. Securities Litigation*, 194 F.R.D. 166, 177, 195 (E.D. Pa. 2000), commenting on class counsel, where the firm served as both co-lead and liaison counsel in this securities action.

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From **Judge William K. Thomas**, Senior District Judge for the United States District Court for the Northern District of Ohio:

In the proceedings it has presided over, this court has become directly familiar with the specialized, highly competent, and effective quality of the legal services performed by Merrill G. Davidoff, Esq. and Martin I. Twersky, Esq. of Berger & Montague....

\* \* \*

Examination of the experience-studded biographies of the attorneys primarily involved in this litigation and review of their pioneering prosecution of many class actions in antitrust, securities, toxic tort matters and some defense representation in antitrust and other litigation, this court has no difficulty in approving and adopting the hourly rates fixed by Judge Aldrich.

*In re Revco Securities Litigation*, Case No. 1:89CV0593, Order (N.D. Oh. September 14, 1993), a securities action.

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From **Deputy Treasury Secretary Stuart E. Eizenstat**:

We must be frank. It was the American lawyers, through the lawsuits they brought in U.S. courts, who placed the long-forgotten wrongs by German companies during the Nazi era on the international agenda. It was their research and their work which highlighted these old injustices and forced us to confront them. Without question, we would not be here without them.... For this dedication and commitment to the victims, we should always be grateful to these lawyers.

in his remarks at the July 17, 2000 signing ceremony for the international agreements which established the German Foundation to act as a funding vehicle for the payment of claims to Holocaust survivors.

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From **Judge Janet C. Hall**, of the U.S. District Court of the District of Connecticut, noting:

[V]ery significant risk in pursuing this action [given its] uniqueness [as] there was no prior investigation to rely on in establishing the facts or a legal basis for the case....[and] no other prior or even now similar case involving parties like these plaintiffs and a party like these defendants.

...

[T]he quality of the representation provided to the plaintiffs ... in this case has been consistently excellent.... [T]he defendant[s] ... mounted throughout the course of the five years the case pended, an extremely vigorous defense.... [B]ut for counsel's outstanding work in this case and substantial effort over five years,

no member of the class would have recovered a penny.... [I]t was an extremely complex and substantial class ... case ... [with an] outstanding result.

*Spencer, et al. v. The Hartford Financial Services Group, Inc., et al.*, order approving the \$72.5 million final settlement of this action, dated September 21, 2010 (No. 3:05-cv-1681, D. Conn.), regarding the work of Berger Montague attorneys Peter R. Kahana and Steven L. Bloch, among other co-class counsel, in this [insurance fraud](#) action.

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From **Judge Harold E. Kahn**, Dep't 302, Superior Court of Cal., San Fran. Cnty.:

You're very articulate on this issue. ... Obviously, you're very thoughtful and you have given it a great deal of thought. ... And I appreciate your ability to respond to my questions off the cuff. ... It shows that you have given these issues a lot of thought ... I have to say that your thoughtfulness this morning has somewhat diminished my concerns [regarding high multiplier on attorney fees]... You're demonstrating credibility by a mile as you go....You are extraordinarily impressive. And I thank you for being here, and for your candid, noninvasive [sic] response to every question I have. I was extremely skeptical at the outset this morning. You have allayed all of my concerns and have persuaded me that this is an important issue, and that you have done a great service to the class. And for that reason, I am going to approve your settlement in all respects... And I congratulate you on your excellent work.

Nov. 7, 2017, Final Approval Hearing, *Nesbitt v. Postmates, Inc.*, No. CGC-15-547146, regarding Berger Montague shareholder E. Michelle Drake in this [credit reporting & background checks class action](#).

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From **Judge Laurie J. Michelson**, U.S. District Court for the Eastern District of Michigan:

Counsel's quality of work in this case was high. The Court has been impressed with counsel's in-court arguments. And counsel has provided the Court with quality briefing as well.

Aug. 11, 2017, Opinion & Order on Mtn. for Atty. Fees, and Mtn. for Final Approval, *Hillson v. Kelly Services, Inc.*, No. 15-cv-10803, regarding Berger Montague shareholder E. Michelle Drake, and other co-lead counsel, in this [credit reporting & background checks class action](#).

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From **Magistrate Judge Terence P. Kemp**, U.S. District Court for the Southern District of Ohio:

The parties in this case are represented by counsel with substantial experience in class action litigation, and FCRA cases in particular. ... Class Counsel are experienced and knowledgeable in FCRA litigation, are skilled, and are in good standing.

June 30, 2017, Report & Recomm'n. on Final Approval, *Rubio-Delgado v. Aerotek, Inc.*, No. 16-cv-1066, regarding Berger Montague shareholder E. Michelle Drake, and other co-lead counsel, in this [credit reporting & background checks class action](#).

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From **Judge Paul A. Magnuson**, U.S. District Court for the District of Minnesota:

[T]he class representatives and their counsel more than adequately protected the class's interests. ... [T]he comprehensive nature of the settlement in turn, reflects the adequacy, indeed the superiority, of the representation the class received from its named Plaintiffs and from class counsel.

May 17, 2017, Mem. & Order on Mtn. to Certify Class, *In re Target Corp. Customer Data Sec. Breach Litig.*, MDL No. 14-2522, regarding Berger Montague shareholder E. Michelle Drake, and other lead counsel, in this [data breach class action](#).

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From **Magistrate Judge Jonathan W. Feldman** of the U.S. District Court for the Western District of New York:

First of all, I want to tell both parties that the briefing was really, really good here. And both briefs were very well written and persuasive. .. the arguments were as good as the briefing, so good job.

Transcript of the June 14, 2018 Hearing in *Koppers v. Weyerhaeuser Company*, Case No. 17-cv-6557 (W.D.N.Y.), in a [defective products](#) class action.

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From **Robert E. Conner**, Public Arbitrator with the National Association of Securities Dealers, Inc.:

[H]aving participated over the last 17 years in 400 arbitrations and trials in various settings, ... the professionalism and the detail and generally the civility of everyone involved has been not just a cause for commentary at the end of these proceedings but between ourselves [the arbitration panel] during the course of them, and ... the detail and the intellectual rigor that went into the documents was fully reflective of the effort that was made in general. I wanted to make that known to everyone and to express my particular respect and admiration.

June 13, 2000 at Closing Argument, *Steinman v. LMP Hedge Fund, et al.*, NASD Case No. 98-04152, about the efforts of Berger Montague shareholders Merrill G. Davidoff and Eric L. Cramer, who achieved a \$1.1 million award for their client, in this arbitration.

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From **Stephen M. Feiler, Ph.D.**, Director of Judicial Education, Supreme Court of Pennsylvania, Administrative Office of Pennsylvania Courts, Mechanicsburg, PA, on behalf of the Common Pleas Court Judges (trial judges) of Pennsylvania:

On behalf of the Supreme Court of Pennsylvania and AOPC's Judicial Education Department, thank you for your extraordinary commitment to the *Dealing with Complexities in Civil Litigation* symposia. We appreciate the considerable time you spent preparing and delivering this important course across the state. It is no surprise to me that the judges rated this among the best programs they have attended in recent years.

regarding the efforts of Berger Montague attorneys Merrill G. Davidoff, Peter Nordberg and David F. Sorensen in planning and presenting a CLE Program to trial judges in the Commonwealth of Pennsylvania.

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## EXHIBIT B

## E. MICHELLE DRAKE

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BERGER MONTAGUE PC  
43 SE Main Street, Suite 505  
Minneapolis, Minnesota 55414  
612.594.5933  
emdrake@bm.net



### Experience

#### Admissions

- ◇ U.S. Supreme Court, 2017
- ◇ State Bar of Georgia, 2001
- ◇ Georgia Supreme Court, 2006
- ◇ Minnesota Supreme Court, 2007
- ◇ U.S. Court of Appeals for the 8th Cir., 2010
- ◇ U.S. Court of Appeals for the 1st Cir., 2011
- ◇ U.S. Court of Appeals for the 7th Cir., 2014
- ◇ U.S. Court of Appeals for the 9th Cir., 2015
- ◇ U.S. Court of Appeals for the 10th Cir., 2018
- ◇ U.S. Court of Appeals for the 3d Cir., 2019
- ◇ U.S. District Court for the Northern District of Georgia, 2007
- ◇ U.S. District Court for the District of Minnesota, 2007
- ◇ U.S. District Court for the Eastern District of Wisconsin, 2011
- ◇ U.S. District Court for the Western District of Texas, 2011
- ◇ U.S. District Court for the Western District of Wisconsin, 2015
- ◇ U.S. District Court for the Eastern District of Michigan, 2015
- ◇ U.S. District Court for the Central District of Illinois, 2016
- ◇ U.S. District Court for the Southern District of Texas, 2017
- ◇ U.S. District Court for the District of Colorado, 2017
- ◇ U.S. District Court for the Western District of New York, 2017
- ◇ U.S. District Court for the Western District of Michigan, 2018

#### **Shareholder Berger Montague**

Minneapolis, Minnesota

*January 2016-present*

Manage the firm's Minneapolis office. Chair of the Credit Reporting and Background Checks practice group. Chair of the Credit Reporting and Background Checks Practice Group. Co-chair of the Consumer Protection and Technology, Privacy & Data Breach practice groups. Serve as lead class counsel on dozens of consumer class actions filed throughout the United States, including cases involving improper credit and background reporting, defective consumer products and unlawful financial services practices.

#### **Partner Nichols Kaster, PLLP**

Minneapolis, Minnesota

*May 2007-December 2015*

Represented thousands of employees and consumers in collective and class actions. Led the firm's Consumer Class Action Team which originated individual and class action cases.

#### **Solo Practitioner E. Michelle Drake, LLC**

Atlanta, Georgia

*March 2006-May 2007*

Practiced both civil and criminal law. Served as "of counsel" attorney to Richard S. Alembik, P.C., a civil firm focused on real estate litigation. Served as co-counsel in pending death penalty case which was accepted by the Georgia Supreme Court for interim appellate review.

#### **Attorney Georgia Capital Defender Office**

Atlanta, Georgia

*October 2004-March 2006*

Provided trial level representation for indigent clients facing the death penalty. Directed all aspects of death penalty litigation in capital cases throughout Georgia.

#### **Staff Attorney Fulton County Conflict Defender, Major Case Division**

Atlanta, Georgia

*May 2002-August 2004*

Served as lead counsel for over one hundred indigent defendants facing felony criminal charges. Had primary responsibility for cases where juveniles were being tried as adults in Superior Court. Served as lead counsel in four murder trials to verdict.

#### **Staff Attorney**

**Fulton County Public Defender,**

Atlanta, Georgia

*August 2001-May 2002*

Served as lead counsel for pre-indictment felony cases and probation revocations.

**Law Clerk****Defense Team For Kristen Gilbert**

Springfield, Massachusetts

*Fall 1999-May 2001*

Assisted in the first federal death penalty trial in Massachusetts. Lived in Springfield, MA three days a week during last year of law school to assist with eighth month trial which resulted in a life sentence.

**Education****Harvard Law School, J.D., cum laude***June 2001*

Recipient of Edith Fine Fellowship, awarded to graduating woman most committed to public interest law. Recipient of Kauffman Fellowship, awarded to graduating students most committed to public interest law. Co-chair of Harvard Innocence and Justice Project, an organization which provided legal research and assistance to capital defense attorneys nationwide.

**Oxford University, M.Sc. in Sociology***June 1998*

Recipient of Rotary International Ambassadorial Scholarship, nominated by Edina Rotary Club. Thesis: *Criticisms of Herbert Packer's Two Models of the Criminal Process*.

**Harvard College, B.A. in Government, cum laude***June 1996*

Harvard Nominee for the Rhodes Scholarship. Graduated with Advanced Standing (in three years instead of four).

**Titles, Awards, Memberships**

Partner's Council Member for the National Consumer Law Center, 2014 – present

Board Member for the National Association of Consumer Advocates, 2014 – present

Board Member for the Southern Center for Human Rights, 2018 – present

Co-Chair of Minnesota State Bar Association Consumer Litigation Section, 2016 – present

Member of Ethics Committee for the National Association of Consumer Advocates, 2015

2014-2015 Treasurer, MSBA Consumer Litigation Section Council. 2013-14 At-Large Council Member.

Named to The Best Lawyers of America since 2016

Named to the Top 50 Women Minnesota Super Lawyers since 2015

*Recent  
Judicial Praise*

*You're very articulate on this issue... Obviously, you're very thoughtful and you have given it a great deal of thought... You're demonstrating credibility by a mile as you go ... You are extraordinarily impressive... You have allayed all of my concerns and have persuaded me that this is an important issue, and that you have done a great service to the class... I congratulate you on your excellent work.*

*Hon. Harold E. Kahn, Cal. Super. Ct., San Fran. Cnty., Nov. 7, 2017 Final Approval Hearing, Nesbitt v. Postmates, Inc., No. CGC-15-547146 (emphasis added)*

Named to the Super Lawyers list, Minnesota Super Lawyers, Minneapolis/St. Paul Magazine, and Minnesota Business Journal, 2013 - 2019

Named to the Rising Stars list, Minnesota Super Lawyers, Minneapolis/St. Paul Magazine, and Minnesota Business Journal, 2011-2012

Federal Practice Committee, U.S. District Court, Minnesota, Appointed 2010

Thurgood Marshall Defender Award, Massachusetts Committee for Public Counsel Services Recipient, 2001

American Bar Association Member

Federal Bar Association Member

Hennepin County Bar Association Member

Minnesota Association for Justice Member

Minnesota State Bar Association Member

National Association of Consumer Advocates Member

Public Justice Member

American Association for Justice Member

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### **Publications/Speaking Engagements**

“Fair Credit Reporting Act/Debt Collection Issues,” 24<sup>th</sup> Annual Consumer Financial Services Institute, Practising Law Institute, Chicago, IL, May 2019.

“Ethics Session: Referrals and Fee-Sharing,” Fair Credit Reporting Act Conference, National Association of Consumer Advocates, Long Beach, CA, May 2019.

Contributing Author, “Consumer Law,” The Complete Lawyer’s Quick Answer Book, Minnesota Continuing Legal Education, 2d. ed. (forthcoming.)

Contributing Author, “Financial and Criminal Background Checks,” Job Applicant Screening: A Practice Guide, Minnesota Continuing Legal Education Publication, 2d. Edition (forthcoming).

Contributing Author, “Chapter 1: Case and Claims Selection, Other First Considerations,” Consumer Class Actions, National Consumer Law Center, 10th ed. (forthcoming),

“Consumer Law: Recent Trends and Hot Topics in FCRA Litigation,” Minnesota Continuing Legal Education, Minneapolis, MN, January 2019.

“Diamonds in the Rough: Identifying Good Class Claims,” Mass Torts Made Perfect Fall Seminar, Las Vegas, NV, October 2018.

“Nationwide Settlement Classes – The Impact of the Hyundai/Kia Litigation,” Class Action Symposium, Consumer Rights Litigation Conference, National Consumer Law Center, Denver, CO, October 2018.

“Developments in Public Records Litigation,” Consumer Rights Litigation Conference, National Consumer Law Center, Denver, CO, October 2018.

“Big Challenges in the City of BIG Shoulders, Electronic Discovery’s Rise to Prominence,” ABA 22nd Annual National Institute on Class Actions, Chicago, IL, October 2018.

“Jurisdiction Issues Post *Bristol-Myers*,” Bridgeport 2018 Class Action Litigation Conference, San Francisco, CA, September 2018.

“New Developments in the Law of Personal Jurisdiction in the Aftermath of the Supreme Court’s Decisions in *BNSF Railway Co. v. Tyrrell* and *Bristol Myers* and the Strategies,” Plaintiffs’ Class Action Roundtable, Rancho Palos Verdes, CA, April 2018.

“New Developments in Personal Jurisdiction,” Litigator’s Short Course, Minnesota Continuing Legal Education, Minneapolis, MN, February 2018.

“Game Changing Blindspots that Create Privacy Liabilities – a Plaintiff-Side Litigator’s Insights,” Midwest Legal Conference on Privacy & Data Security, Minneapolis, MN, January 2018.

“Federal Discovery: Winning Your Cases Early,” “FCRA Report Disclosures: Issues and Litigation,” Consumer Rights Litigation Conference, National Consumer Law Center, Washington, D.C., November 2017.

“Strategic Response to Recent Supreme Court Decision in *Bristol-Myers*,” Consumer Rights Litigation Conference, Class Action Symposium, National Consumer Law Center, Washington, D.C., November 2017.

Conference Co-Chair, “Class Actions: Legislative Developments, Updates & More,” CLE International, Los Angeles, CA, November 2017.

“The Times They Are a-Changin’: The Role of Administrative Agencies and Private Counsel in the Trump Era,” American Bar Association Annual National Institute on Class Actions, Washington, D.C., October 2017.

“The CFPB’s New Rule on Arbitration: What It Is and What Comes Next,” Minnesota State Bar Association Continuing Legal Education Presentation, Minneapolis, MN, September 2017.

“Standing: Assessing Article III Jurisdiction One Year After Spokeo,” Minnesota State Bar Association Continuing Legal Education Presentation, Minneapolis, MN, June 2017.

“House Resolution 985 – Update and Strategies for Defeat,” Cambridge Forums – Plaintiffs’ Class Action Forum, Carefree, AZ, May 2017.

“TCPA/Fair Credit Reporting Act/Debt Collection Issues,” PLI 22nd Annual Consumer Financial Services Institute, Chicago, IL, May 2017.

“Case Law and Recent Trial Update,” Panelist, Fair Credit Reporting Act Conference, National Association of Consumer Advocates, Baltimore, MD, April 2017.

“Using the FCRA for Criminal Background Checks,” “Spokeo Standing Challenges (and Opportunities).” Consumer Rights Litigation Conference, National Consumer Law Center, Anaheim, CA, October 2016.

“Appeals: Whether, When and How.” Consumer Rights Litigation Conference Class Action Symposium, National Consumer Law Center, Anaheim, CA, October 2016.

“Recent Developments in Food Class Action Litigation.” Perrin Food & Beverage Litigation Conference, New York, NY, October 2016.

“A Winning Hand or a Flop? After 50 Years are Class Actions Still Legit?” American Bar Association Annual National Institute on Class Actions, Las Vegas, NV, October 2016.

Contributing Author, “Consumer Law,” The Complete Lawyer’s Quick Answer Book, Minnesota Continuing Legal Education, 2016.

“Changing Standard for Class Certification Including a Discussion of the Use of Experts and Statistical Sampling at Class Certification in Light of Spokeo and Tyson.” Bridgeport Continuing Education 2016 Class Action Litigation Conference, San Francisco, CA, September 2016.

“The U.S. Supreme Court’s Big New Decisions.” Minnesota Continuing Legal Education Presentation, Minneapolis, MN, August 2016.

“The Complete Lawyer Series: Consumer Law, Debt Collection and Credit Reporting.” Minnesota Continuing Legal Education Webcast, Minneapolis, MN, July 2016.

“What Does the Spokeo Decision Mean for Consumer Lawyers.” National Association of Consumer Advocates Webinar, May 2016.

“Hot Button Consumer Issues.” Practising Law Institute’s Annual Consumer Financial Services Institute, Chicago, IL, May 2016.

“Consumer Law.” Minnesota Continuing Education Seminar, Minneapolis, MN, May 2016.

“Hot Topics in Class Actions.” Bridgeport Class Action Conference, Hollywood, CA, April 2016.

“Hot Button Consumer Issues.” Practicing Law Institute’s Annual Consumer Financial Services Institute, New York, NY, April 2016.

“Beyond the Headlines – What EVERY Lawyer Should Know About the U.S. Supreme Court’s Big New Decisions.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, August 2015.

“Financial and Criminal Background Checks.” National Employment Lawyers Association Annual Convention Presentation, Atlanta, GA, June 2015.

“The Complete Lawyer: Consumer Law.” Minnesota Continuing Legal Education Presentation, Minneapolis, MN, May 2015.

“Protecting Your Plaintiffs and the Class: Rule 68 Offers and Other Pick-Off Tactics.” Impact Fund Class Action Conference, Berkeley, CA, February 2015.

“Be Careful what you Wish For: Trends in Arbitration.” ACI Wage & Hour Claims and Class Actions Summit Panel, Miami, FL, January 2015.

“Job Applicant Screening, Financial & Criminal Background Checks – Applicant Rights and Employer Best Practices.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, December 2014.

“Economics of Objecting for the Right Reasons.” Class Action Symposium Panel, National Consumer Rights Litigation Conference, Tampa, FL, November 2014.

“Data Harvesting, Background Checks, and the Fair Credit Reporting Act for Criminal Attorneys.” Criminal Law Section, Minnesota State Bar Association Presentation, November 2014.

“Discovery Strategies in Class Actions: When Less is More and When it Isn’t.” Bridgeport Class Action Conference, Chicago, IL, June 2014.

“Job Applicant Screening Crash Course.” Upper Midwest Employment Law Institute, Saint Paul, MN, May 2014.

“Financial and Criminal Background Checks.” Job Applicant Screening: A Practice Guide, Minnesota Continuing Legal Education Publication, May 2014.

“The Complete Lawyer: Quick Answers to Questions about Consumer Law.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, May 2014.

“Employment Law 360.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, February 2014.

“Precertification Discovery Strategies including Issues of Standing & Certification.” Bridgeport Class Action Conference, San Francisco, CA, August 2013.

“Beyond the Headlines – What Every Lawyer Should Know About the U.S. Supreme Court’s Big New Decision.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, August 2013.

“The Complete Lawyer: Quick Answers to Questions about Consumer Law.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, June 2013.

“The Misclassification Mess – What Do You Do If You Have Misclassified Workers as Exempt?” Upper Midwest Employment Law Institute, Minneapolis, MN, May 2013.

“Housing Finance – Consumer Financial Services.” Panelist, American Bar Association Business Law Section Spring Meeting, Washington, D.C., April 2013.

“5 Developments in E-Discovery.” The Civil Litigator’s Annual Short Course, Minnesota Continuing Legal Education, Minneapolis, MN, February 2013.

“Employment Rights & Criminal Backgrounds in the Context of the FCRA and Title VII.” Goodwill Easter Seals Presentation, Saint Paul, MN, December 2012.

“Federal Court 101.” National Business Institute Webinar, Eau Claire, WI, December 2012.

“Employment Law Series: Ethics Issues for Employment Law Lawyers.” Minnesota Continuing Legal Education Webcast, Minneapolis, MN, October 2012.

“Real World Ethics Issues and Answers for the Employment Lawyer.” Upper Midwest Employment Law Institute, Minneapolis, MN, May 2012.

“Real World Ethics Issues and Answers for the Employment Lawyer.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, November 2011.

“The Complete Lawyer: Consumer Law 101.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, November 2011.

“Litigation and the Federal Rules. What Every Paralegal Should Know”, National Federation of Paralegal Associations, Annual Convention, Bloomington, MN, October 2011.

“Dukes v. Wal-Mart: the View from the Plaintiff’s Bar.” American Conference Institute’s Defending and Managing Retaliation and Discrimination Claims Conference, New York City, NY, July 2011.

“How to Practice in Federal Court: Complaints, Answers, and Service of Process.” Minnesota Continuing Legal Education Seminar, Minneapolis, MN, October 2010.

“Recent Trends in FLSA Collective Actions Panel.” Minnesota Federal Bar Association Annual Seminar, Minneapolis, MN, June 2010,

Minnesota Continuing Legal Education Panel on Real-World Ethics Issues and Answers for the Employment Lawyer, Minneapolis, MN, June 2010.

"Maintaining Privilege and Confidentiality." National Federation of Paralegal Association Annual Convention, Bloomington, MN, June 2010.

"Strategic Discovery Practice", Upper Midwest Employment Law Institute, Minneapolis, MN, May 2010.

Minnesota Continuing Legal Education Panel on the Impact of Twombly and Iqbal on the Pleading standard, Minneapolis, MN, February 2010.

*Interviewed by* National Law Journal regarding recent wave of tip pooling cases (June 2009).

Strategic Discovery: How to Fight Discovery Abuses and Win Discovery Disputes, Minnesota Institute for Continuing Legal Education (May 2009).

Who's the Boss? Joint employers, successor employers and integrated enterprises, Equal Employment Opportunity Commission Investigator training (March 2008).

Litigating Capital Cases Under Georgia's New Discovery Statutes, Advanced Capital Defender Training (St. Simons Island, GA, January 2006).

Responding to Changes in Georgia's Criminal Discovery Statutes, Advanced Capital Defender Training. (St. Simons Island, GA, July 2005).

## EXHIBIT C

Timekeeper Name	Hourly Rate	Total Hours	Lodestar
Albanese, John G	\$ 450.00	9.4	\$ 4,230.00
Avery, Ekene	\$ 54.95	3	\$ 164.85
Burnett, Dan	\$ 175.00	4.3	\$ 752.50
Drake, E. Michelle	\$ 725.00	208.9	\$ 151,452.50
Ebensperger, Jean	\$ 275.00	21.6	\$ 5,940.00
Frisch, Eleanor	\$ 300.00	6.7	\$ 2,010.00
Hashmall, Joseph C	\$ 525.00	427.7	\$ 224,542.50
Helland, Matthew	\$ 525.00	0.5	\$ 262.50
Hibray, Jean K	\$ 285.00	197.7	\$ 56,344.50
Kittelson, Angi	\$ 275.00	8.1	\$ 2,227.50
McCollum, Sandy	\$ 57.50	0.8	\$ 46.00
Odenthal, Erin	\$ 175.00	11	\$ 1,925.00
Peterson, Elizabeth Woolford	\$ 400.00	2.5	\$ 1,000.00
Rajendran, Arun	\$ 43.00	2.2	\$ 94.60
Thomas, Susan S.	\$ 775.00	0.9	\$ 697.50
Turta, Alex	\$ 49.36	0.3	\$ 14.81
Xiong, Mai	\$ 250.00	1.4	\$ 350.00
	<b>Grand Total</b>	<b>907</b>	<b>\$ 452,054.76</b>

## EXHIBIT D

Sum of Expenses_Amount	
Expenses_Category	Total
COLOR PRINTS	\$ 284.10
Computer Research	\$ 11,862.98
Convert To Tiff	\$ 11.55
Delivery & freight	\$ 383.26
Docusign	\$ 9.92
Filing & Misc. Fees	\$ 6,479.80
OCR	\$ 3.85
Outside Contractor	\$ 1,104.87
Postage	\$ 140.21
Reproduction costs	\$ 306.85
Reproduction costs Print	\$ 350.70
Reproduction costs Scans	\$ 0.25
Telephone	\$ 245.93
Transcripts	\$ 747.95
Travel	\$ 8,123.16
-	
<b>Grand Total</b>	<b>\$ 30,055.38</b>

Expenses_Entry_Date	Expenses_Amount	Expenses_Category	Expenses_Narrative
12/15/2014	\$821.70	Travel	Check issued to Expedia - JH flight
12/22/2014	\$47.49	Travel	Check issued to Joe Hashmall - Rental car reimbursement
12/22/2014	\$3.85	Travel	Check issued to Joe Hashmall - Fuel reimbursement
12/22/2014	\$20.00	Travel	Check issued to Joe Hashmall - Parking reimbursement
12/22/2014	\$38.85	Travel	Check issued to Joe Hashmall - Meals reimbursement
3/31/2015	\$8.66	Postage	Postage
4/30/2015	\$5.96	Postage	Postage
6/17/2015	\$400.00	Filing & Misc. Fees	Check issued to Pay.Gov - Filing fee
6/23/2015	\$305.00	Filing & Misc. Fees	Check issued to Pay.Gov - EMD PHV
6/23/2015	\$305.00	Filing & Misc. Fees	Check issued to Pay.Gov - JH PHV
6/30/2015	\$63.47	Postage	Postage
7/1/2015	\$21.93	Delivery & freight	Check issued to Federal Express - Mpls weekly shipping - judge's copies
7/9/2015	\$100.00	Computer Research	Westlaw
7/9/2015	\$163.90	Outside Contractor	Check issued to Metro Legal Services - Courier service - Hertz Corp
7/31/2015	\$29.10	Postage	Postage
7/31/2015	\$7.61	Telephone	Check issued to LoopUp - JH phone conference
7/31/2015	\$12.69	Telephone	Check issued to LoopUp - EMD phone conference
8/7/2015	\$100.00	Computer Research	Westlaw
8/31/2015	\$8.14	Telephone	Check issued to LoopUp - JH phone conference
8/31/2015	\$5.47	Telephone	Check issued to LoopUp - EMD phone conference
9/2/2015	\$42.00	Delivery & freight	Check issued to Federal Express - Mpls weekly shipping - judge's copies
10/7/2015	\$21.72	Delivery & freight	Check issued to Federal Express - Mpls weekly shipping - judge's copies
10/21/2015	\$21.50	Delivery & freight	Check issued to Federal Express - Mpls weekly shipping - judge's copies
10/28/2015	\$21.50	Delivery & freight	Check issued to Federal Express - Mpls weekly shipping - judge's copies
10/30/2015	\$2.79	Postage	Postage
10/31/2015	\$4.75	Telephone	Check issued to LoopUp - JH phone conference
10/31/2015	\$15.00	Telephone	Check issued to LoopUp - EMD phone conference
12/7/2015	\$645.20	Travel	Check issued to E Michelle Drake - Flight reimbursement
12/10/2015	\$305.00	Filing & Misc. Fees	Check issued to Pay.Gov - EMD PHV
12/10/2015	\$305.00	Filing & Misc. Fees	Check issued to Pay.Gov - JH PHV
1/6/2016	\$8.75	Travel	Check issued to E Michelle Drake - Meals reimbursement
1/6/2016	\$95.48	Travel	Check issued to E Michelle Drake - Cab fare reimbursement
1/6/2016	\$327.22	Travel	Check issued to E Michelle Drake - Hotel reimbursement
1/6/2016	\$20.86	Travel	Check issued to E Michelle Drake - Meals reimbursement
1/6/2016	\$44.00	Travel	Check issued to E Michelle Drake - Parking reimbursement
1/6/2016	\$13.80	Travel	Check issued to E Michelle Drake - Mileage reimbursement

2/4/2016	\$374.60	Travel	AMEX-01005 - DRAKE, ELEANOR - 01/19/16 - from MINNEAPOLIS, MN. to SAN FRANCISCO, CA. - SPLIT - 16317/16313
4/1/2016	\$961.54	Travel	MICHELLE DRAKE - 01/20/16 - HOTEL ROOM
4/1/2016	\$143.75	Travel	MICHELLE DRAKE - 01/22/16 - AIRFARE - SPLIT CASE#16317
4/1/2016	\$24.97	Travel	MICHELLE DRAKE - 01/25/16 - INFLIGHT INTERNET ACCESS - SPLIT CASE#16317
4/1/2016	\$44.06	Travel	MICHELLE DRAKE - 01/25/16 - MEAL
4/4/2016	\$0.20	Reproduction costs Print	Printing
4/4/2016	\$0.20	Reproduction costs Print	Printing
4/12/2016	\$0.30	COLOR PRINTS	Color Printing
4/12/2016	\$0.30	COLOR PRINTS	Color Printing
4/12/2016	\$0.50	Reproduction costs Print	Printing
4/12/2016	\$0.10	Reproduction costs Print	Printing
4/12/2016	\$1.30	Reproduction costs Print	Printing
4/13/2016	\$0.60	COLOR PRINTS	Color Printing
4/13/2016	\$20.20	Delivery & freight	FEDEX-INVOICE#5-383-76472 - 04/05/16 - RECIPIENT: HON BTH LABOM FREEMAN
4/13/2016	\$0.10	Reproduction costs Print	Printing
4/13/2016	\$0.20	Reproduction costs Print	Printing
4/13/2016	\$0.10	Reproduction costs Print	Printing
4/13/2016	\$0.50	Reproduction costs Print	Printing
4/13/2016	\$0.10	Reproduction costs Print	Printing
7/6/2016	\$0.10	Reproduction costs Print	Printing
7/6/2016	\$1.00	Reproduction costs Print	Printing
7/6/2016	\$0.20	Reproduction costs Print	Printing
7/6/2016	\$0.50	Reproduction costs Print	Printing
7/6/2016	\$0.10	Reproduction costs Print	Printing
7/6/2016	\$0.20	Reproduction costs Print	Printing
7/12/2016	\$20.40	Delivery & freight	FEDEX- INVOICE#5-465-61466 - 06/21/16 - RECIPIENT: HON BETH LABSON FREEMAN
7/15/2016	\$0.20	Reproduction costs Print	Printing
7/15/2016	\$5.10	Reproduction costs Print	Printing
7/15/2016	\$0.20	Reproduction costs Print	Printing
7/15/2016	\$0.10	Reproduction costs Print	Printing
7/15/2016	\$0.30	Reproduction costs Print	Printing

7/15/2016	\$1.50	Reproduction costs Print	Printing
7/15/2016	\$0.10	Reproduction costs Print	Printing
7/15/2016	\$0.10	Reproduction costs Print	Printing
7/15/2016	\$1.60	Reproduction costs Print	Printing
7/18/2016	\$0.20	Reproduction costs Print	Printing
7/18/2016	\$0.20	Reproduction costs Print	Printing
7/18/2016	\$0.50	Reproduction costs Print	Printing
7/18/2016	\$0.50	Reproduction costs Print	Printing
7/26/2016	\$0.50	Reproduction costs Print	Printing
8/4/2016	\$34.63	Delivery & freight	FEDEX - INVOICE#5-486-45147 - 07/18/16 - RECIPIENT: HON BETH JABSON FREEMAN
8/8/2016	\$819.20	Travel	AMEX-01005 - 7/05/16 - ALBANESE, JOHN - from Minneapolis, MN. to San Fracisco, CA.
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/19/2016	\$0.10	Reproduction costs Print	Printing
8/23/2016	\$0.20	Reproduction costs Print	Printing
8/23/2016	\$2.10	Reproduction costs Print	Printing
8/23/2016	\$0.50	Reproduction costs Print	Printing
8/23/2016	\$0.40	Reproduction costs Print	Printing
8/23/2016	\$2.20	Reproduction costs Print	Printing
8/23/2016	\$0.20	Reproduction costs Print	Printing
8/23/2016	\$1.90	Reproduction costs Print	Printing
8/24/2016	\$0.20	Reproduction costs Print	Printing
8/24/2016	\$2.40	Reproduction costs Print	Printing
8/24/2016	\$1.70	Reproduction costs Print	Printing
9/2/2016	\$2.40	Reproduction costs Print	Printing
9/8/2016	\$2.30	Reproduction costs Print	Printing
9/8/2016	\$2.70	Reproduction costs Print	Printing
9/8/2016	\$2.30	Reproduction costs Print	Printing
9/13/2016	\$0.20	Reproduction costs Print	Printing
9/13/2016	\$0.30	Reproduction costs Print	Printing
9/13/2016	\$0.40	Reproduction costs Print	Printing

9/15/2016	\$0.30	Reproduction costs Print	Printing
9/15/2016	\$0.80	Reproduction costs Print	Printing
9/15/2016	\$0.80	Reproduction costs Print	Printing
9/15/2016	\$0.30	Reproduction costs Print	Printing
9/15/2016	\$0.30	Reproduction costs Print	Printing
9/15/2016	\$0.30	Reproduction costs Print	Printing
9/15/2016	\$1.90	Reproduction costs Print	Printing
9/15/2016	\$1.90	Reproduction costs Print	Printing
9/15/2016	\$0.80	Reproduction costs Print	Printing
9/16/2016	\$20.60	Delivery & freight	FEDEX-INVOICE# 5-545-89406 - 09/07/16 - RECIPIENT: ILLEGIBLE - SAN JOSE, CA.
9/29/2016	\$0.30	COLOR PRINTS	Color Printing
9/29/2016	\$0.30	COLOR PRINTS	Color Printing
10/6/2016	\$0.30	Reproduction costs Print	Printing
10/7/2016	\$20.60	Delivery & freight	FEDEX - INVOICE# 5-553-61408 - 09/16/16 - RECIPIENT: SAN JOSE COURTHOUSE CLERK OF
10/27/2016	\$0.50	Reproduction costs Print	Printing
10/27/2016	\$0.50	Reproduction costs Print	Printing
10/27/2016	\$0.30	Reproduction costs Print	Printing
10/27/2016	\$0.20	Reproduction costs Print	Printing
10/27/2016	\$0.10	Reproduction costs Print	Printing
10/27/2016	\$0.30	Reproduction costs Print	Printing
10/27/2016	\$0.10	Reproduction costs Print	Printing
11/10/2016	\$1.20	Reproduction costs Print	Printing
11/10/2016	\$0.40	Reproduction costs Print	Printing
11/10/2016	\$0.40	Reproduction costs Print	Printing
11/10/2016	\$0.40	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/11/2016	\$0.30	Reproduction costs Print	Printing
11/17/2016	\$20.60	Delivery & freight	FEDEX - INVOICE#5-597-87033 - 10/28/16 - RECIPIENT: US COURTHOUSE
11/17/2016	\$22.53	Delivery & freight	FEDEX - INVOICE#5-605-11832 - 11/03/16 - RECIPIENT: PARLETA NESTBILT

11/17/2016	\$20.65	Delivery & freight	FEDEX - INVOICE#5-612-45825 - 11/14/16 - RECIPIENT: ILLEGIBLE - CR
11/17/2016	\$32.64	Delivery & freight	FEDEX - INVOICE#5-612-45825 - 11/14/16 - RECIPIENT: US COURTHOUSE
11/17/2016	\$1.20	Reproduction costs Print	Printing
11/17/2016	\$1.20	Reproduction costs Print	Printing
11/17/2016	\$0.30	Reproduction costs Print	Printing
11/17/2016	\$0.30	Reproduction costs Print	Printing
11/17/2016	\$0.10	Reproduction costs Print	Printing
11/28/2016	\$20.65	Delivery & freight	FEDEX - INVOICE#5-620-12983 - 11/18/16 - RECIPIENT: ILLEBIBLE
12/5/2016	\$0.30	COLOR PRINTS	Color Printing
12/5/2016	\$0.60	COLOR PRINTS	Color Printing
12/5/2016	\$0.20	Reproduction costs Print	Printing
12/7/2016	\$956.20	Travel	AMEX-01005 - 11/11/16- MICHELLE DRAKE - from MIMMEAPOLIS, MN. to SAN JOSE, CA.
12/15/2016	\$0.78	Computer Research	COURTLINK - NOV.2016
12/21/2016	\$0.30	COLOR PRINTS	Color Printing
12/21/2016	\$0.10	Reproduction costs Print	Printing
12/29/2016	\$505.00	Filing & Misc. Fees	AMEX-31000 - 12/05/16 - COURT FILING
12/29/2016	\$230.00	Filing & Misc. Fees	AMEX-31000 - 12/05/16 - COURT FILING
12/29/2016	\$0.30	COLOR PRINTS	Color Printing
12/29/2016	\$0.15	Reproduction costs	Copies
12/29/2016	\$0.30	Reproduction costs Print	Printing
12/29/2016	\$0.10	Reproduction costs Print	Printing
12/29/2016	\$0.20	Reproduction costs Print	Printing
12/29/2016	\$0.40	Reproduction costs Print	Printing
12/29/2016	\$0.05	Reproduction costs Scans	Scanning
12/29/2016	\$100.00	Filing & Misc. Fees	State Bar of California; Invoice # 16313 12292016; Filing & Misc. Fees
12/29/2016	\$42.50	Transcripts	SUMMER FISHER; Invoice # 20082127; Transcripts
1/11/2017	\$699.82	Travel	Travel EMDrake for hearing 11/17/16 to 11/22/16
1/13/2017	\$597.40	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201612062863201; Computer Research
1/17/2017	\$13.89	Computer Research	COURTLINK - INVOICE#EA-695344
1/30/2017	\$0.30	COLOR PRINTS	Color Printing
1/30/2017	\$0.30	COLOR PRINTS	Color Printing

1/30/2017	\$0.10	Reproduction costs Print	Printing
1/30/2017	\$0.10	Reproduction costs Print	Printing
2/20/2017	\$2.00	Reproduction costs Print	Printing
2/21/2017	\$20.12	Computer Research	COURTLINK - INVOICE# EA-698987
3/1/2017	\$0.30	Reproduction costs Print	Printing
3/1/2017	\$1.50	Reproduction costs Print	Printing
3/22/2017	\$4.60	Reproduction costs Print	Printing
3/22/2017	\$2.60	Reproduction costs Print	Printing
3/22/2017	\$2.00	Reproduction costs Print	Printing
3/22/2017	\$1.80	Reproduction costs Print	Printing
3/22/2017	\$1.80	Reproduction costs Print	Printing
3/22/2017	\$0.40	Reproduction costs Print	Printing
3/22/2017	\$2.00	Reproduction costs Print	Printing
3/22/2017	\$4.60	Reproduction costs Print	Printing
3/22/2017	\$4.20	Reproduction costs Print	Printing
3/22/2017	\$0.40	Reproduction costs Print	Printing
3/23/2017	\$15.04	Computer Research	COURTLINK - INVOICE# EA-702692
3/23/2017	\$2.60	Reproduction costs Print	Printing
3/23/2017	\$0.60	Reproduction costs Print	Printing
3/23/2017	\$7.00	Reproduction costs Print	Printing
4/4/2017	\$72.78	Computer Research	LEXIS 1004TR - MARCH 2017
4/13/2017	\$172.70	Transcripts	VERITEXT; Invoice # SF2926886; Transcripts Hearing Dept. 305
4/14/2017	\$17.55	Computer Research	COURTLINK INVOICE # EA-706456
4/21/2017	\$0.30	COLOR PRINTS	Color Printing
4/21/2017	\$0.30	COLOR PRINTS	Color Printing
4/21/2017	\$0.10	Reproduction costs Print	Printing
4/21/2017	\$0.10	Reproduction costs Print	Printing
4/27/2017	\$1,327.48	Travel	MICHELLE DRAKE; Invoice # March 2017; Travel March 23-30, 2017
5/9/2017	\$0.30	Reproduction costs Print	Printing
5/9/2017	\$0.60	Reproduction costs Print	Printing
5/10/2017	\$0.40	Reproduction costs Print	Printing
5/12/2017	\$12.31	Computer Research	COURTLINK - INVOICE # EA-711221
6/5/2017	\$86.00	Telephone	COURT CALL; Invoice # 16313-2 6517; Telephone TELEPHONIC COURT APPEARANCE
6/6/2017	\$3.10	Reproduction costs Print	Printing

6/6/2017	\$0.60	Reproduction costs Print	Printing
6/8/2017	\$1.10	Telephone	LOOP UP - MAY 2017
6/19/2017	\$6.18	Postage	MINNESOTA POSTAGE - JUNE 2017
6/29/2017	\$50.18	Reproduction costs	Bachman Printing; Invoice # 58709; Reproduction costs 16313-1 Copies of briefs and excerpts of record
6/29/2017	\$534.60	Computer Research	COURTLINK - MN.- APRIL 2017
6/29/2017	\$498.48	Computer Research	COURTLINK - MN.- MAY 2017
7/6/2017	\$48.40	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201706062863201; Computer Research 16313-2
7/11/2017	\$0.15	Reproduction costs	Copies
7/17/2017	\$0.20	Reproduction costs Print	Printing
7/17/2017	\$0.90	Reproduction costs Print	Printing
7/17/2017	\$0.20	Reproduction costs Print	Printing
7/20/2017	\$0.30	COLOR PRINTS	Color Printing
7/20/2017	\$0.10	Reproduction costs Print	Printing
7/21/2017	\$1.20	Reproduction costs Print	Printing
7/24/2017	\$0.10	Reproduction costs Print	Printing
7/25/2017	\$576.75	Computer Research	COURTLINK MINN - JUNE 2017
7/27/2017	\$1.92	Telephone	LOOP UP - JUNE 2017
8/1/2017	\$250.00	Outside Contractor	METRO LEGAL; Invoice # 3023322; Outside Contractor; 16313-2 service
8/3/2017	\$8.13	Convert To Tiff	Convert To Tiff
8/3/2017	\$2.71	OCR	OCR
8/3/2017	\$3.20	Reproduction costs Print	Printing
8/3/2017	\$5.20	Reproduction costs Print	Printing
8/3/2017	\$0.20	Reproduction costs Print	Printing
8/3/2017	\$1.00	Reproduction costs Print	Printing
8/3/2017	\$0.20	Reproduction costs Print	Printing
8/11/2017	\$0.40	Reproduction costs Print	Printing
8/11/2017	\$6.20	Reproduction costs Print	Printing
8/21/2017	\$532.95	Computer Research	MNN - COURTLINK - JULY 2017
9/5/2017	\$0.10	Reproduction costs Print	Printing
9/5/2017	\$0.40	Reproduction costs Print	Printing
9/5/2017	\$0.10	Reproduction costs Print	Printing
9/5/2017	\$1.40	Reproduction costs Print	Printing
9/13/2017	\$0.30	COLOR PRINTS	Color Printing
9/13/2017	\$0.60	Reproduction costs Print	Printing

9/13/2017	\$0.20	Reproduction costs Print	Printing
9/13/2017	\$0.10	Reproduction costs Print	Printing
9/20/2017	\$25.67	Reproduction costs	Bachman Printing; Invoice # 59012; Reproduction costs 16313-1 copy, collate, bind and file appellants reply brief - approved by MDrake
9/20/2017	\$0.30	COLOR PRINTS	Color Printing
10/4/2017	\$136.40	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201709062863201; Computer Research September 2017; 16316-0 \$138.80; 16313-2 \$136.40; 10101-0 \$400; 00025-0 \$500
10/5/2017	\$578.61	Computer Research	COURTLINK - MNN - AUG. 2017
10/5/2017	\$4.34	Telephone	LOOP-UP - AUG. 2017
10/11/2017	\$735.81	Computer Research	MNN - COURTLINK - SEPT. 2017
10/13/2017	\$1.34	Postage	MNN POSTAGE - OCT. 2017
10/24/2017	\$0.15	Convert To Tiff	Convert To Tiff
10/24/2017	\$0.05	OCR	OCR
10/26/2017	\$0.99	Convert To Tiff	Convert To Tiff
10/26/2017	\$0.33	OCR	OCR
11/8/2017	\$86.00	Filing & Misc. Fees	AMEX-32008 - 10/06/17 - CCALL REFUNDED
12/6/2017	\$841.14	Computer Research	MNN - COURTLINK - OCT. 2017
12/11/2017	\$0.80	Reproduction costs Print	Printing
12/11/2017	\$0.60	Reproduction costs Print	Printing
12/12/2017	\$1,094.80	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201711062863201; Computer Research November 2017 charges; Cases to be charged: 16316-0, 16313-2, 05090-0, 10101-0, 00025-0
12/13/2017	\$917.01	Computer Research	MNN - COURTLINK - NOV. 2017
12/15/2017	\$86.00	Telephone	MICHELLE DRAKE; Invoice # November 2017 exp; courtcall fee for CMC
1/3/2018	\$0.30	COLOR PRINTS	Color Printing
1/3/2018	\$0.30	COLOR PRINTS	Color Printing
1/3/2018	\$0.20	Reproduction costs Print	Printing
1/3/2018	\$0.10	Reproduction costs Print	Printing
1/3/2018	\$0.60	Reproduction costs Print	Printing
1/3/2018	\$0.10	Reproduction costs Print	Printing
1/3/2018	\$0.20	Reproduction costs Print	Printing
1/3/2018	\$0.20	Reproduction costs Print	Printing

1/4/2018	\$0.30	COLOR PRINTS	Color Printing
1/4/2018	\$0.10	Reproduction costs Print	Printing
1/10/2018	\$0.10	Reproduction costs Print	Printing
1/15/2018	\$12.50	Computer Research	COURTLINK - INVOICE# EA-742192
1/15/2018	\$898.41	Computer Research	MNN - COURTLINK - DEC. 2017
1/16/2018	\$0.90	Reproduction costs Print	Printing
1/23/2018	\$84.00	COLOR PRINTS	Color Printing
1/25/2018	\$86.70	COLOR PRINTS	Color Printing
1/26/2018	\$0.40	Reproduction costs Print	Printing
1/30/2018	\$3.60	COLOR PRINTS	Color Copies
1/30/2018	\$10.80	COLOR PRINTS	Color Copies
1/30/2018	\$18.90	Reproduction costs	Copies
1/30/2018	\$18.30	Reproduction costs	Copies
1/30/2018	\$3.90	Reproduction costs	Copies
1/30/2018	\$15.75	Reproduction costs	Copies
1/30/2018	\$0.10	Reproduction costs Print	Printing
1/31/2018	\$0.60	COLOR PRINTS	Color Printing
1/31/2018	\$2.10	Reproduction costs	Copies
1/31/2018	\$1.35	Reproduction costs	Copies
1/31/2018	\$17.40	Reproduction costs	Copies
1/31/2018	\$0.20	Reproduction costs Print	Printing
1/31/2018	\$0.50	Reproduction costs Print	Printing
2/6/2018	\$1.20	COLOR PRINTS	Color Printing
2/6/2018	\$2.40	Reproduction costs Print	Printing
2/13/2018	\$28.52	Computer Research	COURTLINK - INVOICE#EA-746083 - JAN.2018
2/13/2018	\$516.40	Computer Research	MNN - COURTLINK - JAN.2018
2/13/2018	\$7.53	Postage	MNN - POSTAGE - 12/02/2017 - 02/08/2018
2/15/2018	\$1.20	COLOR PRINTS	Color Printing
2/15/2018	\$1.20	COLOR PRINTS	Color Printing
3/9/2018	\$0.60	COLOR PRINTS	Color Printing
3/9/2018	\$0.30	COLOR PRINTS	Color Printing
3/12/2018	\$437.60	Computer Research	COURTLINK - MNN - FEB.2018
3/12/2018	\$2.40	Reproduction costs Print	Printing
3/14/2018	\$1.90	Reproduction costs Print	Printing
3/15/2018	\$0.30	COLOR PRINTS	Color Printing
3/21/2018	\$0.60	COLOR PRINTS	Color Printing
3/21/2018	\$0.10	Reproduction costs Print	Printing

3/21/2018	\$0.10	Reproduction costs Print	Printing
3/22/2018	\$0.10	Reproduction costs Print	Printing
3/22/2018	\$0.10	Reproduction costs Print	Printing
3/22/2018	\$200.00	Filing & Misc. Fees	U.S. SUPREME COURT; Invoice # chk 220 JHashmall; Filing & Misc. Fees 16313-2 3-9-18 check no. 220 to Supreme Court for J. Hashmall admission
3/26/2018	\$0.30	COLOR PRINTS	Color Printing
3/26/2018	\$0.40	Reproduction costs Print	Printing
4/4/2018	\$0.10	Reproduction costs Print	Printing
4/5/2018	\$7.85	Postage	MNN - POSTAGE 02/08/18 - 04/03/18
4/6/2018	\$48.20	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201803062863201; Computer Research March 2018 16313-2; 10101-0
4/10/2018	\$16.25	Computer Research	COURTLINK - INVOICE#EA-754321 - MARCH2018
4/10/2018	\$469.72	Computer Research	COURTLINK - MNN - MARCH 2018
4/12/2018	\$690.97	Outside Contractor	Byron S. Adams; Invoice # 033811; Outside Contractor 16313-2 mass mailing - approved by EMD
4/30/2018	\$21.11	Delivery & freight	FEDEX INVOICE# 6-139-47225 - 03/27/2018 - RECIPIENT: BYRON'S ADAMS
5/2/2018	\$9.25	Telephone	LOOP UP - FEB. 2018
5/17/2018	\$14.04	Computer Research	COURTLINK - INVOICE# EA-758333
5/17/2018	\$509.38	Computer Research	MNN - COURTLINK - APRIL 2018
6/6/2018	\$48.00	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201805062863201; Computer Research May 2018 16313-2 \$48; 10101-0 \$200; 00025-0 \$300
6/15/2018	\$24.18	Computer Research	COURTLINK - INVOICE# EA-762514 - MAY2018
6/15/2018	\$477.08	Computer Research	MNN - COURTLINK - MAY 2018
7/6/2018	\$0.13	Telephone	LOOP-UP - APRIL- MAY 2018
7/18/2018	\$14.25	Computer Research	COURTLINK - INVOICE# EA-766636 - JUNE2018
7/18/2018	\$623.06	Computer Research	MNN - COURTLINK - JUNE 2018
8/15/2018	\$0.68	Postage	MNN - POSTAGE - 06/03/18 - 08/03/18
8/16/2018	\$24.91	Computer Research	COURTLINK - INVOICE# EA770792
8/16/2018	\$690.12	Computer Research	MNN - COURTLINK - JULY 2018
8/21/2018	\$0.30	Reproduction costs	Copies
8/21/2018	\$0.20	Reproduction costs Scans	Scanning
8/30/2018	\$4.50	Reproduction costs Print	Printing
8/30/2018	\$0.30	Reproduction costs Print	Printing

8/30/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.30	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$1.20	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.60	COLOR PRINTS	Color Printing
8/31/2018	\$0.20	Reproduction costs Print	Printing
8/31/2018	\$0.10	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$15.00	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$50.40	Reproduction costs Print	Printing
8/31/2018	\$0.20	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing

8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.10	Reproduction costs Print	Printing
8/31/2018	\$0.10	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
8/31/2018	\$0.10	Reproduction costs Print	Printing
8/31/2018	\$0.30	Reproduction costs Print	Printing
9/4/2018	\$0.30	Reproduction costs Print	Printing
9/4/2018	\$1.20	Reproduction costs Print	Printing
9/4/2018	\$3.70	Reproduction costs Print	Printing
9/5/2018	\$0.20	Reproduction costs Print	Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$2.10	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$0.30	COLOR PRINTS	Color Printing
9/11/2018	\$0.60	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$0.90	COLOR PRINTS	Color Printing
9/11/2018	\$0.60	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$1.20	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$0.30	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$1.50	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$1.50	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$2.70	COLOR PRINTS	Color Printing

9/11/2018	\$2.70	COLOR PRINTS	Color Printing
9/11/2018	\$1.50	COLOR PRINTS	Color Printing
9/11/2018	\$1.80	COLOR PRINTS	Color Printing
9/11/2018	\$0.60	COLOR PRINTS	Color Printing
9/11/2018	\$0.50	Reproduction costs Print	Printing
9/11/2018	\$0.40	Reproduction costs Print	Printing
9/11/2018	\$0.30	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.50	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.50	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.20	Reproduction costs Print	Printing
9/11/2018	\$0.20	Reproduction costs Print	Printing
9/11/2018	\$0.10	Reproduction costs Print	Printing
9/11/2018	\$0.40	Reproduction costs Print	Printing
9/12/2018	\$31.55	Computer Research	COURTLINK - INVOICE# EA-776108 - AUG.2018
9/13/2018	\$3.60	COLOR PRINTS	Color Printing
9/13/2018	\$666.84	Travel	MNN COURTLINK - AUG. 2018
9/13/2018	\$0.10	Reproduction costs Print	Printing
9/13/2018	\$1.00	Reproduction costs Print	Printing
9/13/2018	\$0.40	Reproduction costs Print	Printing
9/13/2018	\$1.50	Reproduction costs Print	Printing
9/13/2018	\$0.10	Reproduction costs Print	Printing
9/13/2018	\$0.40	Reproduction costs Print	Printing
9/13/2018	\$8.10	Reproduction costs Print	Printing
9/14/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$1.80	COLOR PRINTS	Color Printing
9/17/2018	\$0.30	COLOR PRINTS	Color Printing
9/17/2018	\$0.90	COLOR PRINTS	Color Printing
9/17/2018	\$2.40	COLOR PRINTS	Color Printing
9/17/2018	\$1.50	COLOR PRINTS	Color Printing
9/17/2018	\$1.20	COLOR PRINTS	Color Printing
9/17/2018	\$1.80	COLOR PRINTS	Color Printing
9/17/2018	\$2.10	COLOR PRINTS	Color Printing

9/17/2018	\$0.30	COLOR PRINTS	Color Printing
9/17/2018	\$2.40	COLOR PRINTS	Color Printing
9/17/2018	\$1.50	COLOR PRINTS	Color Printing
9/17/2018	\$0.30	COLOR PRINTS	Color Printing
9/17/2018	\$1.80	COLOR PRINTS	Color Printing
9/17/2018	\$4.70	Reproduction costs Print	Printing
9/17/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$0.30	Reproduction costs Print	Printing
9/17/2018	\$0.30	Reproduction costs Print	Printing
9/17/2018	\$2.70	Reproduction costs Print	Printing
9/17/2018	\$4.50	Reproduction costs Print	Printing
9/17/2018	\$0.20	Reproduction costs Print	Printing
9/17/2018	\$1.30	Reproduction costs Print	Printing
9/17/2018	\$0.20	Reproduction costs Print	Printing
9/17/2018	\$1.30	Reproduction costs Print	Printing
9/17/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$0.30	Reproduction costs Print	Printing
9/17/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$0.10	Reproduction costs Print	Printing
9/17/2018	\$0.30	Reproduction costs Print	Printing
9/25/2018	\$0.30	COLOR PRINTS	Color Copies
9/25/2018	\$0.06	Convert To Tiff	Convert To Tiff
9/25/2018	\$0.30	Reproduction costs	Copies
9/25/2018	\$0.02	OCR	OCR
9/26/2018	\$2.22	Convert To Tiff	Convert To Tiff
9/26/2018	\$0.74	OCR	OCR
9/27/2018	\$0.10	Reproduction costs Print	Printing
9/27/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$6.60	COLOR PRINTS	Color Printing
10/4/2018	\$0.90	COLOR PRINTS	Color Printing
10/4/2018	\$0.60	Reproduction costs	Copies
10/4/2018	\$151.80	Reproduction costs	Copies
10/4/2018	\$1.00	Reproduction costs Print	Printing
10/4/2018	\$0.90	Reproduction costs Print	Printing
10/4/2018	\$0.80	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing

10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$1.90	Reproduction costs Print	Printing
10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$1.10	Reproduction costs Print	Printing
10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$0.90	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.90	Reproduction costs Print	Printing
10/4/2018	\$0.70	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.90	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$1.60	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$3.30	Reproduction costs Print	Printing
10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.90	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$6.80	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$1.40	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing

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10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$1.30	Reproduction costs Print	Printing
10/4/2018	\$1.10	Reproduction costs Print	Printing
10/4/2018	\$5.50	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.70	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$1.40	Reproduction costs Print	Printing
10/4/2018	\$0.40	Reproduction costs Print	Printing
10/4/2018	\$0.10	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.20	Reproduction costs Print	Printing
10/4/2018	\$0.30	Reproduction costs Print	Printing
10/4/2018	\$0.60	Reproduction costs Print	Printing
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10/4/2018	\$0.20	Reproduction costs Print	Printing

10/4/2018	\$4.60	Reproduction costs Print	Printing
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10/4/2018	\$0.50	Reproduction costs Print	Printing
10/4/2018	\$1.30	Reproduction costs Print	Printing
10/5/2018	\$5.97	Postage	MNN POSTAGE - AUG. 4, 2018 - OCT. 5, 2018
10/11/2018	\$39.40	Computer Research	COURTLINK - SEPT. 2018
10/11/2018	\$751.54	Computer Research	MNN COURTLINK - SEPT. 2018
10/25/2018	\$532.75	Transcripts	LEXITAS; Invoice # 76958; Transcripts. Exhibits approved by EMD.
10/31/2018	\$0.20	Reproduction costs Print	Printing
10/31/2018	\$0.60	Reproduction costs Print	Printing
11/2/2018	\$116.20	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201810062863201; Computer Research. Online service.
11/27/2018	\$2.14	Telephone	LOOP-UP - OCT. 2018
11/27/2018	\$1.39	Telephone	LOOP-UP - OCT. 2018
11/27/2018	\$1.30	Reproduction costs Print	Printing
11/28/2018	\$0.68	Postage	MNN POSTAGE - 10/06/18 - 11/27/18
11/29/2018	\$0.20	Reproduction costs Print	Printing
11/29/2018	\$0.30	Reproduction costs Print	Printing
11/29/2018	\$0.20	Reproduction costs Print	Printing
11/29/2018	\$0.20	Reproduction costs Print	Printing
11/29/2018	\$0.30	Reproduction costs Print	Printing
11/29/2018	\$0.20	Reproduction costs Print	Printing
12/5/2018	\$27.09	Computer Research	COURTLINK - INVOICE# EA-784512 - OCT.2018
12/5/2018	\$689.16	Computer Research	MNN - COURTLINK - OCT. 2018
12/6/2018	\$142.80	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201811062863201; Computer Research. November service fees.
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12/6/2018	\$0.60	Reproduction costs Print	Printing
12/6/2018	\$0.60	Reproduction costs Print	Printing

1/11/2019	\$1,000.00	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201812062863201; Computer Research. Statutory Filing Fee.
2/6/2019	\$48.20	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201901062863201; Computer Research. Filing/Service charges
3/4/2019	\$4.96	Docusign	docusign
3/8/2019	\$229.00	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201902062863201; Computer Research. Document filings.
3/22/2019	\$0.40	Reproduction costs Print	Printing
4/2/2019	\$0.30	COLOR PRINTS	Color Printing
4/2/2019	\$0.10	Reproduction costs Print	Printing
4/3/2019	\$1.10	Reproduction costs Print	Printing
4/9/2019	\$17.50	Travel	MICHELLE DRAKE; Invoice # Feb 2019. Cases; Travel. Agent fee
4/15/2019	\$0.10	Reproduction costs Print	Printing
4/15/2019	\$0.10	Reproduction costs Print	Printing
5/3/2019	\$229.40	Filing & Misc. Fees	FILE & SERVEXPRESS LLC; Invoice # 201904062863201; Computer Research charges for April 2019.
5/6/2019	\$4.96	Docusign	docusign

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26 *Attorneys for Plaintiffs and Settlement Class Members*

27  
28  
**SUPERIOR COURT OF CALIFORNIA  
COUNTY OF SAN FRANCISCO  
COMPLEX DIVISION**

PETER LEE and LATONYA CAMPBELL,  
on behalf of themselves all others similarly  
situated,

Plaintiffs,

v.

THE HERTZ CORPORATION, DOLLAR  
THRIFTY AUTOMOTIVE GROUP, INC.,  
and DOES 1-20, inclusive,

Defendants.

Case No. CGC-15-547520

**DECLARATION OF JAHAN C. SAGAFI  
IN SUPPORT OF MOTION FOR  
ATTORNEYS' FEES AND COSTS**

**Hon. Mary E. Wiss**

1 I, JAHAN C. SAGAFI, declare as follows:

2 1. I am a partner at Outten & Golden LLP (“O&G”), attorneys for the plaintiffs and  
3 the settlement class. I make these statements based on personal knowledge and would so testify if  
4 called as a witness.

5 2. This Declaration is submitted in support of the Plaintiffs’ Motion for Attorneys’  
6 Fees and Costs.

7 3. I am a member in good standing of the bar of the State of California.

8 **Outten & Golden LLP**

9 4. **The firm.** O&G is an approximately 70 attorney firm with offices in San  
10 Francisco, New York, Chicago, and Washington, D.C., representing plaintiffs in a wide variety of  
11 employment matters, including individual and class action litigation involving wage and hour,  
12 discrimination, and harassment claims, as well as contract and severance negotiations. In  
13 addition to taking contingency fee matters, O&G maintains a substantial practice of hourly work  
14 for paying clients and often receives fee awards in the cases it handles, giving O&G a solid  
15 foundation of resources from which to take on class action matters such as this one.

16 5. **Outten & Golden’s experience advocating for workers’ rights.** O&G has  
17 represented plaintiffs in hundreds of class and collective actions asserting employment rights on  
18 behalf of workers in California and around the country. For example, recently, Judge Chhabria  
19 found that “Class Counsel have capably and effectively represented the Settlement Class  
20 Members’ interests,” and praised them for “their outstanding work on this case.” *Zamora v. Lyft,*  
21 *Inc.*, No. 16-cv-02558-VC, ECF No. 103 at 6 (N.D. Cal.). O&G has significant experience  
22 litigating and settling class actions vindicating the rights of workers with criminal records,  
23 including cases involving the Fair Credit Reporting Act (“FCRA”), and “bring[s] a wealth of  
24 [relevant] class action litigation experience[.]” *Houser v. Pritzker*, 28 F. Supp. 3d 222, 248  
25 (S.D.N.Y. 2014) (certifying Title VII class challenging defendants’ background check policies  
26 and practices), settlement approved, *Gonzalez v. Pritzker*, No. 10 Civ. 3105, 2016 WL 5395905  
27 (S.D.N.Y. Sept. 20, 2016) (\$15 million settlement and programmatic relief); *see also Long v.*  
28 *Southeastern Pennsylvania Transportation Authority*, 903 F.3d 312, 324 (3d Cir. 2018) (finding

1 plaintiffs “alleged sufficient concrete harm” under 15 U.S.C. § 1681b(b)(3)(A)(i) of the FCRA to  
2 “have standing to bring their claim that [defendant] did not provide them with the required copies  
3 of their consumer report”); *Kelly v. Brooklyn Events Center, LLC*, No. 17 Civ. 4600, Dkt. Order  
4 (E.D.N.Y. Oct. 2, 2018) (appointing O&G as class counsel when preliminarily approving FCRA  
5 and New York City Human Rights Law criminal history discrimination settlement); *Times v.*  
6 *Target Corp.*, No. 18 Civ. 2993, 2018 WL 3238821, at \*1 (S.D.N.Y. May 14, 2018) (appointing  
7 O&G as class counsel when preliminarily approving Title VII settlement class challenging  
8 defendants’ background check policies and practices); *Keels v. Geo Group, Inc.*, No. 15 Civ.  
9 6261, 2017 WL 4477000, at \*1 (E.D.N.Y. Oct. 1 2017) (appointing O&G as class counsel when  
10 preliminarily approving FCRA settlement, which was finally approved on Feb. 23, 2018); *Pickett*  
11 *v. SIMOS Insourcing Solutions, Corp.*, No. 17 Civ. 1013, 2017 WL 3444755 (N.D. Ill. Aug. 10,  
12 2017) (same as to final approval of FCRA settlement); *NAACP New York State Conference*  
13 *Metropolitan Council of Branches v. Philips Electronics North America Corporation*, Index No.  
14 156382/2015, Dkt. No. 242 (Sup. Ct. N.Y. Cnty. May 15, 2018) (finally approving defendant  
15 class settlement of New York City Human Rights Law criminal history discrimination claims).

16 6. O&G attorneys also “have . . . extensive experience and expertise in prosecuting”  
17 other employment cases, including “wage-and-hour class actions and collective actions.”  
18 *Galeener v. Source*, No. 13-cv-4960-VC, ECF No. 131 (N.D. Cal. Mar. 13, 2015) (Chhabria, J.)  
19 (\$10 million settlement); *see del Toro Lopez v. Uber Techs., Inc.*, No. 17-CV-06255-YGR, 2018  
20 WL 5982506, at \*4 (N.D. Cal. Nov. 14, 2018) (finding that O&G has “capably and effectively  
21 represented the Class Members’ interests”); *Lillehagen v. Alorica*, No. 13-cv-0092, ECF No. 262  
22 (C.D. Cal. May 31, 2016) (finding that O&G has “extensive experience and expertise in  
23 prosecuting wage-and-hour class actions and collective actions”); *Yuzary v. HSBC Bank USA,*  
24 *N.A.*, No. 12-cv-3693, 2013 WL 1832181, at \*4 (S.D.N.Y. Oct. 2, 2013) (appointing O&G as  
25 class counsel, finding that O&G attorneys “have substantial experience prosecuting and settling  
26 employment class actions, including wage and hour class actions[,] and are well-versed in wage  
27 and hour and class action law”); *Johnson v. Brennan*, No. 10-cv-4712, 2011 WL 1872405, at \*2  
28 (S.D.N.Y. May 17, 2011) (same); *accord Ballinger v. Advance Magazine Publishers, Inc.*, No.

1 13-cv-4036, 2014 WL 7495092, at \*7 (S.D.N.Y. Dec. 29, 2014) (appointing O&G as class  
2 counsel, explaining that “[b]ased on the firm’s performance before me in this and other cases and  
3 its work in the foregoing and other cases, I have no question that it will prosecute the interests of  
4 the class vigorously”); *Perez v. Allstate Ins. Co.*, No. 11-cv-1812, 2014 WL 4635745, at \*25  
5 (E.D.N.Y. Sept. 16, 2014) (appointing O&G as class counsel and noting that “O & G has the  
6 requisite experience in handling class actions . . . , are well versed in the applicable law, and have  
7 the resources necessary to represent the NYLL Class fairly and adequately”); *Capsolas v. Pasta*  
8 *Res., Inc.*, No. 10-cv-5595, 2012 WL 1656920, at \*2 (S.D.N.Y. May 9, 2012) (O&G attorneys  
9 “have years of experience prosecuting and settling wage and hour class actions, and are well-  
10 versed in wage and hour law and in class action law”); *Alli v. Boston Mkt. Corp.*, No. 10-cv-4,  
11 2011 WL 6156938, at \*2 (D. Conn. Dec. 9, 2011) (O&G counsel are “qualified and experienced  
12 in the issues raised in” wage and hour overtime litigation); *McMahon v. Olivier Cheng Catering*  
13 *& Events, LLC*, No. 08-cv-8713, 2010 WL 2399328 at \*6 (S.D.N.Y. Mar. 3, 2010) (O&G “are  
14 experienced employment lawyers with good reputations among the employment law bar . . . [and]  
15 have prosecuted and favorably settled many employment law class actions, including wage and  
16 hour class actions”); *Damassia v. Duane Reade, Inc.*, 250 F.R.D. 152, 158 (S.D.N.Y. 2008)  
17 (O&G lawyers have “an established record of competent and successful prosecution of large  
18 wage and hour class actions, and the attorneys working on the case are likewise competent and  
19 experienced in the area”).

20 7. Law360 listed Outten & Golden as one of a handful of firms in the employment  
21 law category of its nationwide “Practice Group of the Year” list for 2016, 2017, and 2018. O&G  
22 was one of the two plaintiffs’ firms nationwide so recognized in 2016 and 2018, and it was the  
23 only plaintiffs’ firm so recognized in 2017.

#### 24 **My Background and Experience**

25 8. **Education.** I graduated *magna cum laude* from Harvard College in 1994, where I  
26 concentrated in Social Studies. I graduated from Harvard Law School in 2001 and throughout my  
27 practice have specialized in class actions, with a focus on employment class actions.  
28

1           9.     **Clerkship.** For the first year after I graduated from law school, I clerked for the  
2 Honorable William W Schwarzer, Senior Judge of the United States District Court for the  
3 Northern District of California.

4           10.    **Lieff Cabraser.** Immediately thereafter, in 2002, I joined Lieff, Cabraser,  
5 Heimann & Bernstein, LLP, where I became a partner in January 2008. My practice consisted  
6 primarily of representing class members in employment class actions (including wage and hour,  
7 employment discrimination, and other employment-related disputes), as well as significant work  
8 representing plaintiffs in consumer class actions and appeals of consumer and product liability  
9 cases in the Ninth Circuit and other appellate courts.

10          11.    **Outten & Golden.** In fall 2013, I left Lieff Cabraser to help open O&G's San  
11 Francisco office. Here, my practice has consisted almost exclusively of representing workers in  
12 employment class actions (including wage and hour, employment discrimination, and other  
13 employment-related disputes).

14          12.    **Current employment cases.** Currently, I represent plaintiffs asserting  
15 employment claims in representative actions in California state court, California federal court,  
16 and other federal districts.

17               a.     Ongoing employment class actions in California state courts. Currently, I  
18 represent plaintiffs asserting employment-related claims in class actions in California state court:  
19 *Borrego v. Raley's Family of Fine Stores*, 34-2015-00177687 (Sacramento Co. Super. Ct.)  
20 (pregnancy discrimination); *Chen v. Morgan Stanley Smith Barney LLC*, 30-2014-00724866-CU-  
21 OE-CJC (Orange Co. Super. Ct.) (PAGA claims on behalf of Financial Advisors regarding  
22 reimbursement of business expenses); *Beilke v. Uber Technologies, Inc.*, No. CGC-17-560916  
23 (San Francisco Co. Super. Ct.) (claims by drivers for miscalculation of fees contractually owed).

24               b.     Ongoing wage and hour class actions in California federal courts. I also  
25 represent plaintiffs and proposed class members asserting wage and hour claims in several class  
26 and collective action cases in California federal courts, including: *Whitworth v. SolarCity Corp.*,  
27 No. 16-cv-1540-JSC (N.D. Cal.) (off-the-clock and meal break claims on behalf of installers);  
28

1 *Godhigh v Savers*, No. 16-cv-2874-WHO (N.D. Cal.) (misclassification claims on behalf of retail  
2 store assistant managers).

3 c. Ongoing discrimination class actions in California federal courts.

4 Currently, I represent plaintiffs and proposed class members asserting employment discrimination  
5 claims in several class and collective action cases in California federal courts, including: *del*  
6 *Toro Lopez v. Uber Technologies, Inc.*, No. 17-cv-06255-YGR (N.D. Cal.) (nationwide gender  
7 and race discrimination class action on behalf of software engineers); *Rabin v.*  
8 *PricewaterhouseCoopers LLP*, No. 16-cv-2276-JST (N.D. Cal.) (nationwide age discrimination  
9 class action on behalf of applicants for introductory accountant positions); *Onuoha v. Facebook,*  
10 *Inc.*, No. 16-cv-6440-EJD (N.D. Cal.) (discrimination claims on behalf of African American,  
11 Latino, and Asian American Facebook users excluded from employment, housing, and credit ads  
12 provided to similarly situated white users).

13 d. Ongoing employment class actions in other federal courts. I also represent  
14 plaintiffs and proposed class members asserting employment claims in several other federal class  
15 and collective action cases across the country, including: *Strauch v. Computer Sciences Corp.*,  
16 No. 14 Civ. 956 (D. Conn.) (unanimous jury verdict for plaintiffs on classwide basis, with  
17 willfulness finding, in December 2017) (technical support worker exemption misclassification  
18 claims); *Delnoce v. GlobalTranz Enterprises*, No. 17 Civ. 01278-MHB (D. Ariz.)  
19 (misclassification claims on behalf of sales representatives and freight brokers). *Strauch* is one of  
20 a handful of employment class actions that have been successfully tried to verdict.

21 13. **Past employment cases.** During my career, I have represented plaintiff classes  
22 and collectives in many employment class actions.

23 a. Past wage and hour class actions in California federal court. In the past, I  
24 have successfully represented plaintiff classes in other wage and hour class and/or collective  
25 actions in California federal court, including: *Godhigh v Savers*, No. 16-cv-2874-WHO (N.D.  
26 Cal.) (\$750,000 settlement for overtime misclassification claims of retail store assistant managers  
27 in 2018); *Wolf v. Permanente Medical Group, Inc.*, No. 17-cv-05345-VC (N.D. Cal.) (\$2,950,000  
28 settlement for off-the-clock claims of telephone service representatives in 2018); *Wolf v.*

1 *Permanente Medical Group, Inc.*, No. 17-cv-05345-VC (N.D. Cal.) (\$2,950,000 settlement for  
2 off-the-clock claims of telephone service representatives in 2018); *Zamora v. Lyft, Inc.*, No. 16-  
3 cv-02558-VC (N.D. Cal.) (\$1,950,000 settlement for claims of drivers asserting that Lyft used  
4 deceptive language in explaining how Prime Time Premiums would be paid to drivers; Lyft  
5 eliminated the challenged language during the litigation); *Walton v. AT&T Svcs., Inc.*, No. 15-cv-  
6 03653-VC (N.D. Cal.) (\$2,750,000 settlement for overtime misclassification claims of deliverers  
7 and designers of corporate trainings in 2018); *Armstrong v. Concentrix Corp.*, No. 16-cv-05363-  
8 WHO (N.D. Cal.) (\$320,000 settlement for off-the-clock claims of at-home customer service  
9 representatives in 2018); *Brown v. Permanente Medical Group, Inc.*, No. 16-cv-05272-VC (N.D.  
10 Cal.) (\$6,255,000 settlement for off-the-clock claims of advice nurses in 2017); *Zajonc v. Morgan*  
11 *Stanley & Co. LLC*, No. 14 Civ. 5563 (N.D. Cal.) (\$5,995,000 settlement as part of multi-case  
12 settlement) (Final Analyst trainee off-the-clock wage and hour claims); *Zaborowski v. MHN*  
13 *Gov't Servs.*, No. 12 Civ. 5102 (N.D. Cal.) (FLSA conditional collective action certification  
14 granted; arbitration motion defeated and affirmed on appeal, 601 F. App'x 461 (9th Cir. 2014);  
15 settled on nationwide class basis for over \$12.7 million) (military base counselor independent  
16 contractor misclassification claims); *Buccellato v. AT&T, Inc.*, No. 10 Civ. 463 LHK (N.D. Cal.)  
17 (\$12.5 million settlement of overtime misclassification claims for technical support workers in  
18 2011); *Lewis v. Wells Fargo & Co.*, No. 08 Civ. 2670 CW (N.D. Cal.) (\$6.72 million settlement  
19 for overtime misclassification claims for technical support workers in 2011); *Higazi v. Cadence*  
20 *Design Systems, Inc.*, No. 07 Civ. 2813 JW (N.D. Cal.) (\$7.7 million settlement overtime  
21 misclassification claims for technical support workers in 2008); *Adams v. Inter-Con Security*  
22 *Services, Inc.*, No. 06 Civ. 5428 MHP (N.D. Cal.) (\$4 million settlement of wage and hour off-  
23 the-clock work class and collective action on behalf of security officers in 2008); *Rosenburg v.*  
24 *Int'l Bus. Machines Corp.*, No. 06 Civ. 430 SBA (N.D. Cal.) (\$65 million settlement in 2007 for  
25 overtime misclassification claims for technical support workers); *Gerlach v. Wells Fargo & Co.*,  
26 No. 05 Civ. 585 CW (N.D. Cal.) (\$12.8 million settlement in 2007 for overtime misclassification  
27 claims for business systems consultants); *Lillehagen v. Alorica, Inc.*, No. 13 Civ. 92 (C.D. Cal.)  
28 (nationwide class action settlement) (call center worker off-the-clock claims); *Giannetto v. CSC*

1 Corp., No. 03 Civ. 8201 (C.D. Cal.) (\$24.0 million settlement in 2005 for overtime  
2 misclassification claims).

3 b. Past discrimination class actions in California federal court. In the past, I  
4 have represented plaintiff classes in employment discrimination class actions in California federal  
5 court, including: *Wynne v. McCormick & Schmick's Seafood Restaurants, Inc.*, No. 06 Civ. 3153  
6 CW (N.D. Cal.) (\$2.1 million settlement of race discrimination class action in 2008); *Gonzalez v.*  
7 *Abercrombie & Fitch Stores, Inc.*, Case No. 03 Civ. 2817 SI (N.D. Cal.) (\$50 million settlement  
8 of race and gender discrimination class action in 2005).

9 c. Past wage and hour cases in other courts. I have also successfully  
10 represented plaintiff classes in other wage and hour class and/or collective actions in other federal  
11 and state courts, including: *Bush v. GlobalTranz Enterprises, Inc.*, No. 15-cv-0536-DJH (D.  
12 Ariz.) (\$640,000 settlement for inside salespeople's misclassification claims); *Sherrill v. Premera*  
13 *Blue Cross*, No. 10 Civ. 590 (W.D. Wash.) (\$1.45 million settlement in 2011 for 133 class  
14 members in overtime misclassification case); *Danieli v. Int'l Bus. Machines Corp.*, No. 08 Civ.  
15 3688 (S.D.N.Y.) (\$7.5 million settlement of overtime misclassification claims in 2010); *In re*  
16 *Farmers Ins. Group Claims Reps. Overtime Litigation*, MDL Docket No. 1439 (D. Or.) (\$8  
17 million settlement of overtime misclassification class and collective action on behalf of insurance  
18 claims adjusters in 2010); *Barnett v. Wal-Mart*, No. 01-2-24553-8 (King Cty. Sup. Ct.) (\$35  
19 million settlement of wage and hour off-the-clock class action in 2009).

20 14. **Appellate work.** In addition, I have represented plaintiffs in various appeals.

21 a. Representation of plaintiffs. I have represented plaintiffs at oral argument  
22 in *Marsh v. J. Alexander's LLC*, No. 15-15791 (9th Cir. en banc 2018) (validity of DOL's 20%  
23 rule from Field Operations Handbook, interpreting 29 C.F.R. § 531.56e (dual jobs regulation));  
24 *Guess?, Inc. v. Russell*, No. 15-56870 (9th Cir. 2017) (delegation of class arbitrability to the  
25 arbitrator); *Zaborowski v. MHN Government Services, Inc.*, No. 13-15671 (9th Cir. 2014)  
26 (unconscionability analysis of arbitration clause); *Taragan v. Nissan North America, Inc.*, No. 11-  
27 15664 (9th Cir. 2012) (consumer deception regarding defective automobile design); *Degelmann*  
28 *v. Advanced Medical Optics Inc.*, No. 10-15222 (9th Cir. 2011-12) (medical device preemption);

1 *Integon Corp. v. Gordon*, No. 1D05-3187 (Fla. 1st DCA 2007) (class certification of consumer  
2 claims asserting insurance pricing deception).

3 b. Amicus briefing. I have also volunteered to write amicus briefs in the  
4 Ninth Circuit and other appellate courts, including:

- 5 • *HomeAway.com v. City of Santa Monica*, No. 18-55367 (9th Cir. 2018) (limitations on  
6 Communications Decency Act immunity)
- 7 • *New Prime, Inc. v. Oliveira*, No. 17-340 (S. Ct. 2018) (limitations on applicability of  
8 FAA to employment cases)
- 9 • *Mohamed v. Uber Technologies, Inc.*, No. 15-16178, 15-16181, 15-16250 (9th Cir.  
10 2016) (challenging unconscionability and unfairness in arbitration agreement)
- 11 • *Meyer v. Kalanick*, No. 16-2750 (2d Cir. 2016) (internet contract formation)
- 12 • *Williams v. Superior Court*, No. S227228 (Cal. S.Ct. 2015) (plaintiffs' right to  
13 classwide discovery in PAGA representative action)
- 14 • *Braun v. Wal-Mart Stores, Inc.*, No. 32 EAP 2012 (Pa. S. Ct. 2013) (plaintiffs' class  
15 action trial victory upheld by Pennsylvania's highest court)
- 16 • *Mazza v. American Honda Motor Co.*, No. 09-55376 (9th Cir. 2012) (consumer class  
17 action choice-of-law issues)
- 18 • *Duran v. U.S. Bank National Ass'n.*, No. S200923 (Cal. S.Ct. 2012) (use of  
19 representative testimony to prove workers' wage and hour claims)
- 20 • *DeLodder v. Aerotek, Inc.*, No. 10-56755 (9th Cir. 2011) (Rule 23 class certification of  
21 overtime misclassification case)
- 22 • *Russell v. Wells Fargo & Co.*, No. 07-cv-03993 (N.D. Cal. 2009) (limitations on  
23 fluctuating workweek method of calculating damages in overtime misclassification  
24 cases)
- 25 • *Gutierrez v. Johnson & Johnson*, No. 07-8025 (3rd Cir. 2007) (employment  
26 discrimination class action)
- 27 • *Ledbetter v. The Goodyear Tire & Rubber Co.*, No. 05-1074 (U.S. S. Ct. 2006)  
28 (employment discrimination)
- *Dukes v. Wal-Mart Stores, Inc.*, Nos. 04-16688 & 04-16720 (9th Cir. 2005)  
(employment discrimination class action)

15. **Community involvement.** In addition to being an active litigator, I have been  
involved in many educational and legal groups, including:

- Alliance for Justice ("AFJ"): Board of Directors (2014-present)
- American Constitution Society ("ACS") Bay Area Lawyer Chapter: Chair of the  
Executive Board (2009-11) and member of the Advisory Board (2014-present)
- Public Advocates, Inc. (Board of Governors, 2012-15)
- the American Civil Liberties Union ("ACLU") of Northern California: Board of  
Directors (2006-11), Chair of the Legal Committee (2010-11), Vice Chair of the  
Board (2010-11), and member of the Board's Executive Committee (2009-11)
- the American Bar Association ("ABA"): Labor & Employment Law ("LEL") Section
- the State Bar of California: Litigation Section Executive Committee (2006-07),  
CACI Civil Jury Instructions committee (2004-07), and Administrative of Justice  
Committee (2004-07)

- the Bar Association of San Francisco (“BASF”) Judicial Evaluations Committee member (2013-15) and volunteer attorney fee dispute arbitrator (2009-15)
- the National Employment Lawyers Association (“NELA”): frequent speaker
- the American Association for Justice (“AAJ”): Co-Chair of the Wage and Hour Litigation Group (2016-present) and frequent speaker
- the Consumer Attorneys of California (“CAOC”)

16. **Articles, speeches, and presentations.** I regularly write articles and give speeches and presentations at conferences, primarily on employment law and representative action issues.

17. **Awards.** I have also received various awards, including the following:

- Top 100 lawyers in all fields in Northern California (*Super Lawyers*) (2015-19)
- Top 75 Labor & Employment Lawyers in California (*The Daily Journal*) (2015-18)
- 500 Leading Plaintiff Employment Lawyers in the United States (*Lawdragon*) (2018-19)
- California “Super Lawyer” (*Super Lawyers*) (2014-19)
- Northern California “Rising Star” (*Super Lawyers*) (2009-11)
- “Top 20 California Lawyers Under 40” (*The Daily Journal*) (2011)
- Community Justice Award (Centro Legal de la Raza) (2008) (for my work on behalf of the class in the *Gonzalez v. Abercrombie & Fitch Stores, Inc.* race and gender discrimination class action, described above)

**My colleague Relic Sun**

18. Relic Sun is the associate who has worked primarily with me on this matter. She graduated *cum laude* from the New York University School of Law in 2013 as a Root-Tilden-Kern Public Interest Scholar and clerked for the Honorable Lisa Margaret Smith of the United States District Court, Southern District of New York. She joined O&G’s San Francisco office in 2015, where she litigates employment matters on behalf of plaintiffs. In addition to this case, Ms. Sun has worked on other employment and civil rights class action cases, including *Perez v. Wells Fargo Bank, N.A.*, 17 Civ. 454 (N.D. Cal.); *Mobley v. Facebook*, No. 16 Civ. 6440 (N.D. Cal.); *Ellis v. Costco Wholesale Corp.*, No. 4 Civ. 3341 (N.D. Cal.); *Walton, v. AT&T, Services, Inc.*, No. 15 Civ. 3653 (N.D. Cal.); *Ivery v. RMH Franchise Corp.*, 17 Civ. 1619 (N.D. Ill.); *Castillo v. Noodles & Co.*, No. 16 Civ. 3036 (N.D. Ill.); *Borrego v. Raley’s Family of Fine Stores*, 34-2015-00177687 (Sacramento Co. Super. Ct.); *Chen v. Morgan Stanley Smith Barney LLC*, 30-2014-00724866-CU-OE-CJC (Orange Co. Super. Ct.); *Gupta v. Authentic Entertainment*, BC598803

(Cal. Sup. Ct. L.A. Cnty.); *Gupta v. MGM HD Prods.*, BC80436 (Cal. Sup. Ct. L.A. Cnty.). She is admitted to practice in California and New York.

### **The Litigation**

19. This litigation was first filed in federal court in June 2015. Throughout the almost four years of investigation and litigation, O&G has spent substantial time investigating the claims at issue and developing the theory of the case, drafting multiple complaints, drafting and responding to discovery requests, engaging in motion practice including opposing motions to dismiss in both federal court and before this Court, and preparing for case management conferences and court hearings—among other litigation tasks.

### **The Named Plaintiffs**

20. The two individual named plaintiffs Peter Lee and Latonya Campbell have provided substantial value to the class to justify their requested service awards. Throughout the litigation, both Mr. Lee and Ms. Campbell have maintained a close and productive relationship with Class Counsel. Both have been in regular contact with Class Counsel to guide the litigation, provide information, ask questions, and remain committed for the benefit of the Class Members. Overall, both Mr. Lee and Ms. Campbell have devoted significant time and effort to prosecuting the case, including assisting counsel with investigating the claims at issue, responding to written discovery, and reviewing and approving the Settlement Agreement. They stayed abreast of the proceedings throughout the litigation and participated in countless discussions with Class Counsel in person, by phone, and over email. Furthermore, as a result of being publicly associated with the case, both Plaintiffs now face potential retaliation by future employers. For example, Google searches of their names and “Hertz” result in multiple links to stories and documents from this litigation. Based on my experience, fear of the publicity resulting from serving as a class representative is far and away the primary reason people whose rights have been violated decide not to sue an employer, thus leaving class members with no effective remedy for violations of their rights.

1                   **Risks of Representation and Resources Expended**

2           21.     This matter has required O&G to expend substantial time that could have been  
3 spent on other fee-generating matters. We took this matter on a pure contingency basis,  
4 expending this effort without any guarantee of recovery. At various times, the litigation has  
5 consumed a significant percentage of my time, my attorney colleagues' time, and my staff's time.

6           22.     Because we often decline to represent workers with valid legal claims – who might  
7 pay hourly or retain us on a contingency basis – there is a significant opportunity cost to each  
8 class action we pursue. O&G undertook representation of Plaintiffs in this action without any  
9 assurance of payment for its services, litigating the case on a wholly contingent basis in the face  
10 of significant risk. Class cases of this type are, by their very nature, complicated and time-  
11 consuming. Any lawyer undertaking representation of large numbers of affected employees in  
12 class actions inevitably must be prepared to make a tremendous investment of time, energy, and  
13 resources. Sometimes these cases result in a recovery for the class, and sometimes they do not, in  
14 which case we are paid nothing for our time and costs incurred.

15           23.     For example, we have invested millions of dollars of time and hundreds of  
16 thousands of dollars of expenses with no reimbursement in many cases without being  
17 compensated for our time or out-of-pocket costs. *See, e.g., Scott v. Chipotle Mexican Grill, Inc.*,  
18 No. 12 Civ. 8333, 2017 WL 1287512 (S.D.N.Y. Mar. 29, 2017) (overtime misclassification  
19 claims on behalf of restaurant assistant managers); *Benedict v. Hewlett-Packard Co.*, No. 13-cv-  
20 119-BLF (N.D. Cal.) (overtime misclassification claims on behalf of technical support workers);  
21 *Winans v. Starbucks Corp.*, 796 F. Supp. 2d 515 (S.D.N.Y. 2011) (tip pool violation claims on  
22 behalf of baristas); *Pippins v. KPMG LLP*, No. 11 Civ. 377, 2012 WL 6968332 (S.D.N.Y. Nov.  
23 30, 2012) (overtime misclassification claims on behalf of auditors).

24                   **The Value of the Time and Costs Invested by Outten & Golden**

25           24.     As of today, my firm has expended 832.9 hours on this matter, with work still  
26 continuing. The firm's total lodestar amounts to \$349,296.50. Attached hereto as **Exhibit 1** is a  
27 true and correct chart of the hours, billing rate, and lodestar for each biller's work on this matter  
28 through today's date.

1           25.     O&G ordinarily and regularly bills clients on an hourly fee basis, based on each  
2 attorney's standard hourly rate. O&G's rates range from \$500 to \$1,250 per partner's hour, \$550  
3 to \$900 per counsel's hour, \$315 to \$575 per associate's hour, \$250 per law clerk's hour, and  
4 \$270 to \$290 per paralegal's hour. My current hourly rate is \$900 per hour. The firm's clients  
5 regularly accept and pay O&G's hourly rates.

6           26.     These rates are my firm's current billing rates and are supported by the extensive  
7 and specialized experience in these types of cases and recognized expertise described. Our rate  
8 structure has been approved by other courts and has been paid to our firm by hourly-paying  
9 clients.

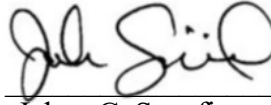
10          27.     I have personal knowledge of the hourly rates charged by other attorneys with  
11 comparable experience as well as to the attorneys within the firm who worked on this matter.  
12 Based on that information, I believe that these rates are fully consistent with, if not lower than,  
13 the market rate in San Francisco for attorneys with comparable expertise, experience and  
14 qualifications, and that they are comparable to rates of attorneys specializing in complex litigation  
15 around the country. Based on the information I have, I believe that the rates charged by O&G for  
16 its partner and non-partner attorney time are reasonable and appropriate fees for those with  
17 comparable expertise, experience, and qualifications.

18           **Out-Of-Pocket Costs Incurred by Outten & Golden**

19          28.     O&G maintains all records regarding litigation expenses incurred on each case. I  
20 have reviewed the records of litigation expenses incurred in this matter. According to our  
21 records, our firm has incurred approximately \$11,703.94 in costs as of today. This amount  
22 includes costs attributable to telephonic conferences, copies, travel, and expenses associated with  
23 the preparation, research, and filing of the papers in this matter. Attached hereto as **Exhibit 2** is a  
24 true and correct summary of the litigation expenses incurred by O&G in this matter. O&G has  
25 not received any reimbursement for any of the monies expended to cover costs incurred.

26                   \*   \*   \*

1 I declare, under penalty of perjury, under the laws of the State of California that the  
2 foregoing is true and correct. Executed this 28th day of June, 2019, at San Francisco, California.

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6 Jahan C. Sagafi  
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# **Exhibit 1**

**Lee v. The Hertz Corp. , Case No. CGC-15-547520 (MEW)**  
**Outten Golden LLP - Fees Summary Chart**

<b>Name</b>	<b>Initials</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Jahan C. Sagafi	JCS	83.80	\$900.00	\$75,420.00
Ossai Miazad	OM	2.20	\$800.00	\$1,760.00
Daniel Stromberg	DXS	2.90	\$700.00	\$2,030.00
Marco A. Lopez	MAL	3.90	\$425.00	\$1,657.50
Adam L. Koshkin	ALK	4.40	\$315.00	\$1,386.00
Christopher M. McNerney	CMM	13.00	\$450.00	\$5,850.00
Julia X. Rabinovich	JXR	2.60	\$425.00	\$1,105.00
Katrina L. Eiland	KLE	212.60	\$475.00	\$100,985.00
Relic Sun	RSX	167.10	\$425.00	\$71,017.50
Additional Attorneys	--	1.9	n/a	\$782.50
<b>Attorney Total</b>		<b>494.40</b>		<b>\$261,993.50</b>
Andrew Amoranto	AXA	118	\$260.00	\$30,680.00
Ashley N. Campbell	ANC	52.1	\$260.00	\$13,546.00
Mei Xuan	MXX	45.8	\$260.00	\$11,908.00
Michelle Fujii	MXF	7.1	\$270.00	\$1,917.00
Natalie Yu	NYX	12.2	\$260.00	\$3,172.00
Season Hurst	SH	8.8	\$260.00	\$2,288.00
SF Law Clerk	SFLC	82	\$250.00	\$20,500.00
Simone S. Etwaru	SSE	2.5	\$260.00	\$650.00
Stephanie Brooks	SB	2	\$260.00	\$520.00
Additional Support Staff	--	8.0	n/a	\$2,122.00
<b>Support Staff Total</b>		<b>338.5</b>		<b>\$87,303.00</b>
<b>TOTAL</b>		<b>832.9</b>		<b>\$349,296.50</b>

# **Exhibit 2**

***Lee v. The Hertz Corp. , Case No. CGC-15-547520 (MEW)***  
**Outten Golden LLP - Costs Summary Chart**

<b>Row Labels</b>	<b>Sum of Amount</b>
Cab	\$281.98
Conference calls	\$19.73
Court reporter fees	\$162.50
CourtCall fees	\$430.00
eDiscovery software fees	\$88.11
Filing and process service fees	\$5,323.43
Mail and postage fees	\$982.21
Marketing/Website	\$1,397.84
Mileage	\$56.16
Pacer research	\$101.70
Parking	\$73.14
Print/Scan/Copy Recovery	\$1,198.35
Thomson West	\$1,527.12
Working lunch	\$61.67
<b>Grand Total</b>	<b>\$11,703.94</b>

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7 Keith Wurster (SBN 198918)  
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18 *Attorneys for Plaintiffs and Proposed Class Members*

19 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
20 **COUNTY OF SAN FRANCISCO**  
21 **UNLIMITED CIVIL JURISDICTION**  
**COMPLEX DIVISION**

22 PETER LEE, and LATONYA  
CAMPBELL,  
23  
24 Plaintiffs,  
v.  
25 THE HERTZ CORPORATION,  
DOLLAR THRIFTY AUTOMOTIVE  
26 GROUP, INC.,  
27 Defendants.

Case No. CGC-15-547520

**DECLARATION OF ELISA DELLA-  
PIANA IN SUPPORT OF MOTION FOR  
ATTORNEYS' FEES, COSTS, CLASS  
REPRESENTATIVE AWARDS**

Hearing Date: August 16, 2019  
Time: 1:30 PM  
Location: Dept. 613  
Judge: Hon. Teri L. Jackson

1 I, Elisa Della-Piana, declare:

- 2 1. I am an attorney duly admitted to practice in the State of California, and I am the Legal  
3 Director of the Lawyers' Committee for Civil Rights of the San Francisco Bay Area  
4 ("Lawyers' Committee"), a non-profit legal organization. Lawyers' Committee, along with  
5 Outten & Golden and Berger & Montague, are attorneys for plaintiffs in the present action. I  
6 have reviewed Lawyers' Committee's files and records and have personal knowledge of  
7 each and all facts contained herein and, if called as a witness, I could and would testify  
8 competently thereto under oath.
- 9 2. Lawyers' Committee is a non-profit, San Francisco-based legal organization founded in  
10 1968, and works to advance, protect and promote the legal rights of communities of color,  
11 and low-income persons, immigrants, and refugees. Assisted by hundreds of pro bono  
12 attorneys, Lawyers' Committee provides free legal assistance and representation to  
13 individuals on civil legal matters through direct services, impact litigation and policy  
14 advocacy.
- 15 3. Lawyers' Committee founded the Second Chance Legal Clinic in 2011 to provide free legal  
16 services to people with prior arrests or convictions to limit barriers to their employment, and  
17 to use impact litigation to challenge the systemic barriers that prevent people from achieving  
18 true reintegration. When a client of the Second Chance Legal Clinic had a job offer  
19 rescinded by Hertz because he was on misdemeanor probation, Lawyers' Committee began  
20 an investigation into Hertz's illegal practices and reached out to law firms who could best  
21 help litigate this case.

1 **Attorney Time Spent on the Case**

2 The attorneys and staff on this matter with Lawyers' Committee recorded time in  
3 this matter as they would in the normal course of business. Prior to making this declaration, I  
4 reviewed the time records in the instant matter for all work related to this case from February 2015  
5 to present. I omitted time records that were duplicative, and minor entries during the time period  
6 after July 2016, when Outten & Golden and Berger & Montague performed the core work of the  
7 case.

8 Lawyers' Committee seeks fees for 41.5 hours of work performed by the four Lawyers'  
9 Committee staff members (Keith Wurster, Meredith Desautels, Alexandra Santa Ana, and Stephanie  
10 Funt) between February 2015 to July 2016. The total value of Lawyers' Committee's fees for the  
11 41.5 hours of work is \$15,915, calculated using the rates set by Lawyers' Committee for the work  
12 performed by its attorneys.

13 **Attorney Experience and Summary of Work**

14 **Keith L. Wurster** is a 1998 graduate of the University of Southern California  
15 Gould School of Law with nearly twenty years of litigation experience. He became a  
16 member of the California State Bar in 1998. He joined Lawyers' Committee in August of 2015 as a  
17 Senior Litigation Attorney and the Director of Pro Bono and Strategic Partnerships. Prior to  
18 joining Lawyers' Committee, he was with Baker & McKenzie from 2000-2015 where he practiced  
19 complex commercial litigation before various arbitral bodies as well as in state and federal trial  
20 and appellate courts. Prior to that time, he worked at Ropers, Majeski, Kohn & Bentley, as a  
21 litigation associate practicing insurance defense litigation. His 2015 and 2016 hourly rate was \$650.  
22 We are seeking fees for 9.1 hours of Mr. Wurster's time.

23 **Meredith Desautels** is a 2008 graduate of the University of California, Berkeley School of  
24 Law. She became a member of the California State Bar in 2008, and served as a law clerk to the  
25 Honorable John T. Noonan on the U.S. Court of Appeals for the Ninth Circuit, as well as a re-entry  
26 attorney at the East Bay Community Law Center. Ms. Desautels won a Skadden Foundation  
27 fellowship to create the Second Chance Legal Clinic at Lawyers' Committee in 2011. She built  
28

1 expertise in re-entry legal services, and won the Rosenberg Foundation California Leading Edge  
2 Fellowship in 2016.

3 We are seeking fees for 4.8 hours of Ms. Desautels' time. Ms. Desautels' hourly rate was  
4 \$450.

5 **Stephanie Funt** is a 2014 graduate of the Golden Gate University of Law. She was a fellow  
6 for the Lawyers' Committee for Civil Rights of the San Francisco Bay Area in 2015, where she  
7 worked extensively with clients of the Second Chance Legal Clinic, using legal tools to reduce  
8 barriers to their employment. She was also a law clerk at the San Francisco Public Defender's  
9 Office in 2013.

10 We are seeking fees for 18.8 hours of Ms. Funt's time. Ms. Funt's hourly rate was \$300.

11 **Alexandra Santa Ana** is a 2016 graduate of Harvard Law School. She was a summer law  
12 clerk and Ford Fellow for the Lawyers' Committee for Civil Rights of the San Francisco Bay Area  
13 Fellow in 2015, with a focus on serving low-income clients denied employment as a result of their  
14 criminal records.

15 We are seeking fees for 8.8 hours of Ms. Santa Ana's time. Ms. Santa Ana's hourly rate was  
16 \$250.

17 The total fees sought for Lawyers' Committee's work on this matter is \$15,915 for 41.5  
18 hours of attorney work on this matter. The rates set forth above are the rates set for the work  
19 performed by Lawyers' Committee for these attorneys. In my experience, these rates are  
20 comparable with those charged by other attorneys having similar skills, experience, and credentials  
21 in the San Francisco Bay Area.

22 The fee breakdown is as follows:

23

<b>Timekeeper</b>	<b>2015/2016 Hours</b>	<b>2015/2016 Fees</b>	<b>2015/2016 Hourly Rate</b>
Desautels	4.8	\$2,160	\$450
Wurster	9.1	\$5,915	\$650
Santa Ana	8.8	\$2,200	\$250
Funt	18.8	\$5,640	\$300
<b>Total</b>	41.5	\$15,915	

27

1        These figures reflect our efforts to conduct the litigation efficiently. Where possible, we  
2 delegated work to lower-billing summer associates, staff, and other staff attorneys, and volunteer  
3 attorneys, whose fees Petitioners do not seek to recover.

4        Lawyers' Committee uses fee awards to help fund its operations and cover the cost of  
5 pursuing actions like this as well as to help fund the other civil rights and legal services work it  
6 provides at no charge to its clients.

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10 DATED: July 1, 2019

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17 \*admitted *pro hac vice*

18 *Attorneys for Plaintiffs and Proposed Class Members*

19 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**  
20 **COUNTY OF SAN FRANCISCO**  
21 **UNLIMITED CIVIL JURISDICTION**  
**COMPLEX DIVISION**

22 PETER LEE, and LATONYA  
CAMPBELL,

23 Plaintiffs,

24 v.

25 THE HERTZ CORPORATION,  
26 DOLLAR THRIFTY AUTOMOTIVE  
GROUP, INC.,

27 Defendants.  
28

Case No. CGC-15-547520

**DECLARATION OF JENNIFER  
KEOUGH REGARDING MOTION FOR  
ATTORNEYS' FEES, COSTS, CLASS  
REPRESENTATIVE AWARDS**

Hearing Date: August 16, 2019  
Time: 1:30 PM  
Location: Dept. 613  
Judge: Hon. Teri L. Jackson

**SUPERIOR COURT OF THE STATE OF CALIFORNIA  
COUNTY OF SAN FRANCISCO  
UNLIMITED CIVIL JURISDICTION  
COMPLEX DIVISION**

PETER LEE, and LATONYA  
CAMPBELL,

Plaintiff,

v.

THE HERTZ CORPORATION,  
DOLLAR THRIFTY AUTOMOTIVE GROUP  
INC.,

Defendant.

Case No. CGC-15-547520

**DECLARATION OF  
SETTLEMENT ADMINISTRATOR  
JENNIFER M. KEOUGH**

I, JENNIFER M. KEOUGH, declare as follows:

1. I am the Chief Executive Officer of JND Legal Administration LLC (“JND”).

JND is a legal administration services provider with its headquarters located in Seattle, Washington. JND has extensive experience with all aspects of legal administration and has administered settlements in hundreds of class action cases.

2. JND is serving as the Settlement Administrator (“Administrator”) in the above-captioned litigation (“Action”), as ordered by the Court in its Order Granting Motion for Preliminary Approval of Class Action Settlement (“Order”). This Declaration is based on my personal knowledge, as well as upon information provided to me by experienced JND employees, and if called upon to do so, I could and would testify competently thereto.

### **FEES AND EXPENSES FOR ADMINISTRATION**

3. On February 8, 2019, JND submitted a claims administration fees and expenses estimate to the parties for \$55,507.

4. Thereafter, JND updated the estimate to include additional administrative tasks we were asked to provide. The updated estimate was for \$61,507 which reflects the following additional tasks:

- An additional customized postcard to be formatted and sent to a third category of Class Members. The additional customized postcard increased the estimated costs by approximately \$2,582.75.
- A third mail file was required to effectuate the third category of Postcard mailing. Additionally, the NCOA and skip-trace costs on the original claims administration estimate was lower than the actual cost. These items increased the estimated amount by \$679.57.
- The Online Claim Form included a data validation requirement not originally contemplated in the initial claims administration estimate. This addition resulted in an increase to the website and online filing development of \$640.73.
- The above revisions to the scope of these tasks have increased the Project Management oversight, resulting in an increase of \$2,096.95.

I declare under penalty of perjury that the foregoing is true and correct.

Executed July 1, 2019, at Seattle, Washington.

By: Jennifer M. Keough

JENNIFER M. KEOUGH