

1 WHEREAS, on May 26, 2020, the Court entered a Final Judgment and Order
2 of Dismissal of the Action ([ECF No. 189](#));

3 WHEREAS, as referred to in the Order Preliminarily Approving Settlement
4 and Providing for Notice filed on October 15, 2019 ([ECF No. 174](#)), the deadline for
5 Settlement Class Members to submit claims to participate in a distribution from the
6 Net Settlement Fund was March 4, 2020;

7 WHEREAS, as reflected in the Declaration of Ed Barrero in Support of Lead
8 Plaintiff’s Motion for Approval of Distribution of Net Settlement Fund (“Barrero
9 Dec.” or “Barrero Declaration”), the Claims Administrator has completed the
10 process of reviewing all submitted claims, and has made a recommendation as to the
11 eligibility of each submitted claim;

12 WHEREAS, Lead Plaintiff and the Claims Administrator now seek
13 authorization to distribute the Net Settlement Fund to Authorized Claimants; and

14 WHEREAS, after reviewing Lead Plaintiff’s Notice of Unopposed Motion
15 and Motion for Approval of Distribution of Net Settlement Fund, the Memorandum
16 of Law in support thereof, the Barrero Declaration, and all other exhibits and papers
17 submitted in support thereof, the Court has determined that good cause exists for the
18 relief requested.

19 NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED AND
20 DECREED that:

21 1. This Order incorporates by reference the definitions in the Stipulation
22 of Settlement, dated August 2, 2019 and filed on the same day (the “Stipulation,”
23 [ECF No. 172](#)) and in the Barrero Declaration, and all capitalized terms used herein
24 shall have the same meanings as set forth in the Stipulation, or in the Barrero
25 Declaration.

26 2. This Court has continuing jurisdiction over the subject matter of the
27 Action and over all parties to the Action, including all Settlement Class Members.
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1 3. The claims set forth in Exhibit B-1 (“Timely Eligible Claims”) and
2 Exhibit B-2 (“Late but Otherwise Eligible Claims”) to the Barrero Declaration are
3 APPROVED, and the distribution of the Net Settlement Fund to the Authorized
4 Claimants is AUTHORIZED.

5 4. Wholly ineligible or otherwise deficient claims (“Rejected Claims”),
6 as set forth in Exhibit B-3 to the Barrero Declaration, are REJECTED.

7 5. Claims with a Recognized Claim amount of zero (“No Loss”), as
8 calculated under the Court-approved Plan of Allocation, and as set forth in
9 Exhibit B-3 are REJECTED, and the Claims Administrator will send a No Loss
10 letter advising claimants.

11 6. Epiq Class Action & Claims Solutions, Inc. (“Epiq”) is to conduct an
12 initial distribution, after deducting \$144,508.52 in remaining fees and expenses to
13 itself and after payment of any estimated taxes, the costs of preparing appropriate
14 tax returns, and any escrow fees as follows:

15 a. Epiq shall calculate award amounts to all Authorized Claimants
16 by calculating their *pro rata* share of the fund in accordance with the Plan of
17 Allocation;

18 b. Pursuant to the terms of the Plan of Allocation, Epiq shall
19 eliminate any Authorized Claimant whose award amount calculates to less
20 than \$10.00. Such Claimants shall not receive any distribution from the Net
21 Settlement Fund, and Epiq shall send letters to those Authorized Claimants
22 advising them of that fact;

23 c. After eliminating Claimants who would have received less than
24 \$10.00, Epiq will calculate the *pro rata* distribution payments for Authorized
25 Claimants who would have received \$10.00 or more pursuant to the
26 calculations (“Distribution Amounts”);

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1 d. Epiq shall then prepare checks for the distribution and registers
2 of such distributions, and send the payments by prepaid first-class mail, after
3 the list of Authorized Claimants is compared to Epiq’s internal list of
4 claimants who have been identified as potentially fraudulent filers. Finally,
5 Epiq will issue replacement payments for distributions upon request by payee,
6 and will respond to inquiries about distribution amounts and Recognized Loss
7 Amount calculations;

8 e. All Initial Distribution checks shall bear the following notation:
9 “DEPOSIT PROMPTLY, VOID AND SUBJECT TO RE-DISTRIBUTION
10 IF NOT NEGOTIATED WITHIN 90 DAYS OF DISTRIBUTION”;

11 f. Authorized Claimants who do not negotiate their Initial
12 Distribution checks in accordance with the Plan of Allocation shall
13 irrevocably forfeit all recovery from the Settlement. The funds allocated to
14 all such stale-dated checks will be available to be re-distributed to other
15 Authorized Claimants in the Second Distribution described below. Similarly,
16 Authorized Claimants who do not negotiate subsequent distributions within
17 the time allotted or on the conditions set forth in the Plan of Allocation, will
18 irrevocably forfeit any further recovery from the Net Settlement Fund; and

19 g. After Epiq has made reasonable and diligent efforts to have
20 Authorized Claimants negotiate their Initial Distribution checks, which efforts
21 shall consist of the follow-up efforts described in the Barrero Declaration, but
22 no earlier than six (6) months after the Initial Distribution, if any balance is
23 remaining and if cost effective, Epiq will conduct a second distribution of the
24 Net Settlement Fund (the “Second Distribution”), pursuant to which any
25 amounts remaining in the Net Settlement Fund after the Initial Distribution,
26 after deducting Epiq’s fees and expenses incurred in connection with
27 administering the Settlement for which it has not yet been paid (including the
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1 estimated costs of such Second Distribution), and after the payment of any
2 estimated taxes, the costs of preparing appropriate tax returns, and any escrow
3 fees, will be distributed to all Authorized Claimants in the Initial Distribution
4 who (1) cashed their distribution payment, and (2) are entitled to at least
5 \$10.00 from the re-distribution based on their pro rata share of the remaining
6 funds.

7 7. In order to allow a final distribution of any balance that may remain in
8 the Settlement Fund after the distribution, whether by reason of returned funds, tax
9 refunds, interest, uncashed drafts, or otherwise, the following plan is ordered:

10 a. If cost effective, not less than six (6) months after the Second
11 Distribution is conducted, Epiq will conduct a further distribution of the Net
12 Settlement Fund, pursuant to which all funds remaining in the Net Settlement
13 Fund, after deducting Epiq's unpaid fees and expenses incurred or to be
14 incurred, in connection with administering the Net Settlement Fund (including
15 the estimated costs of such distribution), and after the payment of any
16 estimated taxes, the costs of preparing appropriate tax returns, and any escrow
17 fees, will be distributed to Authorized Claimants who cashed their Second
18 Distribution checks, and who would receive at least \$10.00 in such further
19 distribution. Additional re-distributions, after deduction of costs and expenses
20 as described above, and subject to the same conditions, may occur thereafter
21 in six-month intervals until Lead Counsel, in consultation with Epiq,
22 determine that a further re-distribution is not cost-effective; and

23 b. At such time as Lead Counsel, in consultation with Epiq,
24 determine that a further re-distribution of the funds remaining in the Net
25 Settlement Fund is not cost-effective, the remaining balance of the Net
26 Settlement Fund, after payment of any unpaid fees or expenses incurred in
27 connection with administering the Net Settlement Fund, and after the payment
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1 of any estimated taxes, the costs of preparing appropriate tax returns, and any
2 escrow fees, shall be contributed to a non-sectarian, not-for-profit 501(c)(3)
3 organization(s), to be recommended by Lead Counsel.

4 8. In order to allow the full and final distribution of the Net Settlement
5 Fund, it is necessary to bar any further claims received after January 26, 2021 from
6 eligibility in the distribution of the Net Settlement Fund beyond the amounts
7 allocated to Authorized Claimants.

8 9. The administration of the Settlement and the proposed distribution of
9 the Net Settlement Fund comply with the terms of the Stipulation and the Plan of
10 Allocation and, therefore, all persons involved in the review, verification,
11 calculation, tabulation, or any other aspect of the processing of the claims submitted
12 herein, or otherwise involved in the administration or taxation of the Settlement
13 Fund or the Net Settlement Fund, are released and discharged from any and all
14 claims arising out of such involvement, and all Settlement Class Members, whether
15 or not they have claimed against, they received, or they are to receive payment from
16 the Net Settlement Fund, are barred from making any further claims against the Net
17 Settlement Fund, or Plaintiff's Counsel, the Claims Administrator, the escrow agent
18 or any other agent retained by Plaintiff or Lead Counsel, and are bound by all of the
19 terms of the Stipulation, including the terms of the Final Judgment, and will be
20 barred from bringing any action against the Released Parties concerning the
21 Released Claims, or in connection with the administration of the Settlement, or to
22 claim against the Net Settlement Fund for any amount greater than that allocated to
23 such Class Member as a result of its submission of a valid proof of claim.

24 10. Epiq shall be paid the outstanding balance of its fees and expenses in
25 connection with the services performed, and to be performed, in administering the
26 Proof of Claim Forms and distributing the Net Settlement Fund in the total amount
27 of \$144,508.52.

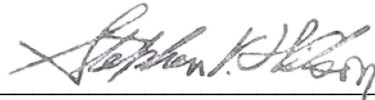
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11. Epiq is authorized to destroy the paper copies of the Proof of Claim forms, and all related paper documents, one (1) year after the distribution of the Net Settlement Fund is complete and to destroy electronic copies of claim records three (3) years after the initial distribution of the Net Settlement Fund is complete.

12. This Court retains jurisdiction to consider any further applications concerning the administration of the Settlement, and such other and further relief as this Court deems appropriate.

SO ORDERED this 16th day of April, 2021.



The Honorable Stephen V. Wilson
United States District Judge

Copies:
Counsel of Record