

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF DANIEL C. GIRARD IN SUPPORT OF PLAINTIFFS' MOTION
FOR FINAL APPROVAL OF CLASS ACTION SETTLEMENT AND PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, Daniel C. Girard, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Girard Sharp LLP and Lead Class Counsel in this action. I submit this declaration in support of Plaintiffs' Motion for Final Approval of Class Action Settlement and Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards. I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

Overview of Litigation and Legal Services Provided to the Class

2. This litigation stems from Defendant U.S. Office of Personnel Management's ("OPM") announcements beginning June 4, 2015 that its electronic systems had been breached, resulting in the compromise of personal information of over 21 million current, former, and prospective federal employees and members of their families (the "Data Breaches").

3. After OPM's initial announcement, Girard Sharp filed the first class action in this litigation, on behalf of the American Federation of Government Employees and two individual Plaintiffs. *See AFGE v. U.S. Office of Personnel Management*, No. 1:15-cv-01015 (D.D.C. filed June 29, 2015). To prepare the complaint, we worked closely with AFGE and other clients to develop the factual allegations and ensure their accuracy, in part by examining reports from OPM's Office of Inspector General that identified OPM system vulnerabilities leading up to the Data Breaches. Our complaint pleaded the core claims included in subsequent complaints—for violations of the Privacy Act of 1974, 5 U.S.C. § 552a, against OPM, and for negligence against its contractor, Defendant Peraton Risk Decision Inc. ("Peraton"), then known as KeyPoint Government Solutions.

4. After we filed that complaint, victims of the Data Breaches began contacting Girard Sharp on a daily basis for legal advice. As a result, in 2015 our professionals interviewed, advised,

and otherwise corresponded with more than 450 individuals concerning the breach, the litigation, and their rights and potential remedies.

5. Several other class actions were filed asserting claims against OPM for failing to reasonably safeguard their information in violation of the Privacy Act and against Peraton for negligence, among other allegations.

6. In September 2015 OPM made identity theft protection and credit monitoring and restoration services available to the breach victims at no charge. Congress later extended these services through September 2026. As of March 31, 2022, 3,222,987 people had signed up for these services. By September 2026 the Government will have spent approximately one billion dollars on the services.

7. Girard Sharp supported centralization and transfer of the related cases to this Court; I presented argument to the Judicial Panel on Multidistrict Litigation on October 1, 2015. On October 9, 2015, the Panel ordered centralization of all cases in this litigation. *In re U.S. Office of Pers. Mgmt. Data Sec. Breach Litig.*, 138 F. Supp. 3d 1379 (J.P.M.L. 2015).

8. Girard Sharp in November 2015 led preparation of the first draft of the joint case management conference statement pursuant to this Court's initial pretrial Order. (Dkt. # 8.) In November and December 2015, Girard Sharp actively coordinated among all Plaintiffs' counsel and Defendants' counsel to develop common positions in the joint statement and at the December 15, 2015 status conference.

9. After being appointed as Lead Counsel on January 28, 2016 (Dkt. # 58), Girard Sharp continued to investigate the facts learned through interviews and correspondence with breach victims and through consultations with data security experts. We tasked executive committee member John Yanchunis with leading the investigation into the Government's data security failures. Joined by

attorneys at executive committee member firm Cooper & Kirk, we also consulted experts on potential ways of quantifying the mental harm to victims. Further, we monitored continuing reports relating to the Data Breaches and analyzed the sufficiency of the steps taken by Defendants to mitigate the damage caused. We also continued to regularly provide information to AFGE and hundreds of its members regarding the litigation. To better understand the impact of the Data Breaches and the factual circumstances and concerns of class members, we consulted and interviewed a large sampling of AFGE members.

10. Relatedly, in early 2016, Girard Sharp led a sustained effort to interview and vet potential plaintiffs for the Consolidated Amended Complaint, working closely with Stueve Siegel Hanson LLP and other co-counsel firms. Simultaneously, Girard Sharp attorneys researched and prepared the Consolidated Amended Complaint. In doing so, we verified allegations regarding breach victims selected for inclusion as Plaintiffs and incorporated other comments from executive committee firms. Plaintiffs filed their 275-paragraph consolidated amended complaint on March 14, 2016. (Dkt. # 63.)

11. Defendants separately moved to dismiss on May 13, 2016. (Dkt. # 70, 72.) Girard Sharp led and coordinated the research and drafting of a 110-page opposition brief—a substantial project given the number and complexity of arguments to address. (Dkt. # 82.) The Court heard argument on those motions on October 31 and November 10, 2016. Girard Sharp coordinated the allocation of responsibility for oral argument among the members of the Executive Committee, and oversaw the preparation for the hearings.

12. On September 19, 2017, the Court dismissed Plaintiffs' claims without leave to amend. *In re U.S. Office of Pers. Mgmt. Data Sec. Breach Litig.*, 266 F. Supp. 3d 1 (D.D.C. 2017). Girard Sharp led the prosecution of Plaintiffs' appeal that followed. We developed an advocacy strategy in

the D.C. Circuit, framed three issues for appeal, and researched and drafted the opening and reply briefs. At Girard Sharp's request, Mr. Patterson of Cooper & Kirk argued the appeal. On June 21, 2019, the Court of Appeals reinstated the claims in part and remanded. *In re U.S. Office of Pers. Mgmt. Data Sec. Breach Litig.*, 928 F.3d 42 (D.C. Cir. 2019) (per curiam). After the Court of Appeals issued its decision, Girard Sharp prepared a response to Defendants' petitions for rehearing.

13. On remand, Girard Sharp prepared a discovery plan and requests for production of documents. When the Government expressed an interest in settlement, and with this Court's approval, Plaintiffs agreed to mediate the case before retired federal District Judge Lawrence F. Stengel, an experienced mediator to whom this Court referred the litigation on January 27, 2020. The parties held separate conference calls and video sessions with Judge Stengel to discuss their positions and potential paths forward in the negotiations. While the substance of the negotiations remains confidential, Girard Sharp as assisted by other Plaintiffs' counsel prepared mediation briefs, presentations to the mediator, demand letters, bench memos for Judge Stengel on discrete issues, and detailed charts showing categories of compensable loss under the Privacy Act with corresponding damages. Over the course of the negotiations I spoke with Judge Stengel many times, and Class Counsel participated in an all-day video session with Judge Stengel in March 2020 to discuss Plaintiffs' positions and potential paths forward. We also exchanged information with the Government and examined Peraton's relevant liability insurance policies under Judge Stengel's supervision. The parties were fully informed of the strengths and weaknesses of the case, including through scrutiny of the report issued September 7, 2016 by the House Committee on Oversight and Government Reform.

14. With Judge Stengel's assistance, the parties made progress in negotiating a framework for a potential class-wide resolution. Several factors complicated the negotiations, however,

including OPM's immunity, subject to the Privacy Act exception described in *FAA v. Cooper*, 566 U.S. 284 (2012); agreeing on which factual scenarios would make an individual eligible to recover under the Act; the evidentiary support that would be needed to recover; and whether the Government and Peraton would agree to settle on the basis of a narrowed class.

15. By the middle of 2020, the negotiations had broken down, and the Government allowed the referral to Judge Stengel to expire. Girard Sharp continued to engage directly with counsel for Defendants, and the Court approved extensions of time that allowed these discussions to proceed. Further progress was slow, however. When it became clear that the parties were at an impasse on several issues, including continuing disputes over the scope of the release, the class definition, eligible categories of compensable loss, and the amount of individual payments to claimants, Girard Sharp proposed and the Court in July 2021 granted a joint request for referral to Senior District Judge John D. Bates.

16. After discussions with Judge Bates, the parties were able to agree on a settlement class limited to individuals who incurred objectively-defined forms of pecuniary loss stemming from the Data Breaches, and a settlement release properly limited to the claims of individuals who are eligible to claim a share of the \$63 million fund. The parties also reached agreement on the critical settlement agreement term providing for individual payments to claimants of \$700. In 2022, we turned to drafting and negotiating the details of settlement documentation, including the agreement as well as the notice and notice plan, proposed approval orders, and claim form. The parties executed their Settlement Agreement ("SA") on May 5, 2022.

17. Also during the spring of 2022, Girard Sharp and defense counsel held a series of joint video conferences with the Claims Administrator, Epiq Class Action & Claims Solutions, Inc.

(“EPIQ”), to plan for notice and claims administration. Girard Sharp prepared the preliminary approval motion and supporting papers, and prepared for argument on the motion.

18. On June 3, 2022, the Court conducted its hearing on Plaintiffs’ preliminary approval motion, and on June 7 it granted preliminary approval of the Settlement, setting the Fairness Hearing for October 14. (Dkt. # 193.)

19. Since the Court granted preliminary approval, Girard Sharp has supervised the dissemination of the notice in accordance with the Court’s Order; communicated directly with dozens of claimants who called or emailed with questions about the settlement or making a claim; audited all time and expense records after providing directions to all co-counsel firms regarding their initial auditing and submission of those records; prepared Plaintiffs’ motions for final approval and for attorneys’ fees, expenses and service awards; provided detailed time and expense information to the Government, and begun preliminary negotiations in an effort to resolve the attorneys’ fee application. In communications with breach victims regarding the settlement, Girard Sharp attorneys have answered their questions about the scope of the settlement, the documentation required to make a claim, including for lost time, and why the settlement is limited to claims of economic loss. Many callers have expressed continuing concern about being exposed to various threats because of the Data Breaches, and many have expressed their gratitude to Class Counsel for their representation of the Class and the result achieved.

The Settlement, Notice, and Claims Administration

20. The Settlement Agreement incorporates five exhibits: the proposed Notice (Ex. 1), Claim Form (Ex. 2), Preliminary Approval Order (Ex. 3), Final Approval Order and Judgment (Ex. 4), and Notice Plan (Ex. 5).

21. The Settlement Agreement provides that within seven days after final approval, OPM will provide the U.S. Department of Treasury, Bureau of Fiscal Service Judgment Fund (“Judgment Fund”) with all necessary documentation to effect payment of \$60,000,000 into the Settlement Account. (SA § III.A.) Within 14 days after the Judgment Fund has deposited OPM’s payment, Peraton will pay an additional \$3,000,000. (SA § III.B.) Any service payments awarded by the Court to the Named Plaintiffs will be paid out of Peraton’s contribution. (SA § VI.B.)

22. The Settlement Account will be funded through two accounts, a qualified settlement fund maintained by the Claims Administrator (funded by Peraton’s contribution) and an account maintained by the Treasury Department (funded by the Government’s contribution). Upon the Effective Date, an amount sufficient to pay all valid claims, less any offsets required by federal law, will be disbursed from the Treasury Department to the qualified settlement fund, from which the Claims Administrator will pay claimants.

23. OPM will pay the costs of notice and claims administration, and attorneys’ fees as awarded by the Court, separately from the settlement fund. (SA §§ II.B.12, V.A, VI.A.) OPM and Class Counsel together selected EPIQ to serve as Claims Administrator. EPIQ personnel have specialized knowledge and expertise with managing class action notice and claims processes, including in previous settlements involving the Government. As noted above, EPIQ in this case participated in the final rounds of settlement discussions, advising the parties on administrative matters, such as optimizing class notice and the form and content of the claim form. In addition to managing the notice program and receiving and processing claims, EPIQ has created and will maintain a dedicated Settlement Website—www.opmdatabreach.com—containing links to the Notice, Claim Form, and all other relevant documents.

24. The proposed Notice (SA, Ex. 1) provides all information required by Rule 23(c)(2)(B) and directs potential Class members to the Settlement Website, where they can make a claim and learn more about the Settlement and their rights and options. The Notice Plan includes a multifaceted program for notifying Class members of the Settlement. (SA, Ex. 5.) The Class of breach victims who experienced economic loss is far narrower than the group of all victims, and attempting to mail notice to that full group (many of whose addresses are now outdated) would result in notice expenses significantly out of proportion to the settlement fund. There is no centralized or readily obtainable list of emails for the approximately 22 million breach victims. Faced with the national security and other practical limitations that prevented notifying this entire group—limitations described in more detail in the Glasgow Declaration (Dkt. # 188-10) and the Sorrento Declaration (Dkt. #188-11)—the parties in consultation with EPIQ crafted a comprehensive plan of notice that features a large direct-notice component.

25. The approximately 3.2 million victims who have accepted OPM's offer of free identity protection and credit restoration services demonstrated an interest in protecting themselves from the consequences of the Data Breaches, which makes them comparatively more likely to be Class members than other victims. What's more, according to the Claims Administrator, email addresses for 2,761,698 of these individuals are known and accessible. Thus, after this Court granted preliminary approval, this group received direct notice of the Settlement via email, based on contact information maintained by the vendor for these services, IDX. For emails that bounced back as undeliverable, a postcard version of the notice is being sent via U.S. mail to the corresponding address in IDX's database. Also in July 2022, email notices were sent directly to more than nine hundred thousand potential Class members via the AFGE union membership listserv.

26. The Claims Administrator has implemented a publication campaign tailored to reach the Class that will extend for several weeks. This campaign includes digital ads algorithmically targeted based on the demographic composition of the federal workforce; digital ads on social media platforms and other websites that Class members are likely to visit, such as federalsoup.com; a press release; radio ads; and print ads in such publications as *Stars and Stripes*, which serves the United States Armed Forces. The Claims Administrator's notice expert, Cameron Azari, estimates that this notice campaign will reach at least 80% of the Class.

27. Class Counsel have ensured that the Settlement notice and claim procedures include a series of coordinated measures to facilitate claims. The continuing notice efforts through social media, federal employee unions, and other channels will lead to increased awareness of the Settlement over time. Likewise, the claim period will extend for longer than usual—until December 23, which is 200 days after Preliminary Approval. (SA § V.C.1.) The Claim Form also has been carefully designed for ease of understanding and use. (SA, Ex. 2.) Class members can file online and call live agents toll-free with questions or for help with filing a claim, and Class Counsel are also available to assist claimants and answer their questions directly.

28. Any member of the Class may submit a completed Claim Form for review. (SA § V.) Section V of the Settlement Agreement sets out the criteria that the Claims Administrator will use in evaluating claims. The Recovery Period extends from May 7, 2014 through January 31, 2022. (SA § II.B.20.)

29. As of July 20, 2022, a total of 8,482 claims have been made. While the claims period is ongoing, early claims data indicate the fund will be adequate to compensate all claimants in the agreed amounts. Valid claims will be paid from the Settlement Account after the Effective Date. (SA § V.C.2.) Each valid claim will be paid at \$700, except if the actual amount of documented loss

exceeds \$700, the claim will be paid in that amount, up to \$10,000. (SA § V.C.7.) Valid claims will be paid out of the Peraton Contribution until it is exhausted, and then out of the OPM Contribution. (SA § V.C.7.) If the balance in the Settlement Account does not cover all valid claims, each will be reduced *pro rata* before payment. (SA § V.C.8.) If a balance remains after all valid claims are paid, and the Court finds that the Notice Plan has been implemented in accordance with the Preliminary Approval Order and that Class members had an opportunity to submit claims and participate in Settlement distributions, the remaining amount will be returned to the U.S. Treasury. (SA § V.C.9.)

30. Any Class member may opt out of the Class or object to the Settlement or to Plaintiffs' request for attorneys' fees, reimbursement of expenses, and service awards. (SA §§ IX.C, IX.E.) Any person who opts out or objects must provide information sufficient for the Claims Administrator to verify that the person is a Class member. (SA §§ IX.C.1, IX.E.1.) Opt-outs and objections are due no later than September 9, 2022, which is 35 days before the Court's final fairness hearing. (SA §§ IX.C.1, IX.E.1.) Opt-out requests must be submitted by the same date in writing to the Claims Administrator, which will compile a list of valid opt-outs for submission to the Court. (SA § IX.C.1.)

31. Plaintiffs are applying for an award of reasonable attorneys' fees, reimbursement of litigation expenses, and approval of service awards. (SA § VI.A-B.) Defendants may oppose this motion. (SA § VI.A-B.) OPM will submit to the Judgment Fund for payment—separate from the Settlement Claims Amount—attorneys' fees and expenses as awarded by the Court. (SA § VI.A.) Peraton will have no obligation with respect to an award of attorneys' fees and expenses, but any service awards approved by the Court will be paid out of the Peraton Contribution. (SA § VI.A-B.)

32. The Settlement has been carefully negotiated by the parties over a period of more than two years. Class Counsel believe, based on claim levels in similar cases and the rate of claims

to date, that the Settlement Claims Amount will be adequate, and that the Settlement adequately accounts for the risks and unique aspects of this litigation and is reasonable and fair in all respects. The Settlement is supported by each Named Plaintiff and Class Representative regardless of whether they are eligible to make a claim or the Court approves any service awards.

Overview of Girard Sharp

33. Girard Sharp LLP is a national litigation firm that serves individuals, institutions and business clients in cases involving antitrust, securities, consumer protection, privacy, and whistleblower laws. Girard Sharp is distinguished as a Tier 1 law firm for plaintiffs' mass tort and class action litigation by *U.S. News & World Report* and has been included on its list of "Best Law Firms" from 2013 to 2022. *The National Law Journal (NLJ)* also named Girard Sharp to its elite "Plaintiffs' Hot List," a selection of top U.S. plaintiffs' firms recognized for wins in high-profile cases. Girard Sharp has been selected as counsel following competitive application processes by such clients as the California Teachers' Retirement System, the California Public Employees' Retirement System, and the Kansas Public Employees' Retirement System. Girard Sharp's past clients include Allianz Life Insurance Company and Fireman's Fund Insurance Company.

34. Girard Sharp specializes in class action litigation in courts throughout the United States. The firm brought to this case many years of experience in complex litigation, and specialized knowledge of data privacy cases that was critical to obtaining the Settlement before the Court. Girard Sharp has led cases in a range of subject matter areas, including securities, antitrust, products liability, consumer finance, predatory lending, life sciences, sexual abuse, and civil rights. Some representative cases illustrating the scope of Girard Sharp's experience are:

- *In re USC Student Health Center Litigation*, No. 2:18-cv-04258-SVW (C.D. Cal.). Girard Sharp served as co-lead class counsel in an action brought by women alleging Dr. George Tyndall sexually assaulted them and that USC and the Board of Trustees of USC failed to respond appropriately to Dr. Tyndall's misconduct. Along with co-

lead counsel, Girard Sharp negotiated a settlement finally approved in 2020 that created a \$215 million fund and required USC to adopt and implement procedures to identify and prevent sexual misconduct.

- *In re Lenovo Adware Litigation*, MDL No. 2624 (N.D. Cal.). Girard Sharp is co-lead counsel for a class of computer purchasers whose online activities were surreptitiously monitored by pre-installed software that degraded the computers' performance, operating continuously in the background as it analyzed browsing activity and injected ads into visited webpages. The court certified a nationwide indirect purchaser class for trial, 2016 WL 6277245 (N.D. Cal. Oct. 27, 2016), and the case then settled favorably for class members.
- *Corona v. Sony Pictures Entertainment*, No. 2:14-cv-09600-RGK-SH (C.D. Cal.). Girard Sharp served as co-lead counsel in a class action brought on behalf of current and former employees of Sony Pictures Entertainment following a cyberattack attributed to North Korean intelligence as retaliation for release of the film *The Interview*. In April 2016, the court approved a class settlement that reimbursed losses and provided extended credit monitoring—a structure adopted in many subsequent data breach settlements.
- *In re Lehman Brothers Holdings Securities & ERISA Litigation*, No. 09-MD-2017 (S.D.N.Y.). I was appointed to the executive committee charged with managing MDL proceedings arising out of the collapse of Lehman Brothers Holdings, Inc., the largest bankruptcy in American history. Girard Sharp also served as class counsel for a certified class of retail investors in Lehman-issued principal protection notes sold by UBS Financial Services, Inc. The *Lehman* litigation yielded recoveries of \$735 million.
- *Billitteri v. Securities Am., Inc.*, No. 3:09-cv-01568-F (N.D. Tex.). I served as lead counsel in an action brought by investors in a failed investment scheme. Girard Sharp coordinated settlement negotiations with bankruptcy trustees and competing plaintiff groups, securing a global \$150 million settlement. In approving the settlement, the court wrote that "Class counsel in this case possess great competence and experience, and the result reached in this case perfectly exemplifies their abilities. The Court has been extremely impressed with the conduct, skill, and accomplishment of class counsel throughout this litigation." 2011 WL 3585983, at *8 (N.D. Tex. Aug. 4, 2011).
- *Paeste v. Government of Guam*, No. 1:11-cv-00008 (D. Guam). Girard Sharp obtained a permanent injunction against the government of Guam requiring the timely payment of refunds of the Guam Territorial Income Tax. The plaintiffs challenged the government's refund program, pursuant to 42 U.S.C. § 1983, as a violation of equal protection and asserted claims under the Organic Act of Guam. The Ninth Circuit affirmed the district court's orders, rejecting Guam's sovereign immunity and subject matter jurisdiction arguments. 798 F.3d 1228 (9th Cir.), *cert. denied*, 579 U.S. 928 (2016).

35. Girard Sharp is representing Plaintiffs and class members in this case on a pure contingency basis. In pursuing these claims, the firm risked the outlay of substantial time and out-of-pocket expenses with no guarantee of recovery. We recognized that the litigation against the U.S. government would be lengthy and hard fought, and defended by sophisticated and experienced counsel, heightening the risk of being uncompensated. Professional time that Girard Sharp devoted to this case would otherwise have been spent on other matters.

Attorney Staffing and Fees

36. Girard Sharp has staffed projects necessary to the successful outcome of this matter with attorneys and staff according to their skills and expertise, and sought to avoid duplication and other efficiencies in prosecuting the case. All work reflected in the lodestar was performed for the benefit of the class.

37. I lead the team working on this case. I founded Girard Sharp in 1995 and have led the firm since then, serving as lead or co-lead counsel in numerous cases. I have specialized in class actions since 1988 and have served as lead counsel in a wide range of class actions during my 34 years of advocacy for plaintiffs. From 2015 to 2021 I served on the United States Judicial Conference Standing Committee on Rules of Practice and Procedure. From 2004 to 2010 I served on the United States Judicial Conference Advisory Committee on Civil Rules. I am a member of the Council of the American Law Institute, currently serving as Chair of Audit Committee, and a Life Fellow of the American Bar Foundation, and from 2007 to 2016 I served on the Advisory Board of the Institute for the Advancement of the American Legal System.

38. I supervised all aspects of case prosecution and strategy in this litigation. I led the settlement negotiations and ensured that our clients and class members were kept apprised of material developments in the case. I also regularly conferred with and supervised the work of co-

counsel firms, participated in all hearings, and reviewed and ensured the accuracy of all pleadings filed with the Court.

39. **Jordan Elias** is a partner of Girard Sharp who has worked on this litigation since October 2015, when he joined the firm. He is the author of *Course Correction—Data Breach as Invasion of Privacy*, 69 Baylor L. Rev. 574 (2018), among other legal articles. Mr. Elias formulated legal strategies in consultation with me throughout the case, provided essential support during the negotiations with the Defendants, and was responsible for the Consolidated Amended Complaint and all briefing for the Plaintiffs, including in the appeal. Mr. Elias also coordinated the preparation of the settlement documentation and briefing to the Court in connection with the settlement.

40. **Simon Grille**, a Girard Sharp partner, was the primary attorney responsible for preparing Plaintiffs' presentations to Judge Stengel on the facts and issues in dispute in this litigation. Mr. Grille also took the lead in preparing fact sheets related to each Plaintiff for use in the mediation and in communicating with Plaintiffs and, where applicable, their individually retained counsel regarding the parties' negotiations and eventual settlement.

41. **Adam E. Polk** is a Girard Sharp partner who specializes in new matter origination. Mr. Polk researched and drafted the first-filed complaint in this litigation.

42. **Richard Gordin**, formerly Of Counsel to the firm, provided strategic advice and drafted pleadings on behalf of the Plaintiffs in 2016.

43. **Linh Vuong**, a former Girard Sharp associate, communicated extensively with breach victims, as well as drafting pleadings in the case, among other services performed from 2015 to early 2017.

44. **Christopher Hikida**, a former Girard Sharp associate, also communicated extensively with breach victims, and monitored news reports and otherwise researched issues relating to the Data Breaches and this litigation, from 2015 through 2017.

45. **Esfand Nafisi** is a former Girard Sharp associate who researched and drafted portions of the Consolidated Amended Complaint.

46. **Trevor Tan** is a senior associate at Girard Sharp specializing in legal research and writing who assisted in drafting briefs concerning Peraton's preemption defense and the parties' settlement.

47. **Jessica Cook**, a Girard Sharp associate (and a former litigation assistant at the firm), communicated with many of the breach victims who contacted the firm during the post-remand phase of the case.

48. **Steven Pong** is a former Girard Sharp associate who assisted with researching and drafting portions of Plaintiffs' motion to dismiss opposition.

49. **Kimberly Macey** is a Girard Sharp associate who researched and drafted pleadings in the case.

50. In performing work on this case, Girard Sharp's attorneys and staff expended 5,061.3 hours for a total lodestar of \$4,236,392. In accordance with the Court's direction concerning time and expense reporting (Dkt. # 58 at 2), the firm's attorneys and staff kept detailed contemporaneous records of the time they spent on this litigation. In auditing our time, Girard Sharp exercised billing judgment to eliminate any inefficiency or duplication.

51. Below is a chart showing the professionals who worked on this matter for Girard Sharp, their positions at the firm (e.g., Partner, Of Counsel, Associate, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar. These

figures reflect efficient staffing and work that the firm reasonably performed for the benefit of the class.

| Timekeeper | Role | Rate | Hours | Lodestar |
|--------------------|----------------------|---------|---------|----------------|
| Daniel C. Girard | Partner | \$1,195 | 954.6 | \$1,140,747.00 |
| Jordan Elias | Partner | \$1,050 | 1,677.5 | \$1,761,375.00 |
| Simon Grille | Partner | \$875 | 381.3 | \$333,637.50 |
| Adam E. Polk | Partner | \$975 | 133.1 | \$129,772.50 |
| Richard Gordin | Of Counsel | \$650 | 75.7 | \$49,205.00 |
| Linh Vuong | Associate | \$450 | 497.9 | \$224,055.00 |
| Christopher Hikida | Associate | \$425 | 513.4 | \$218,195.00 |
| Esfand Nafisi | Associate | \$550 | 194.4 | \$106,920.00 |
| Trevor T. Tan | Associate | \$850 | 123.6 | \$105,060.00 |
| Jessica Cook | Associate | \$500 | 134.4 | \$67,200.00 |
| Steven Pong | Associate | \$350 | 44.8 | \$15,680.00 |
| Kimberly Macey | Associate | \$500 | 25 | \$12,500.00 |
| Schuyler Sandeen | Litigation Assistant | \$225 | 122.6 | \$27,585.00 |
| Cole Limbach | Litigation Assistant | \$225 | 117.3 | \$26,392.50 |
| Natalie Attar | Litigation Assistant | \$275 | 57 | \$15,675.00 |
| Jessica Cook | Litigation Assistant | \$275 | 8.7 | \$2,392.50 |
| | | TOTALS: | 5,061.3 | \$4,236,392.00 |

52. The rates set forth above are these professionals' customary rates that Girard Sharp currently charges in similar matters for which the firm is paid on a contingent basis, as well as in complex litigation and arbitration matters in which the firm's clients pay by the hour. (Attached

as **Exhibit A** is a declaration from our co-counsel, Corali Lopez-Castro, in one such hourly billing matter.) For former employees, the rate applied is the rate that Girard Sharp charged for the professional at the time they left the firm.

53. Girard Sharp's lodestar will increase in the months to come as a result of our ongoing work responding to class member inquiries, preparing the reply in support of Plaintiffs' motions for final approval and for attorneys' fees, expenses, and service awards, and supervising the administration of the settlement. Based on my experience in analogous circumstances, I believe these services will add several hundred thousand dollars to Girard Sharp's total lodestar in the case. Girard Sharp reserves the right to apply for reimbursement of attorneys' fees and expenses attributable to services provided after the date of this application.

54. Based on my relevant experience and my knowledge of the type and quality of work performed on this case, I believe Girard Sharp's rates are commensurate with the rates charged by other firms with similar experience and expertise in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. Girard Sharp sets its hourly rates based on arm's length negotiations with sophisticated in-house counsel; peer law firm surveys published in *The National Law Journal*; and our independent review of the hourly rates charged by other attorneys in comparable litigation.

55. In addition to being paid by clients invoiced on a monthly basis, Girard Sharp's rates have been approved by courts in other, similar matters. Most recently, in a case involving manipulation of commodities markets in which Girard Sharp served on the plaintiffs' executive committee, the court during its final fairness hearing on July 7, 2022 approved Girard Sharp's

hourly rates, and rates for comparable professionals of up to \$1,295 per hour. *In re JPMorgan Precious Metals Spoofing Litig.*, No. 1:18-cv-10356-GHW (S.D.N.Y.). Other representative cases in which courts approved Girard Sharp's rates include:

- *In re Capacitors Antitrust Litig.*, No. 3:14-CV-03264-JD, 2020 WL 6813220, at *4 (N.D. Cal. Sept. 15, 2020), *report and recommendation adopted*, 2020 WL 6544472 (N.D. Cal. Nov. 7, 2020);
- *In re Nexus 6P Products Liab. Litig.*, No. 17-cv-02185-BLF, Dkt. # 225 (N.D. Cal. Nov. 12, 2019);
- *Weeks v. Google LLC*, No. 18-cv-00801, Dkt. #184 (N.D. Cal. Aug. 30, 2019);
- *In re Lidoderm Antitrust Litig.*, No. 14-MD-02521-WHO, 2018 WL 4620695, at *2 (N.D. Cal. Sept. 20, 2018);
- *In re Yahoo Mail Litig.*, No. 5:13-cv-04980-LHK, Dkt. # 42 (N.D. Cal. Aug. 25, 2016);
- *In re High Tech Employee Antitrust Litig.*, No. 11-cv-02509, 2015 WL 5158730, at *9 (N.D. Cal. Sept 2, 2015).

56. Since this litigation began—and particularly since 2017—hourly rates in the market for legal services in the national litigation matters for which Class Counsel are responsible have increased substantially. *See, e.g., In re Auto. Parts Antitrust Litig.*, No. 12-MD-02311, 2019 WL 13090127, at *3 & nn.1-2 (E.D. Mich. Dec. 29, 2019) (MDL court discussing this trend and citing sources, including an ABA survey). In support of their fee application, Class Counsel provide three other recent reports of the significant increases in hourly rates for legal services performed by law firms specializing in such high-stakes matters:

- Attached as **Exhibit B** is a true and correct copy of an article by Roy Strom entitled *Big Law Rates Topping \$2000 Leave Value “In Eye of Beholder”* and published by Bloomberg on June 9, 2022.
- Attached as **Exhibit C** is a true and correct copy of an article by Andrew Maloney entitled *Aggressive Billing Rate Increases Appear Likely, but Can Clients Stomach It?* and published by The American Lawyer on January 24, 2022.
- Attached as **Exhibit D** is a true and correct copy of an article entitled *David Boies Bills \$1,950 Hourly in Google Case, Court Filing Shows* and published in Bankruptcy Court Decisions Weekly News & Comments on June 20, 2022.

57. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to Girard Sharp’s work in this litigation, the firm’s lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|------------------|-------------------------|----------|----------|----------------|
| Daniel C. Girard | 38 | \$919 | 954.6 | \$877,277.40 |
| Jordan Elias | 19 | \$764 | 1,677.5 | \$1,281,610.00 |
| Simon Grille | 9 | \$676 | 381.3 | \$257,758.80 |
| Adam E. Polk | 12 | \$764 | 133.1 | \$101,688.40 |
| Richard Gordin | 45 | \$826 | 75.7 | \$62,528.20 |
| Chris Hikida | 9 | \$440 | 497.9 | \$219,076.00 |
| Linh Vuong | 10 | \$421 | 513.4 | \$216,141.40 |
| Esfand Nafisi | 12 | \$608 | 194.4 | \$118,195.20 |
| Trevor T. Tan | 11 | \$764 | 123.6 | \$94,430.40 |
| Jessica Cook | 1 | \$381 | 134.4 | \$51,206.40 |
| Steven Pong | 6 | \$343 | 44.8 | \$15,366.40 |
| Kimberly Macey | 1 | \$381 | 25 | \$9,525.00 |
| Schuylar Sandeen | N/A | \$206 | 122.6 | \$25,255.60 |
| Cole Limbach | N/A | \$208 | 117.3 | \$24,398.40 |
| Natalie Attar | N/A | \$208 | 57 | \$11,856.00 |
| Jessica Cook | 1 | \$206 | 8.7 | \$1,792.20 |
| | | TOTALS: | 5,061.30 | \$3,368,105.80 |

Expenses Incurred in Prosecuting the Litigation

58. Girard Sharp's billing rates do not reflect charges for litigation expenses. Expense items are billed separately; such charges are not duplicated in the firm's lodestar.

59. Girard Sharp advanced a variety of out-of-pocket expenses in furtherance of the prosecution of this litigation. The expenses set forth below are reflected in my firm's books and records that are regularly maintained in the ordinary course of the firm's business. These books and records are prepared using invoices, receipts, check records, and other source materials and are an accurate record of the expenses incurred. Third-party expenses are not marked up, meaning that the firm requests reimbursement only for the amount actually billed by the third party. Below is an itemized list of the unreimbursed expenses that Girard Sharp incurred in this litigation.

| Expense Category | Amount |
|--|--------------------|
| Copying / Printing | \$5,043.90 |
| Court Fees (Filing Fees, etc.) | \$1,428.20 |
| Court Reporters / Transcripts | \$700.90 |
| Computer Research | \$20,898.15 |
| Telephone / Fax | \$830.29 |
| Postage / Express Delivery / Messenger | \$2,361.29 |
| Mediator Fees | \$49,699.88 |
| Expert Fees | N/A |
| Air and Ground Transportation | \$9,395.10 |
| Meals | \$172.98 |
| Lodging | \$9,040.67 |
| Miscellaneous / Other (Survey Monkey Subscription) | \$300.00 |
| TOTAL: | \$99,871.36 |

Time and Expenses of All Plaintiffs' Counsel

60. Girard Sharp has sought to carry out the Court's directive to "call upon the talent and expertise of the many other extremely well-qualified attorneys in the case . . . to aid in the many important tasks . . ." (Dkt. # 58.) To that end, throughout this litigation, Girard Sharp turned for advice and assistance to some of the most experienced privacy-law attorneys in the country, including Tina Wolfson, Norman E. Siegel, and John A. Yanchunis, who have served as lead or co-lead counsel in most of the largest data breach class actions—Equifax, Yahoo, Capital One, Marriott, Premera, Home Depot, Experian, etc.—resulting in hundreds of millions of dollars in recoveries for consumers. Together, these attorneys brought decades of experience from litigating data and privacy-related matters. Class members also benefitted from the considerable skill and experience of the attorneys from Cooper & Kirk, PLLC. Without limiting the scope of work performed by supporting counsel, in the interests of efficiency, throughout the litigation and negotiations, Ms. Wolfson was tasked with responsibility for class certification issues, Mr. Yanchunis assisted in developing models for damage recovery, Mr. Thompson and Mr. Patterson were charged with briefing and advising on issues surrounding litigation against the Government, Gary Mason performed various administrative duties in his role as Liaison Counsel, and Mr. Siegel provided continuing support on issues surrounding negotiation strategy and mediation preparation.

61. The team effort by all Plaintiffs' counsel in this case was apparent in our review of the timesheets of each co-counsel firm. In audit parameters provided to co-counsel firms and in calculating the total lodestar, Girard Sharp excluded work performed by other firms prior to appointment of Lead Counsel that did not provide a benefit to the class—such as drafting duplicative complaints—and all post-appointment time included in the lodestar was spent on work approved in advance by Girard Sharp. As with our firm's records, we carefully audited the daily

timesheets and the expense records of each of the co-counsel firms, exercising billing judgment to eliminate any unnecessary, excessive, or duplicative time and expense entries. This process removed hundreds of thousands of dollars in attorney time and expenses. After completion of our audit, we submitted all firms' detailed time and expense records to the Government for further review and audit. As a result, the Government has full transparency into the work performed by Plaintiffs' counsel in this litigation. Upon request, we will also provide these detailed records to the Court for *in camera* review.

62. Class Counsel's expenses are reflected on the books and records of the respective firms, and were reasonable and necessary to the successful resolution of this case.

63. **Exhibit E** to this declaration is a composite exhibit that contains supporting declarations from each of the Plaintiffs' firms whose professional time is included in the lodestar. A summary chart showing the time and expenses incurred by each firm in this litigation appears below.

| Firm | Hours | Lodestar at Market Rates | Lodestar at LSI Rate | Expenses |
|----------------------|-----------------|--------------------------|------------------------|----------------------|
| Girard Sharp | 5,061.3 | \$ 4,236,392.00 | \$ 3,368,105.80 | \$ 99,871.36 |
| Cooper & Kirk | 1,337.3 | \$ 1,127,912.50 | \$ 1,045,507.50 | \$ 716.00 |
| Stueve Siegel Hanson | 1,079.2 | \$ 864,165.00 | \$ 755,879.10 | \$ 25,532.75 |
| Ahdoot & Wolfson | 726.8 | \$ 627,269.00 | \$ 626,942.10 | \$ 5,890.11 |
| Mason | 679.3 | \$ 318,507.20 | \$ 370,593.75 | \$ 3,516.54 |
| Kohn Swift & Graf | 661.2 | \$ 396,596.50 | \$ 551,899.00 | \$ 5,046.21 |
| Morgan & Morgan | 494 | \$ 475,720.00 | \$ 391,241.10 | \$ 21,681.76 |
| Koluncich | 228.5 | \$ 131,387.50 | \$ 209,991.50 | \$ 3,092.69 |
| LippSmith | 102.8 | \$ 75,030.00 | \$ 86,816.20 | \$ 3,945.02 |
| Rosenthal | 93.3 | \$ 79,305.00 | \$ 85,742.70 | N/A |
| Cuneo Gilbert | 88.5 | \$ 71,201.25 | \$ 70,588.75 | \$ 2,278.07 |
| Barrack Rodos Bacine | 76 | \$ 55,770.00 | \$ 58,458.00 | \$ 2,265.06 |
| Webb, Klase & Lemond | 58.3 | \$ 39,757.50 | \$ 45,169.90 | N/A |
| Mandelbaum Barrett | 41.4 | \$ 30,570.00 | \$ 36,588.60 | N/A |
| Tycko & Zavareei | 21.9 | \$ 15,953.90 | \$ 16,060.30 | \$ 646.31 |
| TOTALS: | 10,749.8 | \$ 8,545,537.35 | \$ 7,719,584.30 | \$ 174,481.88 |

64. Consistent with the Court's recommendation that the parties explore resolution of the attorneys' fee application, Plaintiffs provided the Government with detailed time entries and support for their expense reimbursement requests, and received initial feedback from the Government. Plaintiffs will continue these efforts to reach agreement with Government.

Service Awards for the Plaintiffs

65. All of the Named Plaintiffs made significant contributions to the litigation and settlement and took a risk by standing up to serve the class after the breach of their sensitive information. Each Plaintiff retained counsel, communicated with Class Counsel over the course of the litigation, searched for and preserved their records, provided confidential information and documents related to the breach, reviewed and approved the pleadings, were kept apprised of case progress and the negotiations, and approved the settlement. Each Plaintiff also assisted with the mediation efforts by providing detailed information in follow-up interviews with Class Counsel and in written questionnaires in response to OPM's information requests.

66. Based on the time and effort the Named Plaintiffs dedicated to the class over the course of this litigation, I believe that a \$5,000 service award to each of them is fair and reasonable, and respectfully request these awards be approved.

* * *

67. Based on the facts stated above and the points and authorities set forth in their accompanying motions, Plaintiffs respectfully request that the Court grant final approval of the Settlement and approve the requested awards.

I declare under penalty of perjury that the foregoing is true and correct. Executed July 21, 2022.

By: /s/ Daniel C. Girard
Daniel C. Girard

EXHIBIT A

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

This Document Relates To:
ALL CASES

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

**DECLARATION OF CORALI LOPEZ-CASTRO IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, REIMBURSEMENT OF LITIGATION EXPENSES,
AND SERVICE AWARDS**

I, Corali Lopez-Castro, declare as follows under 28 U.S.C. § 1746:

1. I am a member of the Florida State Bar and managing partner of the law firm of Kozyak Tropin & Throckmorton (“KTT”) in Miami, Florida. KTT has been at the forefront of some of the most complex litigation matters in the country, including serving as co-lead counsel obtaining a \$1 billion resolution of the litigation arising from the Champlain Towers South condominium collapse in Surfside, Florida on June 23, 2021. If called to testify to the facts set forth herein, I could and would competently do so.

2. I specialize in bankruptcy and commercial litigation matters. In 2014, I was inducted as a Fellow of the American College of Bankruptcy, which recognizes individuals for their professional excellence and contributions to the field of restructuring and insolvency. In 2018, I also was inducted as a Fellow of the International Academy of Trial Lawyers.

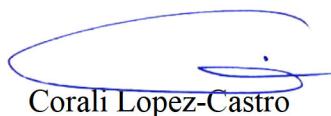
3. I have been a partner at KTT since 1998, and am currently serving my third term as managing partner. In that capacity, I am very familiar with hourly rates charged by law firms in commercial litigation matters, particularly complex commercial litigation in large U.S. city markets for such legal services.

4. KTT retained Girard Sharp LLP to serve as co-counsel in a high-stakes commercial arbitration before the Judicial Arbitration and Mediation Services (“JAMS”) in San Francisco, California. The matter concerns alleged contractual breaches related to the parties’ participation in the Paycheck Protection Program administered by the Small Business Administration, with support from the U.S. Department of the Treasury, and the amount in controversy in the arbitration exceeds \$400 million. Girard Sharp’s team in that matter is made up of managing partner Daniel C. Girard, partners Jordan Elias and Simon Grille, and senior associate Trevor Tan.

5. I have been responsible for submitting to my client Girard Sharp's hourly bills at the firm's customary rates. I have recommended that my client pay these bills in full, based on my assessment of the firm's responsiveness, efficiency, analytical and written capabilities, advocacy skills, and timekeeping practices. My client has paid in full all of Girard Sharp's bills for professional services rendered in the arbitration described above.

6. Based on my experience over decades of practice, I believe Girard Sharp's rates for the performance of legal services (including as adjusted for inflation) are fully justified in the relevant San Francisco and Miami legal communities, among others, and the firm's skills, services, and dedication are representative of those expected of attorneys charging similar rates.

I declare under penalty of perjury that the foregoing is true and correct. Executed on July 5, 2022.



Corali Lopez-Castro

EXHIBIT B

Free Newsletter Sign Up

Business & Practice

Big Law Rates Topping \$2,000 Leave Value ‘In Eye of Beholder’

By Roy Strom

Column

June 9, 2022, 2:30 AM

Welcome back to the Big Law Business column on the changing legal marketplace written by me, Roy Strom. Today, we look at a new threshold for lawyers' billing rates and why it's so difficult to put a price on high-powered attorneys. Sign up to receive this column in your inbox on Thursday mornings. Programming note: Big Law Business will be off next week.

Some of the nation's top law firms are charging more than \$2,000 an hour, setting a new pinnacle after a two-year burst in demand.

Partners at Hogan Lovells and Latham & Watkins have crossed the threshold, according to court documents in bankruptcy cases filed within the past year.

Other firms came close to the mark, billing more than \$1,900, according to the documents. They include Kirkland & Ellis, Simpson Thacher & Bartlett, Boies Schiller Flexner, and Sidley Austin.

Simpson Thacher & Bartlett litigator Bryce Friedman, who helps big-name clients out of jams, especially when they're accused of fraud, charges \$1,965 every 60 minutes, according to a court document.

In need of a former acting US Solicitor General? Hogan Lovells partner Neal Katyal bills time at \$2,465 an hour. Want to hire famous litigator David Boies? That'll cost \$1,950 an hour (at least). Reuters was first to report their fees.

Eye-watering rates are nothing new for Big Law firms, which typically ask clients to pay higher prices at least once a year, regardless of broader market conditions.

"Value is in the eye of the beholder," said John O'Connor, a San Francisco-based expert on legal fees. "The perceived value of a good lawyer can reach into the multi-billions of dollars."

Kirkland & Ellis declined to comment on its billing rates. None of the other firms responded to requests to comment.

Charge It Up

Big Law firms are crossing the \$2,000-an-hour threshold after two years of surging rates driven by an increase in demand for lawyers.

| Firm | Highest Billing Rate |
|----------------------------|----------------------|
| Hogan Lovells | \$2,465 |
| Latham & Watkins | \$2,075 |
| Kirkland & Ellis | \$1,995 |
| Simpson Thacher & Bartlett | \$1,965 |
| Boies Schiller Flexner | \$1,950 |
| Sidley Austin | \$1,900 |

Source: Court documents

Bloomberg Law

Law firms have been more successful raising rates than most other businesses over the past 15 years.

Law firm rates rose by roughly 40 percent from 2007 to 2020, or just short of 3 percent per year, Thomson Reuters Peer Monitor data show. US inflation rose by about 28% during that time.

The 100 largest law firms in the past two years achieved their largest rate increases in more than a decade, Peer Monitor says. The rates surged more than 6% in 2020 and grew another 5.6% through November of last year. Neither level had been breached since 2008.

The price hikes occurred during a once-in-a-decade surge in demand for law services, which propelled profits at firms to new levels. Fourteen law firms reported average profits per equity partner in 2021 over \$5 million, according to data from The American Lawyer. That was up from six the previous year.

The highest-performing firms, where lawyers charge the highest prices, have outperformed their smaller peers. Firms with leading practices in markets such as mergers and acquisitions, capital markets, and real estate were forced to turn away work at some points during the pandemic-fueled surge.

Firms receive relatively tepid pushback from their giant corporate clients, especially when advising on bet-the-company litigation or billion-dollar deals.

The portion of bills law firms collected—a sign of how willingly clients pay full-freight—rose during the previous two years after drifting lower following the Great Financial Crisis. Collection rates last year breached 90% for the first time since 2009, Peer Monitor data show.

Professional rules prohibit lawyers from charging “unconscionable” or “unreasonable” rates. But that doesn’t preclude clients from paying any price they perceive as valuable, said Jacqueline Vinaccia, a San Diego-based lawyer who testifies on lawyer fee disputes.

Lawyers’ fees are usually only contested when they will be paid by a third party.

That happened recently with Hogan Lovells’ Katyal, whose nearly \$2,500 an hour fee was contested in May by a US trustee overseeing a bankruptcy case involving a Johnson & Johnson unit facing claims its talc-based powders caused cancer.

The trustee, who protects the financial interests of bankruptcy estates, argued Katyal’s fee was more than \$1,000 an hour higher than rates charged by lawyers in the same case at Jones Day and Skadden Arps Slate Meagher & Flom.

A hearing on the trustee’s objection is scheduled for next week. Hogan Lovells did not respond to a request for comment on the objection.

Vinaccia said the firm’s options will be to reduce its fee, withdraw from the case, or argue the levy is reasonable, most likely based on Katyal’s extensive experience arguing appeals.

Still, the hourly rate shows just how valuable the most prestigious lawyers’ time can be—even compared to their highly compensated competitors.

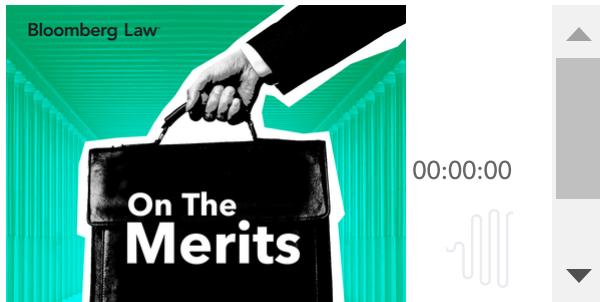
“If the argument is that Jones Day and Skadden Arps are less expensive, then you’re already talking about the cream of the crop, the top-of-the-barrel law firms,” Vinaccia said. “I can’t imagine a case in which I might argue those two firms are more reasonable than the rates I’m dealing with.”

Worth Your Time

On Cravath: Cravath Swaine & Moore is heading to Washington, opening its first new office since 1973 by hiring former heads of the U.S. Securities and Exchange Commission and Federal Deposit Insurance Corporation. Meghan Tribe reports the move comes as Big Law firms are looking to add federal government expertise as clients face more regulatory scrutiny.

On Big Law Promotions: It’s rare that associates get promotions to partner in June, but Camille Vasquez is now a Brown Rudnick partner after she shot to fame representing Johnny Depp in his defamation trial against ex-wife Amber Heard.

On Working From Home: I spoke this week with Quinn Emanuel’s John Quinn about why he thinks law firm life is never going back to the office-first culture that was upset by the pandemic. Listen to the podcast here.



That's it for this week! Thanks for reading and please send me your thoughts, critiques, and tips.

To contact the reporter on this story: Roy Strom in Chicago at rstrom@bloomberglaw.com

To contact the editors responsible for this story: Chris Opfer at copfer@bloomberglaw.com; John Hughes at jhughes@bloombergindustry.com

Documents

[Trustee's Objection](#)

Related Articles

[Overworked Big Law Can't Find Enough Lawyers With Demand Surging](#) Dec. 9, 2021, 3:00 AM

[Never Underestimate Big Law's Ability to Raise Billing Rates](#) Aug. 12, 2021, 3:00 AM

Law Firms

Simpson Thacher
Hogan Lovells
Jones Day
Skadden
Sidley Austin
Quinn Emanuel
Cravath Swaine & Moore
Latham & Watkins
Kirkland & Ellis
Boies Schiller Flexner

Topics

expert fees
compensation of bankruptcy attorney
acquisitions
U.S. trustees
financial markets
client-paid legal fees
data breaches

Companies

Johnson & Johnson
Thomson Reuters Corp

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EXHIBIT C



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ANALYSIS

Aggressive Billing Rate Increases Appear Likely, but Can Clients Stomach It?

Associate salary increases will likely contribute to higher rate hikes, but law firms will have to navigate clients' own anxieties about inflation.

January 24, 2022 at 10:30 AM

🕒 5 minute read

Law Firm Management

[Andrew Maloney](#)

Editorial

What You Need to Know

- Law firms increased billing rates by about 3.9% last year, above the average annual increase.
- Firms will be motivated to raise rates again, amid high inflation and talent costs.
- But inflation is also on the minds of clients. Client communication will remain key.

Large law firms were broadly able to boost billing rates by an average of nearly 4% last year while posting their highest realization rates since the Great Recession.

And it wouldn't be surprising if law firms try to raise billing rates just as much or more in 2022, especially as inflation surges, elite law firms install another associate salary bump and the overall cost for top talent increases. Still, analysts and law firm leaders say big firms will have to navigate significant rate pressures, including [clients' own anxieties about inflation](#).

Overall, law firms increased billing rates by about 3.9% last year, with Am Law 100 firms notching a 5.6% average increase, according to the most recent State of the Legal Market Report. Second Hundred and midsize firms increased rates by 3.4% and 3%, respectively. While the industry-wide average is down slightly from 2020, the authors still described the 2021 billing rate increases as "fairly aggressive."

The average annual rate increase for firms since 2008 is around 3%. Jim Jones, a lead author on the report, [said](#) a year ago that he would be surprised if clients would "sit still" for a comparable hike relative to 2020—about 5%—given the continuing uncertainties of COVID-19 and corporate counsel demands to control costs.

But Jones, speaking in an interview this month, said he remains surprised, especially given that firms across segments had a 90.6% realization rate—the highest level since around the Great Recession in 2009. "I keep thinking we're going to hit a limit, but we never seem to hit it," said Jones, director of the Georgetown University Law Center on Ethics and the Legal Profession, about rising billing rates.

Law firms have reason to consider another round of aggressive rate increases in 2022, especially after prominent law firms in the last week raised, again, the salary scale for associates.

Event

[Elite Trial Lawyers 2022 \(ETL\)](#)

The National Law Journal Elite Trial Lawyers recognizes U.S.-based law firms performing exemplary work on behalf of plaintiffs.

[Get More Information](#)

Speaking generally, "pushing through salary increases furthers the need for annual rate increases. It has to, in order to maintain adequate margin and profitability," said Cara Rhodes, a law firm consultant at Hoffman Alvary.

Market and practice-specific differences also affect the rates, noted Jim Cotterman, a consultant with Altman Weil. But if the battle for talent continues at the current clip, it's a good bet that rates will continue at pace, too.

"I have not seen much resistance to higher rates and law firms are keen to cover the cost of rising compensation costs from all of the activity last year," Cotterman said in an email. "I expect the rate increases are going to center around that more than inflation."

Firms surveyed by Georgetown and Thomson Reuters saw near-double-digit growth in their direct expenses last year, due significantly to associate compensation increases, while only increasing head count modestly, according to the State of the Legal Market Report.

"In response to the fierce competition for talent, firms are spending huge amounts of money and putting their profits at increasing risk for fairly modest returns—at least if you consider the real costs of high levels of lawyer turnover," the report stated.

Rate Pressures

Inflation concerns could nudge firms to raise billing rates more. Inflation jumped at its fastest pace in nearly 40 years last month.

But analysts and law firm leaders say inflation could also motivate clients to talk with their lawyers about controlling rates. A report published last week by The Conference Board, a business research group, found that inflation was the second-biggest threat cited by hundreds of CEOs around the globe.

James Goodnow, CEO of Fennemore, said it would be "foolish" for any law firm leader to ignore the trajectory of inflation. He said in an email that the 7% increase in the consumer price index will not only affect things like deal financing terms, the cost of technology that law firms use as well as their health care expenses, but how they should think about interactions with their clients.

"With corporate expenses climbing, some clients may want to tighten their belts to maintain margins," Goodnow said. "Relationship lawyers need to understand client needs better than ever and be ready to justify the value they're bringing to the table."

Josh Lorentz, a partner at Dinsmore & Shohl who chairs the firm's finance committee, noted that rate increases aren't just accepted unconditionally. They're the result of a communication and negotiation process, he said, and one reason firms may be posting such high realization rates is they're already doing a fairly good job of communicating their costs to clients.

Law firms that come up with alternative fee arrangements and that also successfully use analytics—such as in forecasting how to staff a matter so more high-priced timekeepers are only working segments where they're really needed—will be better situated to make a case for their rates, he said.

"For those firms that are willing to do it, they'll rise to the top," Lorentz said. "And the firms that don't want to be creative and don't want to be innovative, their clients will find firms that will be."

Jason Winmill, a consultant at Argopoint who advises corporate legal departments, said corporate America is currently "organizing its battle plans against inflation" and that includes managing costs of outside counsel. He said companies can use competitive pressures and shift to lower-cost firms, handle more legal work in-house and perhaps ultimately, selectively do without legal advice on certain matters if rates keep increasing.

"Inflation doesn't mean they're going to stop using Big Law firms. Outside counsel are critical to the in-house counsel business model," Winmill said. "But they will employ a host of strategies to substitute, reduce, and limit cost increases, if possible."

RELATED STORIES

[**Rate Pressure and Rising Expenses Are Expected to Challenge Firms in 2021**](#)

[**Inflation Triggers Anxiety Over Rising Costs at Big Law Firms**](#)

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June 30, 2022

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CLASS ACTIONS | MASS TORTS

Critical Mass

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EXHIBIT D

DAVID BOIES BILLS \$1,950 HOURLY IN GOOGLE CASE,..., 71 No. 15 Bankr. Ct....

71 No. 15 Bankr. Ct. Dec. News 9

Bankruptcy Court Decisions Weekly News & Comments

Volume 71, Issue 15

June 30, 2022

Attorney News

DAVID BOIES BILLS \$1,950 HOURLY IN GOOGLE CASE, COURT FILING SHOWS

Reuters (June 6) - Prominent trial lawyer David Boies is billing \$1,950 an hour in a case alleging privacy violations against Alphabet Inc's Google LLC, according to a court filing seeking fees after a judge sanctioned the company for litigation misconduct.

The fee petition filed on June 3 by Boies and other lawyers on the plaintiffs' team came in response to a U.S. magistrate judge's ruling in San Jose, California, federal court last month that said Google failed to timely disclose certain pieces of evidence, including the names of key employees.

The judge said the plaintiffs were entitled to some legal fees as a sanction against Google. The internet search company denied that it had violated any court orders, and it has contested the underlying privacy claims in the proposed class action over its "Incognito" web-search setting.

Google's attorneys have urged the judge not to impose any sanctions.

Boies, 81, who founded litigation-focused firm Boies Schiller in 1997, developed his name as a lawyer for the U.S. government in its landmark antitrust case against Microsoft Corp. More recently, Boies faced criticism over his work for Harvey Weinstein, the former Hollywood producer convicted of rape in 2020. Boies' law firm has seen numerous departures to rival firms in recent years.

He did not return messages seeking comment.

DAVID BOIES BILLS \$1,950 HOURLY IN GOOGLE CASE,..., 71 No. 15 Bankr. Ct....

The average hourly rate charged by law firms in 2021 across the market was \$533, according to a 2022 report by Thomson Reuters Institute and Georgetown University Law Center. The report said large U.S. firms led the pack amid a “fairly aggressive” increase in billing rates.

Well-known lawyer Kannon Shanmugam of Paul, Weiss, Rifkind, Wharton & Garrison was billing last year at \$1,824 hourly. Recent filings in a bankruptcy case showed Hogan Lovells partner Neal Katyal charging \$2,465 hourly.

Jim Jones, senior fellow at Georgetown Law's Center on Ethics and the Legal Profession, called \$2,000 hourly rates “very high” and would be limited “to people who were right at the top of their game and major rainmakers.”

The underlying lawsuit was filed in 2020 and alleges Google invaded the privacy of web users who were browsing sites while in “private” mode. The complaint said Google had secretly collected information from those users of the company’s “Incognito” browsing mode.

A Google spokesperson did not immediately comment, and a lawyer for Google at Quinn Emanuel Urquhart & Sullivan did not immediately respond to a message seeking comment.

The plaintiffs' firms, which also include Susman Godfrey and Morgan & Morgan, are seeking more than \$1.07 million in fees and costs for their work drafting certain court filings and preparing for a hearing.

For Brown: Mark Mao of Boies Schiller Flexner; Bill Carmody of Susman Godfrey; and John Yanchunis of Morgan & Morgan.

For Google: Andrew Schapiro of Quinn Emanuel Urquhart & Sullivan.

(Reporting by Mike Scarcella.)

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71 No. 15 BCD-WNC 9

EXHIBIT E

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF TINA WOLFSON OF AHDOOT & WOLFSON, PC IN SUPPORT
OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE
AWARDS**

I, Tina Wolfson, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a founding partner of Ahdoot & Wolfson, PC (“AW”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. In 1998, Robert Ahdoot and I co-founded AW, now a nationally recognized law firm that specializes in complex and class action litigation, with a focus on privacy rights, consumer fraud, anti-competitive business practices, employee rights, defective products, civil rights, and taxpayer rights. I have been prosecuting cutting edge privacy cases since the late 1990s, when AW successfully advocated for the privacy rights of millions of consumers against major financial institutions based on the unlawful compilation and sale of detailed personal financial data to third-party telemarketers without consumers’ consent, in San Francisco Superior Court (Hon. Richard R. Kramer, Ret.). While such practices later became the subject of Gramm-Leach-Bliley Act regulation, they were novel and hidden from public scrutiny at the time we were prosecuting them. AW’s work shed light on how corporations and institutions collect, store, and monetize mass data, leading to governmental regulation. We have been at the forefront of privacy-related litigation since then.

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Staffing and Tasks Performed in This Matter

16. AW staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in AW's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in AW's lodestar and performed after such appointment was authorized by Lead Counsel.

17. In staffing this case, I utilized a core team of talented attorneys and staff to efficiently and effectively contribute to the PSC tasks assigned to AW, as described *supra* ¶¶ 6-10. Further information about the roles and contributions of each attorney and staff member is provided below.

18. **Tina Wolfson** has had an active role in all aspects of AW's work in this case, not only by overseeing all attorney and staff assignments, but directly contributing to factual investigation, legal research and briefing, oral argument, and settlement negotiations. In addition to my active role in all motion to dismiss and appellate briefing, I appeared at the motion to dismiss hearings and handled portions of Plaintiffs' oral argument. I also attended multiple pre-mediation and mediation sessions, as well as contributing extensively to Plaintiffs' mediation briefing and post-mediation research and related negotiations. I also had direct involvement in the drafting of the settlement agreement and motion for preliminary approval, which included my supervision of and contribution to multiple research assignments from lead counsel.

19. **Robert Ahdoot**, AW's co-founder, provided periodic analysis and strategy at key junctures in this litigation and throughout the mediation process, including when consulted by Lead Counsel. Mr. Ahdoot's contributions to the PSC strategy, drawing on his decades of class action experience, were integral to AW's successful efforts in this litigation and in achieving settlement.

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26. **Heidi Liivamagi** has been AW's primary paralegal for this matter since she joined the firm in 2021. She assisted our attorneys earlier this year with a research memorandum on a settlement issue assigned by Lead Counsel.

27. **Diana Kiem**, a former AW paralegal, was the firm's primary paralegal for this matter in previous years. Her work on this case included assisting me with preparation and research related to Plaintiffs' appellate briefing in 2017.

Expenses Incurred in the Prosecution of the Litigation

28. In connection with its efforts in this matter, AW advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--|-------------------|
| Copying / Printing | \$0.00 |
| Court Fees (Filing Fees, etc.) | \$500.00 |
| Court Reporters / Transcripts | \$0.00 |
| Computer Research | \$1,214.80 |
| Telephone / Fax | \$0.00 |
| Postage / Express Delivery / Messenger | \$236.76 |
| Mediator Fees | \$0.00 |
| Expert Fees | \$0.00 |
| Air and Ground Transportation | \$2,416.45 |
| Meals | \$17.36 |
| Lodging | \$1,504.74 |
| TOTAL: | \$5,890.11 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on the 14th of July, 2022, at Los Angeles, California.

/s/ Tina Wolfson

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF TINA WOLFSON OF AHDOOT & WOLFSON, PC IN SUPPORT
OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE
AWARDS**

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25. **Vanessa Shakib**, a former associate attorney at AW, provided significant research and briefing in opposition to Defendants' motions to dismiss in 2016.

26. **Heidi Liivamagi** has been AW's primary paralegal for this matter since she joined the firm in 2021. She assisted our attorneys earlier this year with a research memorandum on a settlement issue assigned by Lead Counsel.

27. **Diana Kiem**, a former AW paralegal, was the firm's primary paralegal for this matter in previous years. Her work on this case included assisting me with preparation and research related to Plaintiffs' appellate briefing in 2017.

Expenses Incurred in the Prosecution of the Litigation

28. In connection with its efforts in this matter, AW advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|---|-------------------|
| Copying / Printing | \$0.00 |
| Court Fees (Filing Fees, etc.) | \$500.00 |
| Court Reporters / Transcripts | \$0.00 |
| Computer Research | \$1,214.80 |
| Telephone / Fax | \$0.00 |
| Postage / Express Delivery / Messenger | \$236.76 |
| Mediator Fees | \$0.00 |
| Expert Fees | \$0.00 |
| Air and Ground Transportation | \$2,416.45 |
| Meals | \$17.36 |
| Lodging | \$1,504.74 |
| Miscellaneous / Other (Plaintiffs' litigation fund) | \$3,000.00 |
| TOTAL: | \$8,890.11 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on the 14th of July, 2022, at Los Angeles, California.

/s/ Tina Wolfson

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

This Document Relates To:
ALL CASES

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

**DECLARATION OF DAVID H. THOMPSON OF COOPER & KIRK, PLLC IN
SUPPORT OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND
SERVICE AWARDS**

I, David H. Thompson, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Cooper & Kirk, PLLC (“Cooper & Kirk”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Cooper & Kirk is a litigation boutique specializing in complex commercial, regulatory, and constitutional disputes in both federal and state courts. Our firm has extensive experience and expertise in constitutional, regulatory, antitrust, and administrative law. We have litigated class actions in a wide variety of contexts:

a. We are representing a class of insurance subscribers in an action alleging that the individual Blue Cross Blue Shield entities and the Blue Cross Blue Shield Association had conspired to allocate territorial markets in violation of Section 1 of the Sherman Act; the parties have entered a \$2.6 billion settlement which is awaiting final approval. *In re Blue Cross Blue Shield Antitrust Litigation*, MDL 2406.

b. We filed suit on behalf of a nationwide class of medical residents who sued their employers for setting salaries at below market wages in violation of the federal antitrust laws; the case ended when Congress intervened to bless the program our clients were challenging. *Jung v. Association of American College of Medicine*, No. 02-0873 (D.C. Circuit).

c. We represented a class of individuals afflicted with Hepatitis C whose healthcare insurer denied them access to a new drug that would cure their disease; we obtained a settlement

seeking to facilitate the ability of every member of the class to access this cure. *Shank v. Health Care Service Corporation*, No. 16-2992 (N.D. Ill.).

d. We have filed a class action on behalf of hospitals seeking to recover millions of dollars of payments from a state fund established to reimburse hospitals for a portion of the costs incurred to provide charity care to Pennsylvania's sickest uninsured patients. The district court dismissed the case, but the Third Circuit reversed. *St. Luke's Health Network, Inc. v. Lancaster General Hospital*, No. 18-2157 (E.D. Pa.).

Work Performed in Connection with the Litigation

3. Cooper & Kirk's attorneys played a central role in formulating the class's strategy for resolving the jurisdictional and merits questions presented in this class action brought on behalf of the victims of a massive data breach of federal government computer systems.

a. Cooper & Kirk attorneys researched the jurisdictional objections and affirmative defenses that class counsel anticipated the Defendants would raise in their motions to dismiss, including Article III and prudential standing; ripeness and exhaustion of administrative remedies; the availability of equitable relief under the Administrative Procedure Act and the Privacy Act; potential defenses under the state secrets doctrine; and sovereign immunity and derivative sovereign immunity; this research facilitated the drafting of the Second Amended Complaint and the briefing in opposition to Defendants' motions to dismiss.

b. Cooper & Kirk attorneys were responsible for drafting several sections of the class's opposition to Plaintiffs' motion to dismiss, including those responding to Defendants' arguments that the Court should dismiss Plaintiffs' claims for lack of Article III standing, on the ground that Plaintiffs' lacked statutory standing to seek prospective relief under the APA, on the ground that Plaintiffs had not alleged actual damages under the Privacy Act, and on grounds of

sovereign immunity and derivative sovereign immunity. Our attorneys also responded to Defendants' argument that the class had not adequately alleged that OPM breached its express and implied contractual obligations to the class members and drafted the section of the brief establishing that a special master could be appointed to oversee technical issues of compliance. Our attorneys participated in the oral argument of the motion to dismiss.

c. After the Class's action was dismissed by the Court, Cooper & Kirk participated in both formulating the appellate litigation strategy and drafting the opening and reply briefs before the D.C. Circuit. We performed the research and assisted in drafting the arguments in support of Plaintiffs' Article III standing, and that Plaintiffs had suffered economic loss for purposes of their Privacy Act claims. One of our attorneys, Peter Patterson, presented the oral argument before the Court of Appeals. Significant time was expended reviewing defendants' briefs and preparing for oral argument, as well as preparing Class Plaintiffs' supplemental filings before the Court of Appeals.

d. Cooper & Kirk attorneys worked under the direction of lead counsel to analyze many legal issues that arose during settlement negotiations, including the statute of limitations applicable to claims under the Privacy Act, the state secrets privilege, the availability of the Judgment Fund to support a settlement, the Rule 23 standards governing preliminary and final approval of the settlement, including those governing the awarding of attorneys' fees. Our attorneys drafted and reviewed documents related to the negotiation of the settlement, including settlement offers, draft settlement agreements, and class notices and claims administration.

4. In performing work on the case, Cooper & Kirk's attorneys and staff expended 1,337.3 hours for a total lodestar of \$1,127,912.50.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Cooper & Kirk exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, overtime and other internal administrative costs. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter for Cooper & Kirk, their most recent (or, in the case of those who have left the firm, last) positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|---------------|------------------|---------|-------|--------------|
| D. Thompson | Managing Partner | \$1,395 | 166.1 | \$231,709.50 |
| V. Colatriano | Partner | \$975 | 17.3 | \$16,867.50 |
| P. Patterson | Partner | \$925 | 428.6 | \$396,455.00 |
| H. Nielson | Partner | \$775 | 21.5 | \$16,662.50 |
| J. Ohlendorf | Partner | \$750 | 152.6 | \$114,450.00 |
| H. Proctor | Partner | \$750 | 14.0 | \$10,500.00 |
| H. Reeves | Of Counsel | \$755 | 332.1 | \$250,735.50 |
| J. Alicea | Of Counsel | \$750 | 43.2 | \$32,400.00 |
| D. Cooper | Associate | \$630 | 16.1 | \$10,143.00 |
| T. Kane | Associate | \$625 | 21.3 | \$13,312.50 |
| S. Baird | Associate | \$525 | 8.4 | \$4,410.00 |
| S. Lindsay | Associate | \$525 | 12.4 | \$6,510.00 |
| H. Slugh | Staff Attorney | \$365 | 9.6 | \$3,504.00 |
| R. Dempsey | Staff Attorney | \$330 | 7.4 | \$2,442.00 |
| M. Weitzner | Staff Attorney | \$330 | 13.9 | \$4,587.00 |
| E. Barton | Legal Assistant | \$185 | 27.0 | \$4,995.00 |
| E. Brainard | Legal Assistant | \$185 | 21.4 | \$3,959.00 |

| Timekeeper | Role | Rate | Hours | Lodestar |
|------------|-----------------|--------|---------|----------------|
| N. Sagara | Legal Assistant | \$175 | 24.4 | \$4,270.00 |
| | | TOTAL: | 1,337.3 | \$1,127,912.50 |

7. The rates set forth above are these professionals' customary rates that Cooper & Kirk currently charges in similar matters for which the firm is paid. For former employees, the rate used is the rate charged for the professional when they left the firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. The firm's hourly rates have been approved by courts in other cases, including *Illinois Association of Firearms Retailers v. City of Chicago*, 961 F. Supp. 2d 928 (N.D. Ill. 2014); *Shepard v. Madigan*, 2014 WL 4825592, at*6 (S.D. Ill. Sept. 29, 2014); and *NRA v. Village of Oak Park*, 871 F. Supp. 2d 781, 791 (N.D. Ill. 2012).

8. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Cooper & Kirk's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|---------------|-------------------------|----------|-------|--------------|
| D. Thompson | 28 | \$919 | 166.1 | \$152,645.90 |
| V. Colatriano | 32 | \$919 | 17.3 | \$15,898.70 |
| P. Patterson | 16 | \$764 | 428.6 | \$327,450.40 |
| H. Nielson | 25 | \$919 | 21.5 | \$19,758.50 |
| J. Ohlendorf | 12 | \$764 | 152.6 | \$116,586.40 |
| H. Proctor | 10 | \$676 | 14.0 | \$9,464.00 |
| H. Reeves | 26 | \$919 | 332.1 | \$305,199.90 |
| J. Alicea | 9 | \$676 | 43.2 | \$29,203.20 |
| D. Cooper | 8 | \$676 | 16.1 | \$10,883.60 |

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|-------------|-------------------------|----------|---------|----------------|
| T. Kane | 4 | \$468 | 21.3 | \$9,968.40 |
| S. Baird | 4 | \$468 | 8.4 | \$3,931.20 |
| S. Lindsay | 5 | \$468 | 12.4 | \$5,803.20 |
| H. Slugh | 14 | \$764 | 9.6 | \$7,334.40 |
| R. Dempsey | 4 | \$468 | 7.4 | \$3,463.20 |
| M. Weitzner | 23 | \$919 | 13.9 | \$12,774.10 |
| E. Barton | N/A | \$208 | 27.0 | \$5,616.00 |
| E. Brainard | N/A | \$208 | 21.4 | \$4,451.20 |
| N. Sagara | N/A | \$208 | 24.4 | \$5075.20 |
| | | TOTAL: | 1,337.3 | \$1,045,507.50 |

Staffing and Tasks Performed in This Matter

9. Cooper & Kirk staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Cooper & Kirk's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Cooper & Kirk's lodestar and performed after such appointment was authorized by Lead Counsel.

10. Further information about the roles and contributions of each attorney and staff member is provided below.

a. David H. Thompson – Mr. Thompson was the lead lawyer for the Firm and appointed a member of the Steering Committee for the class. He was involved in formulating the litigation strategy pursued by the class leadership, participated in the settlement process, and reviewed briefings and other filings.

b. Peter A. Patterson – Mr. Patterson argued part of the motion to dismiss and the D.C. Circuit appeal. He was involved extensively in the researching and briefing of the issues raised in the district court, before the D.C. Circuit, and during the settlement process.

c. Harold S. Reeves – Mr. Reeves assisted in drafting the briefing before the District Court and performed extensive legal research in support of the settlement negotiation efforts.

d. John D. Ohlendorf – Mr. Ohlendorf assisted in researching and briefing the appeal before the D.C. Circuit.

e. J. Joel Alicea – Mr. Alicea assisted in researching and briefing the appeal before the D.C. Circuit.

f. All other members of the firm were involved in research, drafting, review of briefs, strategic discussions and administrative activities related to this matter.

Expenses Incurred in the Prosecution of the Litigation

11. In connection with its efforts in this matter, Cooper & Kirk advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--------------------------------|----------|
| Copying / Printing | \$16.00 |
| Court Fees (Filing Fees, etc.) | \$700.00 |
| TOTAL: | \$716.00 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 19, 2022, in the state of Georgia.

/s/ David H. Thompson

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF JOHN A. YANCHUNIS OF MORGAN AND MORGAN
COMPLEX LITIGATION GROUP IN SUPPORT OF PLAINTIFFS' MOTION FOR
ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, John A. Yanchunis, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner at Morgan & Morgan. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. I lead the class action section of the law firm. My practice—which began after completing a two-year clerkship with United States District Judge Carl O. Bue, Jr., S.D. Tex.—has concentrated on complex litigation and spans over 40 years, including consumer class actions for more than two-thirds of that time. As a result of my extensive experience in privacy and data-breach litigation, I regularly lecture at seminars regarding privacy litigation.

3. Alongside my experience in the area of privacy, I also served as lead, co-lead, and class counsel in numerous national class actions, including multi-district litigation, involving a wide range of subjects affecting consumers, including antitrust, defective products, life insurance, annuities, and deceptive and unfair acts and practices. In 2014 and 2020, I was recognized by the National Law Journal as a trailblazer in the area of privacy litigation, and in 2020, I was recognized by LAW 360 for the second year in a row as one of 4 MVPs in the area of privacy and cyber security litigation. For my work in the area of privacy litigation, I was awarded Florida Lawyer of the Year by The Daily Business Review.

4. As a result of experience in insurance and complex litigation at the beginning of my career, beginning in 2005, I was selected by Tom Gallagher, the Chief Financial Officer for the state of Florida and a member of the Florida Cabinet, to serve as lead counsel for the Florida

Department of Financial Services and the Florida Department of Insurance Regulation (the insurance regulators of Florida) in their investigations of the insurance industry on issues concerning possible antitrust activity and other possible unlawful activities regarding the payment of undisclosed compensation to insurance brokers. I served as lead regulator counsel and worked with a core group of state Attorneys General from the National Association of Attorneys General, who were selected to conduct the investigations. The insurance regulator for Florida was the only insurance regulator in the group. The litigation that was filed and the related investigations netted millions of dollars in restitution for Florida consumers and resulted in significant changes in the way commercial insurance is sold in Florida and across the country.

5. During my career, I have tried numerous cases in state and federal courts, including one of the largest and longest insurance coverage cases in U.S. history, which was filed in 1991 by the Celotex Corporation and its subsidiary, Carey Canada, Inc. During the seventeen years the case pended, I served as lead counsel for several insurance companies, regarding coverage for asbestos and environmental claims. The case was tried in three phases over several years beginning in 1992. I was also lead counsel for these parties in the subsequent appeals that followed a judgment in favor of my clients.

6. I began my work in privacy litigation in 1999 with the filing of *In re Doubleclick Inc. Privacy Litigation*, 154 F. Supp. 2d 497 (S.D.N.Y. 2001), alleging privacy violations based on the placement of cookies on hard drives of internet users. Beginning in 2003, I served as co-Lead Counsel in the successful prosecution and settlement of privacy class action cases involving the protection of privacy rights of more than 200 million consumers under the Driver's Protection Privacy Act (DPPA) against the world's largest data and information brokers, including Experian, R.L. Polk, Acxiom, and Reed Elsevier (which owns Lexis/Nexis). See *Fresco*

v. Automotive Directions, Inc., No. 03-61063-JEM (S.D. Fla.), and *Fresco v. R.L. Polk*, No. 07-cv-60695-JEM (S.D. Fla.). Subsequently, I served as co-Lead Counsel in the DPPA class cases, *Davis v. Bank of America*, No. 05-cv-80806 (S.D. Fla.) (\$10 million class settlement), and *Kehoe v. Fidelity Fed. Bank and Trust*, No. 03-cv-80593 (S.D. Fla.) (\$50 million class settlement).

7. I have been appointed and served in leadership positions a number of multidistrict litigation in the area of privacy and data breaches: *In re: Capital One Consumer Data Security Breach Litigation*, No. 1:19-MD-2915-AJT (E.D. Va.) (Co-Lead) (Court has preliminarily approved a \$190,000,000.00 common fund); *In re Yahoo! Inc. Customer Data Security Breach Litigation*, No. 5:16-MD-02752-LHK (N.D. Cal.) (“Yahoo”) (Lead Counsel) (Court approved \$117,500,000.00 common fund settlement for approximately 194 million U.S. residents and 270,000 Israeli citizens); *In re The Home Depot, Inc. Consumer Data Sec. Data Breach Litig.*, No. 1:14-md-02583-TWT (N.D. Ga.) (Co-Lead Counsel) (final judgment entered approving a settlement on behalf of a class of 40 million consumers with total value of \$29,025,000); *In Re: Equifax, Inc. Customer Data Security Breach Litigation*, 1:17-md-2800-TWT (N.D. Ga.) (member of the Plaintiffs’ Steering Committee) (final judgment entered approving \$380.5 million fund for 145 million consumers); *In re Target Corp. Customer Data Sec. Breach Litig.*, MDL No. 2522 (D. Minn.) (Executive Committee member) (final judgment approving a settlement on behalf of a class of approximately 100 million consumers).

8. My court-appointed leadership experience in non-MDL data breach class actions is likewise significant, and to just name several: *Schmidt, et al., v. Facebook, Inc.*, No. 3:18-cv-05982 (N.D. Cal.) (Co-Lead Counsel) (“Facebook”) (consolidated complaint filed in February 2019; motion for class certification fully briefed and argued on November 6, 2019); *Walters*

v. Kimpton Hotel & Restaurant, No. 3:16-cv-05387 (N.D. Cal.) (“Kimpton”) (Lead Counsel) (class action settlement final approval order entered July 11, 2019); *In re: Arby’s Restaurant Group, Inc. Data Sec. Litig.*, Nos. 1:17-cv-514 and 1:17-cv-1035 (N.D. Ga.) (co-Liaison Counsel) (final approval of a class settlement entered June 6, 2019); *Jackson, et al., v. Wendy’s Int’l, LLC*, No. 6:16-cv-210-PGB (M.D. Fla.) (final approval of a class settlement entered February 26, 2019); *Henderson v. Kalispell Regional Healthcare*, No. CDV-19-0761 (Montana Eighth Judicial Court – Cascade County) (final approval of class settlement entered January 5, 2021); *In re: Citrix Data Breach Litigation*, No. 19-cv-61350 (S.D. Fla.) (preliminary approval of class action settlement entered on January 26, 2021); *Kuss v. American HomePatient, Inc., et al.*, 18-cv-2348 (M.D. Fla.) (final approval of class action settlement entered on August 13, 2020); *Fulton-Green v. Accolade, Inc.*, 18-cv-274 (E.D. Pa.) (final approval of class action settlement entered September 23, 2019); *Nelson v. Roadrunner Transp. Sys., Inc.*, 18-cv-7400 (N.D. Ill.) (final approval of class action settlement entered September 15, 2020).

9. My experience in these major data breach matters extends far beyond simply briefing threshold issues and negotiating settlements. Rather, I have personally deposed dozens of corporate representatives, software engineers, cyber professionals and CISOs in major data breach cases such as Capital One, Yahoo, Kimpton, and Facebook. In addition, I have defended experts used in these cases and also deposed defense liability and damage experts.

10. As result of my experience in the area of class litigation and ethics, I have served as an expert for The Florida Bar on ethical issues arising in class action litigation.

11. I am a frequent lecturer on privacy and class litigation nationally and internationally, including at international conferences, having presented at the University of Haifa’s 2019 Class Action Conference, in Haifa, Israel, attended by lawyers, judges and law

professors from around the world. In 2020 I lectured on data privacy in Mexico, and in November 2020 I presented on data privacy to an international group of lawyers, judges and professors at a symposium in London sponsored by the London Law Society. In June 2022, I spoke on privacy litigation at a symposium at the University of Amsterdam, which was sponsored by four universities, three located in the Netherlands and one in Israel. This November I am speaking again on privacy issues at a symposium in London sponsored by the London Law Society.

Work Performed in Connection with the Litigation

12. In coordination with co-counsel, my firm performed various tasks in connection with this litigation, including:

- Conduct factual investigation in wake of data breach; conduct legal research to determine applicable law, venue, personal jurisdiction, and potential causes of action; correspond with potential class representatives; draft individual complaint and related filings.
- Represent client in JPML proceedings.
- Draft papers and coordinate with co-counsel regarding proposed leadership structure, strategy for litigation, and division of labor.
- Conduct factual investigation, plaintiff vetting, and witness interviews for consolidated complaint and related papers.
- Consult and provide Lead Counsel with information obtained from data security experts, including ex-FBI agents, to supplement investigation into OPM's deficient cybersecurity practices and protocols.
- Responding to pretrial motions, including motions to dismiss.

- Research and draft appellate briefs and related papers and coordinate with co-counsel regarding presentation of oral argument.
- Coordinate with co-counsel in drafting and responding to discovery and other pretrial matters.
- Engage and consult with liability and damage experts for discovery and for settlement.
- Prepare for and attend mediation and related conferences and meetings, including mediation statements and proposals.
- Prepare settlement agreement and exhibits.
- Prepare preliminary approval papers, proposed forms and orders, and proposed website content, and attend hearing.
- Prepare final approval papers.

13. In performing work on the case, Morgan and Morgan attorneys and staff expended 494 hours for a total lodestar of \$475,720.00.

14. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Morgan and Morgan exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and restricted the team of lawyers working on the case to reduce if not eliminate duplication and unnecessary effort. We then submitted the audited daily time records to Lead Counsel for further review and audit.

15. Below is a chart showing the professionals who worked on this matter for Morgan and Morgan, their positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|----------------------|--------------|-------------|--------------|-----------------|
| John A. Yanchunis | Partner | \$1,300 | 161.1 | \$209,430.00 |
| Kenya Reddy | Associate | \$950 | 11.5 | \$10,925.00 |
| Marcio W. Valladares | Associate | \$900 | 109.9 | \$98,910.00 |
| Patrick A. Barthle | Associate | \$800 | 180.0 | \$144,000.00 |
| Ryan J. McGee | Associate | \$800 | 6.1 | \$4,880.00 |
| David Reign | Investigator | \$300 | 6.6 | \$1,980.00 |
| Lee Walters | Investigator | \$300 | 18.2 | \$5,460.00 |
| Jennifer Cabezas | Paralegal | \$225 | 0.6 | \$135.00 |
| | | TOTAL: | 494 | \$475,720.00 |

16. The rates set forth above are these professionals' customary rates that Morgan and Morgan currently charges in similar matters for which the firm is paid on a contingent basis. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as:

- a. *In re: Yahoo! Inc. Customer Data Sec. Breach Litig.*, 16-MD-02752-LHK, 2020 WL 4212811, at *26 (N.D. Cal. July 22, 2020) (approving as reasonable rates of class counsel, which included \$900 for John Yanchunis, and \$550 for Messrs. Barthle and Cohen, and finding as reasonable: "billing rates for partners range from about \$450 to \$900, depending on seniority level," "billing rates for non-partner attorneys, including of counsel, associates, and staff/project attorneys, range from about \$160 to \$850, with most under \$500," and "billing rates for paralegals range from \$50 to \$380")
- b. *In re: Equifax Inc. Customer Data Security Breach Litigation*, Case No. 1:17-md-02800-TWT, ECF 956 at 105 (N.D. Ga. Jan. 13, 2020), (approving as reasonable

rates of class counsel, which included \$950 for John Yanchunis, and approving rates ranging from \$750 - \$1050 for lead counsel).

- c. *Walters v. Kimpton Hotel & Restaurant*, No. 3:16-cv-05387, ECF 117 (N.D. Cal. July 11, 2019), *id.*, ECF 113-1 (May 8, 2019) (identifying Morgan and Morgan rates of \$864-950 for partners, \$450-636 for associates, \$196 for paralegals, and \$300 for investigators);
- d. *Finerman v. Marriott Ownership Resorts, Inc.*, No. 3:14-cv-01154, ECF 222 (M.D. Fla. Aug. 15, 2018) (May 7, 2018) (identifying Morgan and Morgan rates of \$950 for John Yanchunis, \$450-864 for associates, \$196 for paralegals, and \$300 for investigators);
- e. *Sanborn v. Nissan N. Am., Inc.*, No. 0:14-cv-62567, ECF 200 at 3 (S.D. Fla. Jan. 6, 2017); *id.*, ECF 195-3 at 4 (Oct. 14, 2016) (identifying Morgan and Morgan rates of \$950 for John Yanchunis, \$450 for associate);
- f. *Dyer v. Wells Fargo Bank, N.A.*, No. 3:13-cv-02858, ECF 51 at 10 (N.D. Cal. Oct. 22, 2014); *id.*, ECF 43-1 (July 11, 2014) (identifying Morgan and Morgan rates of \$900 for John Yanchunis, \$550 for associate).

17. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to Morgan and Morgan’s work in this litigation, the firm’s lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|----------------------|-------------------------|----------|-------|--------------|
| John A. Yanchunis | 42 | \$919 | 161.1 | \$148,050.90 |
| Kenya Reddy | 21 | \$919 | 11.5 | \$10,568.50 |
| Marcio W. Valladares | 29 | \$919 | 109.9 | \$100,998.10 |
| Patrick A. Barthle | 10 | \$676 | 180.0 | \$121,680.00 |
| Ryan J. McGee | 13 | \$764 | 6.1 | \$4,660.40 |
| David Reign | N/A | \$208 | 6.6 | \$1,372.80 |
| Lee Walters | N/A | \$208 | 18.2 | \$3,785.60 |
| Jennifer Cabezas | N/A | \$208 | 0.6 | \$124.80 |
| | | TOTAL: | 494 | \$391,241.10 |

Staffing and Tasks Performed in This Matter

18. Morgan and Morgan staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Morgan and Morgan’s

lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Morgan and Morgan's lodestar and performed after such appointment was authorized by Lead Counsel.

19. Further information about the roles and contributions of each attorney and staff member follows:

- **John A. Yanchunis.** I supervised the work done by attorneys and staff at my firm, reviewed and edited pleadings, motions, and papers, coordinated my firm's work with co-counsel and leadership, including JPML proceedings, consolidated pleadings, discovery, motions practice, appeal, mediation, settlement, and settlement approval motions.
- **Kenya R. Reddy.** Assisted with legal research and drafting of appellate briefs and preparation for oral argument.
- **Marcio W. Valladares.** Researched and drafted pleadings, motions to dismiss papers, appellate briefs, and settlement papers.
- **Patrick A. Barthle.** Researched and drafted pleadings, motions to dismiss papers, appellate briefs, and settlement papers.
- **Ryan J. McGee.** Assisted with legal research and editing.
- **David Reign.** As a retired FBI agent whose focus at the firm is investigation, he assisted with our factual investigation and with witness development.
- **Lee Walters.** As a retired FBI agent whose focus at the firm is investigation, he assisted with our factual investigation and with witness development.
- **Jennifer Cabezas.** Paralegal support on factual and legal research and drafting.

Expenses Incurred in the Prosecution of the Litigation

20. In connection with its efforts in this matter, Morgan and Morgan advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--|--------------------|
| Copying / Printing | \$716.75 |
| Court Fees (Filing Fees, etc.) | \$489.40 |
| Court Reporters / Transcripts | |
| Computer Research | \$160.20 |
| Telephone / Fax | |
| Postage / Express Delivery / Messenger | \$45.39 |
| Mediator Fees | |
| Expert Fees | \$7,032.92 |
| Air and Ground Transportation | \$6,485.33 |
| Meals | \$1,098.68 |
| Lodging | \$5,653.09 |
| Miscellaneous / Other (Describe) | |
| TOTAL: | \$21,681.76 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 14, 2022, at Tampa, Florida.

/s/ John A. Yanchunis

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF NORMAN E. SIEGEL OF STUEVE SIEGEL HANSON LLP
IN SUPPORT OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES,
EXPENSES, AND SERVICE AWARDS**

I, Norman E. Siegel, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Stueve Siegel Hanson LLP (“Stueve Siegel”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Over the last 10 years, Stueve Siegel has been at the forefront of data breach and privacy litigation. I have personally served as co-lead counsel in several of the largest data breach cases litigated to date, including the sprawling multidistrict litigation against Equifax (N.D. Ga., Thrash, J.) related to the 2017 data breach impacting 147 million Americans. I also currently serve as co-lead counsel in the recently settled \$190 million data breach case against Capital One (E.D. Va., Trenga, J.) involving 100 million customers, and was recently appointed co-lead counsel in the T-Mobile data breach litigation involving over 75 million consumers (W.D. Mo., Wimes, J.).

3. In addition to leading these large data breach MDLs, I have served in leadership roles in over a dozen other significant data breach cases around the country including cases against Quest Diagnostics, Target Corp., The Home Depot Inc., Marriott, and the National Board of Examiners in Optometry. I am also asked to participate and provide input on cases where I am not lead counsel, including the \$115 million Anthem data breach settlement, and several other data breach cases around the country.

4. I am the co-founder of the American Association for Justice’s data breach and privacy group, and I have been repeatedly recognized by my peers in this field. In recent years I

have been named Law360's "MVP of the Year" and as a "Titan of the Plaintiff's Bar" for Cybersecurity and Privacy, and as an Elite Trial Lawyer by the National Law Journal for my work in data breach litigation. Similarly, Stueve Siegel's data breach and privacy group was recognized by Law360 as "Practice Group of the Year", recognizing practice groups that "worked on the biggest deals or achieved the biggest wins in the most important cases."

Work Performed in Connection with the OPM Litigation

5. From the outset of OPM litigation, I worked with my colleagues at Stueve Siegel to advance the interests of the Plaintiffs and the class. This work started with engaging several breach victims and diligently working to investigate both the facts and legal theories that would support claims against OPM and Peraton.

6. After the Court appointed Mr. Girard as Lead Counsel, Stueve Siegel continued to work at Mr. Girard's direction to advance the interests of the Plaintiffs and the class. This work is generally categorized as follows:

- a. Stueve Siegel represented many of the named Plaintiffs in the operative Complaint and worked diligently to keep its clients engaged and informed throughout the litigation for the benefit of the class.
- b. Stueve Siegel attorneys conducted detailed research of the Privacy Act and the Administrative Procedure Act and drafted significant portions of the operative Complaint.
- c. I worked Mr. Girard on several issues related to case management, including the joint status reports filed with the Court, and participated in several meet-and-confer conferences with Defendants' counsel related to the post-remand proceedings and the settlement negotiation process.

- d. Stueve Siegel lawyers worked with Girard Sharp lawyers on researching and briefing the Rule 12 motion before this Court. On appeal of the Order dismissing the case, attorneys at Stueve Siegel worked on several aspects of the appeal including drafting and editing material portions of appellants' briefs and preparing for the oral argument before the D.C. Circuit.
- e. Following the D.C. Circuit's opinion, I assisted Mr. Girard in the mediation and negotiation of the Settlement, including advancing position statements on several of the key issues in dispute, drafting portions of the mediation statements, developing damages and claims models used in the negotiation process, evaluating proposals and counterproposals from OPM, and editing various iterations of the Settlement Agreement and supporting materials submitted in support of preliminary approval. Firm lawyers and staff also communicated with numerous clients regarding the terms of the Settlement and have assisted dozens of breach victims with making claims.

7. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Stueve Siegel exercised billing judgment to eliminate more than 75 hours of professional time. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and excluded time that could be considered duplicative. We then submitted the audited daily time records to Lead Counsel for further review and audit.

8. After accounting for the hours eliminated through the exercise of billing judgment Stueve Siegel's attorneys and staff expended a total of 1,079.2 hours on this action, for a lodestar of \$864,165.00.

9. Below is a chart showing the professionals who worked on this matter for Stueve Siegel, their positions at the firm (e.g., Partner, Associate, Paralegal, Legal Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|---------------------|-----------------|-------------|--------------|-----------------|
| Cervantes, Katrina | Paralegal | \$300.00 | 6.8 | \$2,040.00 |
| Cook, Crystal | Associate | \$625.00 | 9.3 | \$5,812.50 |
| Cooper, Sean | Associate | \$425.00 | 16.6 | \$7,055.00 |
| Marquart, Mary Rose | Paralegal | \$340.00 | 152.4 | \$51,816.00 |
| Moore, Austin | Partner | \$825.00 | 341.3 | \$281,572.50 |
| Perez, Cheri | Legal Assistant | \$300.00 | 2.1 | \$630.00 |
| Perkins, Lindsay | Partner | \$825.00 | 90.8 | \$74,910.00 |
| Reyes, Erika | Paralegal | \$300.00 | 22.1 | \$6,630.00 |
| Rupp, Peter | IT Director | \$295.00 | 23 | \$6,785.00 |
| Shank, Curtis | Associate | \$575.00 | 11.7 | \$6,727.50 |
| Siegel, Norman | Partner | \$1,125.00 | 323.3 | \$363,712.50 |
| Smith, Emily | Associate | \$450.00 | 4.5 | \$2,025.00 |
| Vahle, Barrett | Partner | \$950.00 | 44.6 | \$42,370.00 |
| Williams, Sheri | Legal Assistant | \$300.00 | 0.5 | \$150.00 |
| Wolf, Lauren | Associate | \$395.00 | 30.2 | \$11,929.00 |
| | | TOTAL: | 1079.2 | 864,165.00 |

10. The rates set forth above are these professionals' customary rates that Stueve Siegel currently charges in similar matters for which the firm is paid on a contingent basis, as well as in matters for which the firm's clients pay by the hour. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as:

- *In re Equifax Inc. Customer Data Sec. Breach Litig.*, 2020 WL 256132, at *39 (N.D. Ga. Jan. 13, 2020) (approving partner rates ranging from \$750-\$1,050 per hour in large-scale data breach class action, including my 2019 hourly rate of \$935), *aff'd in relevant part*, 999 F.3d 1247 (11th Cir. 2021);
- *In re Syngenta AG MIR162 Corn Litig.*, No. 14-md-2591-JWL-JPO, ECF Docs. 3587-5, 3849 at 33-34 (D. Kan. July 10, 2018) (expert analyzing counsel's submitted rates in the MDL, including rates from Stueve Siegel Hanson, and finding that 2017 hourly rates ranging up to \$985 per hour for a partner were reasonable and commensurate with market rates in Kansas City for complex litigation); *id.*, ECF Doc. 3849 at 33-34 (approving motion for attorneys' fees);
- *Reyes v. Experian Info. Sols., Inc.*, 2020 WL 5172713, at *4 (C.D. Cal. July 30, 2020) (approving Stueve Siegel's "sufficiently document[ed] and justifie[d]" hourly rates in privacy class action, including my 2020 hourly rate of \$985);
- *Hapka v. CareCentrix, Inc.*, 2018 WL 1879845, at *1 (D. Kan. Feb. 15, 2018) (approving Stueve Siegel Hanson's 2017 hourly rates in a data breach class action ranging from \$645-\$865 per hour for partners).

11. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Stueve Siegel's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|---------------------|-------------------------|----------|-------|--------------|
| Cervantes, Katrina | Paralegal | \$208.00 | 6.8 | \$1,414.40 |
| Cook, Crystal | 9 | \$676.00 | 9.3 | \$6,286.80 |
| Cooper, Sean | 9 | \$676.00 | 16.6 | \$11,221.60 |
| Marquart, Mary Rose | Paralegal | \$208.00 | 152.4 | \$31,699.20 |
| Moore, Austin | 11 | \$764.00 | 341.3 | \$260,753.20 |
| Perez, Cheri | Legal Assistant | \$208.00 | 2.1 | \$436.80 |

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|------------------|-------------------------|----------|--------|--------------|
| Perkins, Lindsay | 15 | \$764.00 | 90.8 | \$69,371.20 |
| Reyes, Erika | Paralegal | \$208.00 | 22.1 | \$4,596.80 |
| Rupp, Peter | IT Director | \$208.00 | 23 | \$4,784.00 |
| Shank, Curtis | 9 | \$676.00 | 11.7 | \$7,909.20 |
| Siegel, Norman | 29 | \$919.00 | 323.3 | \$297,112.70 |
| Smith, Emily | 8 | \$676.00 | 4.5 | \$3,042.00 |
| Vahle, Barrett | 18 | \$764.00 | 44.6 | \$34,074.40 |
| Williams, Sheri | Legal Assistant | \$208.00 | 0.5 | \$104.00 |
| Wolf, Lauren | 11 | \$764.00 | 30.2 | \$23,072.80 |
| | | TOTAL: | 1079.2 | 755,879.10 |

Staffing and Tasks Performed in This Matter

12. Stueve Siegel staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Stueve Siegel's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Stueve Siegel's lodestar and performed after such appointment was authorized by Lead Counsel.

13. Stueve Siegel efficiently staffed this case with three primary attorneys and one paralegal, with additional attorneys and staff contributing to defined-scope projects as needed to advance the litigation. In addition to my efforts discussed in paragraph 6 above, further information about the roles and contributions of the primary attorneys and paralegal who worked on this case is provided below.

14. **Austin Moore** has worked on this case since its inception in 2015 and served as the attorney responsible for leading plaintiff vetting and selection efforts throughout the litigation. Over a seven-year period, Mr. Moore created and implemented the plaintiff vetting and selection protocols, led ongoing plaintiff document collection and communication efforts, and oversaw day-to-day client management in accordance with direction from Lead Counsel. Mr. Moore also

assisted with substantive briefing before the district court and on appeal, consulted on settlement negotiations, and personally spoke with a number of named plaintiffs to explain the nature and operation of the proposed settlement.

15. **Lindsay Perkins** is an accomplished brief writer with extensive experience in the field of data breach and privacy litigation. At the direction of Lead Counsel, Ms. Perkins assisted with substantive legal research and was responsible for drafting key sections of the motion to dismiss and appellate briefing before the U.S. Court of Appeals for the District of Columbia addressing substantive causes of action, the economic loss doctrine, and Article III standing.

16. **Mary Rose Marquart** is a senior paralegal at the firm who worked with Mr. Moore on this case since its inception, leading efforts to track all client communications, assisting with plaintiff vetting and managing plaintiff document collection, and providing regular and timely case updates to the named plaintiffs. Ms. Marquart began working as a litigation paralegal in 1985 and has assisted with more than 20 trials and arbitrations in her career.

Expenses Incurred in the Prosecution of the Litigation

17. In connection with its efforts in this matter, Stueve Siegel advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--------------------------------|-------------|
| Copying / Printing | \$826.60 |
| Court Fees (Filing Fees, etc.) | \$460.40 |
| Court Reporters / Transcripts | N/A |
| Computer Research | \$14,818.87 |
| Telephone / Fax | \$22.94 |

| | |
|--|--------------------|
| Postage / Express Delivery / Messenger | \$46.53 |
| Mediator Fees | N/A |
| Expert Fees | N/A |
| Air and Ground Transportation | \$6,526.54 |
| Meals | \$369.84 |
| Lodging | \$2,050.63 |
| Miscellaneous / Other (Process Server) | \$410.40 |
| TOTAL: | \$25,532.75 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 20, 2022, in Kansas City, Missouri.

/s/ Norman E. Siegel

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF GARY E. MASON OF MASON LLP IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE
AWARDS**

I, Gary E. Mason, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Mason LLP, formerly known as Mason Lietz & Klinger LLP, and a former partner of Whitfield Bryson Mason LLP (referred to collectively as “Mason LLP”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Attorneys at Mason LLP, including myself, have a demonstrated history of successfully litigating class action cases in areas of employment, consumer fraud, construction defect, and data privacy. These cases include: *In re Hill’s Pet Nutrition, Inc. Dog Food Prods. Liab. Litg.*, MDL No. 2887, No. 2:19-md-02887 (D. Kan.) (final approval granted Oct. 2021), where I served as court-appointed Co-Lead Counsel; *In re DevaCurl Litigation*, Master File No. 1:20-cv-01234-GHW (S.D.N.Y.) (final approval granted Jan. 3, 2022), where I served as court-appointed Co-Lead Counsel; *Cox v. Shell Oil Co.*, No. 18844, 1995 WL 775363 (Ch. Ct. Tenn., July 31, 1995) (defective polybutylene pipe; \$950 million settlement); *Hobbie v. RCR Holdings, II, LLC*, No. 10-113, MDL No. 2047 (E.D. La. filed April 20, 2010) (354 unit condominium built with Chinese Drywall; settlement for complete remediation at cost of \$300 million); *Adams v. Fed. Materials*, No. 5:05-CV-90-R, 2006 WL 3772065 (W.D. Ky. Dec. 19, 2006) (350 owners of commercial and residential property whose structures were built with defective concrete; \$10.1 million settlement); *In re MI Windows & Doors Inc. Prod. Liab. Litig.*, No. 2:12-MN-00001-DCN, MDL No. 2333, 2015 WL 4487734 (D.S.C. July 23, 2015) (defective windows; claims-

made settlement for over 1 million homes); *In re Synthetic Stucco Litig.*, No. 5:96-CV-287-BR(2), 2004 WL 2881131 (E.D.N.C. May 11, 2004) (settlements with four EIFS Manufacturers for North Carolina homeowners valued at more than \$50 million); *Posey v. Dryvit Sys., Inc.*, No. 17,715-IV, 2002 WL 34249530 (Tenn. Cir. Ct. Oct. 1, 2002) (Co-Lead Counsel; national class action settlement provided cash and repairs to more than 7,000 claimants); *Galanti v. Goodyear Tire & Rubber Co.*, No. 03CV00209, 2004 WL 6033527 (D.N.J. Nov. 17, 2004) (Class counsel; defective radiant heating systems; \$330 million settlement); and *In re Zurn Pex Prod. Liab. Litig.*, No. 08-MDL-1958, 2013 WL 716088 (D. Minn. Feb. 27, 2013) (Plaintiffs' Executive Committee; \$20 million claims-made settlement);

Work Performed in Connection with the Litigation

3. Attorneys at Mason LLP have performed work on this case including:

- Research and draft memos for Lead Counsel on topics including damages, standing, and particular claims;
- Organize counsel and prepare for Initial Scheduling Conference as directed by the Court and authorized by appointment as Liaison Counsel;
- Perform other administrative tasks as directed by Lead Counsel and consistent with the Liaison Counsel role as defined in the Manual for Complex Litigation;
- Review and revise initial CMC report;
- Participating in communications with expert economist;
- Reviewing and revising consolidated amended complaint;
- Research and draft portions of Plaintiffs' opposition to Defendants' motions to dismiss pertaining to the Little Tucker Act and other breach of contract claims;
- Review and revise opposition to motion to dismiss;

- Research and draft memo on 12(b)(1) issue for oral arguments;
- Research and draft portions of motion of certain Plaintiffs seeking leave to proceed pseudonymously;
- Participate in preparation for mediation.

4. In performing work on the case, Mason LLP attorneys and staff expended 679.3 hours for a total lodestar of \$318,507.20.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Mason LLP exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, and excluded time spent on proceedings related to the appointment of class counsel. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter for Mason LLP, their positions at the firm (e.g., Partner, Associate, Paralegal), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|--------------------|-----------|-------|--------|-------------|
| Gary E. Mason | Partner | \$875 | 216 | \$189,000 |
| Benjamin Branda | Associate | \$343 | 148.40 | \$50,901.20 |
| David Lietz | Attorney | \$600 | 1.7 | \$1,020 |
| Danielle Perry | Partner | \$381 | 37.60 | \$13,160 |
| Esfand Nafisi | Attorney | \$450 | 32.90 | \$14,805 |
| Elizabeth Thompson | Paralegal | \$190 | 14.70 | \$2,793 |
| Giovanni Colon | Paralegal | \$170 | 76.35 | \$12,979.50 |
| Jean-Marie Jones | Paralegal | \$190 | 24 | \$4,560 |
| Jennifer Goldstein | Attorney | \$350 | 29.95 | \$10,482.50 |
| Liam O'Rourke | Paralegal | \$150 | 5 | \$750 |

| Timekeeper | Role | Rate | Hours | Lodestar |
|-------------------|-----------|---------------|--------------|---------------------|
| Monica DiCocco | Paralegal | \$190 | 51.1 | \$9,709 |
| Matthew Wicher | Paralegal | \$170 | 12.2 | \$2,074 |
| Margaret Sandwith | Paralegal | \$300 | 10.5 | \$3,150 |
| Shannon Kelley | Paralegal | \$180 | 9.6 | \$1,728 |
| Taylor Heath | Paralegal | \$150 | 9.3 | \$1,395 |
| | | TOTAL: | 679.3 | \$318,507.20 |

7. The rates set forth above are these professionals' customary rates that Mason LLP currently charges in similar matters for which the firm is paid on a contingent basis. For former employees, the rate used is the rate charged for the professional when they left the firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients.

The firm's rates have been approved by courts in other, similar matters, such as:

- *Hill, et al v. Canidae Corp.*, No. 5:20-cv-1374 (C.D. Cal., Sept. 29, 2021);
- *Newman v. Metropolitan Life Ins. Co.*, No. 1:20-2016-cv-03530 (N.D. Ill., Jan. 16, 2020);
- *In re Adobe Systems Inc. Privacy Litig.*, No. 5:13-cv-05226 (N.D. Cal. 2015).

8. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Mason LLP's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|-----------------|-------------------------|----------|--------|-------------|
| Gary E. Mason | 35 | \$919 | 216 | \$198,504 |
| Benjamin Branda | 8 | \$359 | 148.40 | \$53,275.60 |
| David Lietz | 31 | \$919 | 1.7 | \$1,562.30 |
| Danielle Perry | 9 | \$676 | 37.60 | \$25,417.60 |

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|--------------------|-------------------------|---------------|--------------|---------------------|
| Esfand Nafisi | 13 | \$465 | 32.90 | \$15,298.50 |
| Elizabeth Thompson | N/A | \$208 | 14.70 | \$3,057.60 |
| Giovanni Colon | N/A | \$208 | 76.35 | \$15,880.80 |
| Jean-Marie Jones | N/A | \$208 | 24 | \$4,992 |
| Jennifer Goldstein | 7 | \$381 | 29.95 | \$11,410.95 |
| Liam O'Rourke | N/A | \$208 | 5 | \$1040 |
| Monica DiCocco | N/A | \$208 | 51.1 | \$10,628.80 |
| Matthew Wicher | N/A | \$208 | 12.2 | \$2,537.6 |
| Margaret Sandwith | N/A | \$208 | 10.5 | \$2,184 |
| Shannon Kelley | N/A | \$208 | 9.6 | \$1,996.80 |
| Taylor Heath | N/A | \$208 | 9.3 | \$1,934.40 |
| | | TOTAL: | 679.3 | \$370,593.75 |

Staffing and Tasks Performed in This Matter

9. Mason LLP staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Mason LLP's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Mason LLP's lodestar and performed after such appointment was authorized by Lead Counsel.

10. Various attorneys and staff members have performed work on this matter. Further information about the roles and contributions of each attorney and staff member is provided below.

11. **Gary E. Mason**, a partner and appointed Liaison Counsel, has completed significant research, pleadings drafting and review, and participated in mediation preparation and settlement discussions.

12. **Danielle L. Perry**, a current partner, completed research regarding Rule 12(b)(1) and drafted portions of a motion seeking leave for certain Plaintiffs to remain anonymous.

13. **Benjamin Branda**, then an associate, completed research regarding the Tucker Act, reviewed the draft consolidated amended complaint, and assisted in drafting the opposition to Defendant's motion to dismiss.

14. **David Lietz**, then a senior attorney, reviewed and revised the motion to proceed anonymously.

15. **Esfand Nafisi**, then an associate, reviewed and revised joint motions, researched damages under the Privacy Act, attended conference calls, and monitored news related to the Data Breaches and their aftermath.

16. **Jennifer Goldstein**, then an associate, researched discrete issues including the ability of class members to recover damages for preventative credit monitoring, researched case law developments related to the consolidated amended complaint and motion to dismiss, and reviewed and edited the motion to dismiss.

17. **Mason LLP Paralegals** reviewed and updated time and expense reports for Lead Counsel's review, consistent with our Liaison Counsel duties, organized and updated case-organization charts at Lead Counsel's request, conferred with court staff, ensured deadlines were properly calendared for the benefit of Plaintiffs, fielded calls from victims of the Data Breaches, and assisted Plaintiff attorneys with court appearance preparation

Expenses Incurred in the Prosecution of the Litigation

18. In connection with its efforts in this matter, Mason LLP advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--|-------------------|
| Copying / Printing | \$0 |
| Court Fees (Filing Fees, etc.) | \$700 |
| Court Reporters / Transcripts | \$0 |
| Computer Research | \$767.56 |
| Telephone / Fax | \$110.77 |
| Postage / Express Delivery / Messenger | \$0 |
| Mediator Fees | \$0 |
| Expert Fees | \$0 |
| Air and Ground Transportation | \$411.53 |
| Meals | \$735.83 |
| Lodging | \$690.85 |
| Miscellaneous / Other (Lit Fund) | \$100 |
| TOTAL: | \$3,516.54 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 18, 2022, at Washington, D.C.

/s/ Gary E. Mason

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF KOHN SWIFT & GRAF, P.C. IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, Barbara Gibson, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am an associate of Kohn Swift & Graf, P.C. (“Kohn Swift”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Kohn Swift has a long history of representing plaintiffs in class action cases dating back over 50 years, when the firm founder, Harold Kohn, successfully brought a class action antitrust case on behalf of those affected by the price-fixing of plywood. Since then, Kohn Swift has expanded to represent plaintiffs in additional practice areas including class action securities, consumer protection, and data breach litigation.

Work Performed in Connection with the Litigation

3. Kohn Swift worked diligently to prosecute this litigation by conducting a thorough factual investigation into the breach, its cause and the scope of the data stolen. Kohn Swift conducted legal research on the relevant issues pertaining to the prosecution of the litigation. Additionally, Kohn Swift worked with other Plaintiff’s attorneys on case strategy. Additional work includes:

- Factual investigation into the Data Breach
- Factual investigation into the Office of Personnel Management
- Legal research on data privacy law, agency law and standing
- Drafting the initial Complaint

- Examining and commenting on the Amended Consolidated Complaint
- Commenting on case strategy
- Preparation and appearance before the MDL panel
- Additional legal research throughout the litigation
- Monitoring current data breach legal opinions
- Regular communication with named Plaintiff, including regarding settlement negotiations and terms
- Communication with Plaintiffs' counsel
- Drafting additional administrative pleadings
- Examining Orders and Joint Status Reports
- Case management and monitoring case deadlines

4. In performing work on the case, Kohn Swift's attorneys and staff expended 661.2 hours for a total lodestar of \$396,596.50.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Kohn Swift exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and time spent examining draft pleadings and reviewing as-filed briefs and Orders. Kohn Swift also limited time spent on legal research on issues not assigned by counsel, as well as time spent on administrative case filings and case management. Kohn Swift excluded

expenses incurred in connection with obtaining local counsel and filing the initial complaint. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter for Kohn Swift, their positions at the firm (e.g., Shareholder, Associate, Paralegal), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|---------------------|-------------|-------------------|-------|--------------|
| Joseph C. Kohn | Shareholder | \$735.00 | 1.0 | \$735.00 |
| Denis F. Sheils | Shareholder | \$700.00-\$725.00 | 360.5 | \$252,835.00 |
| William E. Hoes | Shareholder | \$675.00-\$725.00 | 6.7 | \$4,547.50 |
| Steven M. Steingard | Shareholder | \$650.00 | 0.8 | \$520.00 |
| Barbara L. Gibson | Associate | \$500.00-\$525.00 | 235.6 | \$119,385.00 |
| Jared G. Solomon | Associate | \$400.00 | 37.8 | \$15,120.00 |
| Samuel Levinson | Paralegal | \$210.00 | 2.0 | \$420.00 |
| Yohannes Ejigu | Paralegal | \$175.00 | 11.6 | \$2,030.00 |
| Alden Daniel | Paralegal | \$195.00 | 0.2 | \$39.00 |
| Robert Kresch | Paralegal | \$195.00 | 4.5 | \$877.50 |
| Alec Johnsson | Paralegal | \$175.00 | 0.5 | \$87.50 |
| | | TOTAL: | 661.2 | \$396,596.50 |

7. The rates set forth above are these professionals' customary rates that Kohn Swift charges in similar matters for which the firm is paid on a contingent basis. For former employees, the rate used is the rate charged for the professional when they left the firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where

services are rendered, and the complexity of the work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as:

- *In re IndyMac Mortgage-Backed Securities Litigation*, Master Docket No. 09 Civ. 04583 (LAK) (S.D.N.Y.)
- *Police and Fire Retirement System of the City of Detroit v. Goldman, Sachs & Co., et al.*, Case No. 10-CV-4429 (MGC) (S.D.N.Y.)
- *First Impressions Salon, Inc., et. al. v. National Milk Producers Federation et. al.*, Case No. 3:13-CV-00454 (NJR) (S.D. Ill.)
- *In re: Exhaust System Cases*; Case No. 2:16-CV-03701 (SFC) (E.D. Mich.)

8. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Kohn Swift's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|---------------------|-------------------------|----------|-------|--------------|
| Joseph C. Kohn | 40 | \$919.00 | 1.0 | \$919.00 |
| Denis F. Sheils | 36 | \$919.00 | 360.5 | \$331,299.50 |
| William E. Hoese | 38 | \$919.00 | 6.7 | \$6,157.30 |
| Steven M. Steingard | 47 | \$919.00 | 0.8 | \$735.20 |
| Barbara L. Gibson | 13 | \$764.00 | 235.6 | \$179,998.40 |
| Jared G. Solomon | 16 | \$764.00 | 37.8 | \$28,879.20 |
| Samuel Levinson | N/A | \$208.00 | 2.0 | \$416.00 |
| Yohannes Ejigu | N/A | \$208.00 | 11.6 | \$2,412.80 |
| Alden Daniel | N/A | \$208.00 | 0.2 | \$41.60 |
| Robert Kresch | N/A | \$208.00 | 4.5 | \$936.00 |
| Alec Johnsson | N/A | \$208.00 | 0.5 | \$104.00 |
| | | TOTAL: | 661.2 | \$551,899.00 |

Staffing and Tasks Performed in This Matter

9. Kohn Swift staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Kohn Swift's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Kohn Swift's lodestar and performed after such appointment was authorized by Lead Counsel.

10. Kohn Swift compiled a team of experienced shareholders, associates and paralegals to effectively and efficiently litigate the case. Further information about the roles and contributions of each attorney and staff member is provided below.

11. **Joseph C. Kohn** is a director and shareholder at Kohn Swift. Mr. Kohn has a wealth of experience in class action litigation and participated in case strategy, oversight and coordination with other Plaintiffs' counsel.

12. **Denis F. Sheils** was a shareholder with Kohn Swift. Mr. Sheils provided extensive factual investigation into the case prior to the filing of the complaint. Mr. Sheils worked with named Plaintiff Teresa J. McGarry in identifying key facts and developing the theory of the case. Mr. Sheils conducted legal research and worked on filing the initial Complaint. Mr. Sheils appeared before the MDL panel and remained closely involved in case developments until his untimely passing in 2020. Mr. Sheils kept Plaintiff McGarry updated with developments in the case and examined and commented on all pleadings and matters of case strategy.

13. **Barbara L. Gibson** is an associate with Kohn Swift. Ms. Gibson participated in drafting and filing the initial Complaint, conducting factual and legal research and coordinating with local counsel. Ms. Gibson prepared for Kohn Swift's appearance before the MDL panel and prepared filings with the MDL panel. Ms. Gibson worked closely with named Plaintiff Teresa J.

McGarry, an administrative law judge, in completing the extensive client questionnaire and on examining and commenting on the Amended Consolidated Complaint. Ms. Gibson conducted extensive factual research on the Data Breaches prior to the filing of the Complaint and continuously as new information was revealed. Ms. Gibson conducted legal research on issues pertaining to data breach litigation at the time of filing the Complaint and continuously as the case evolved and new issues arose. This legal research included examining legal opinions decided during the course of the litigation. Ms. Gibson worked to keep Plaintiff McGarry updated on the status of the litigation and inform the executive committee of Plaintiff McGarry's comments on the litigation.

14. **Jared G. Solomon** was an associate with Kohn Swift. Mr. Solomon conducted initial factual and legal investigation and drafted the initial Complaint.

15. **Kohn Swift Paralegals** conducted legal research and factual investigation. The paralegals also assisted with case management and obtained documents from the electronic case filing management system.

Expenses Incurred in the Prosecution of the Litigation

16. In connection with its efforts in this matter, Kohn Swift advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--------------------------------|------------|
| Copying / Printing | \$1,784.00 |
| Court Fees (Filing Fees, etc.) | \$211.00 |

| | |
|--|-------------------|
| Court Reporters / Transcripts | |
| Computer Research | \$1,553.05 |
| Telephone / Fax | \$232.01 |
| Postage / Express Delivery / Messenger | \$25.14 |
| Mediator Fees | |
| Expert Fees | |
| Air and Ground Transportation | \$605.50 |
| Meals | \$44.13 |
| Lodging | \$591.38 |
| Miscellaneous / Other | |
| TOTAL: | \$5,046.21 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 14, 2022, at Philadelphia, Pennsylvania.

/s/ Barbara L. Gibson

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF RICHARD B. ROSENTHAL OF THE LAW OFFICES OF
RICHARD B. ROSENTHAL, P.A. IN SUPPORT OF PLAINTIFFS' MOTION FOR
ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, Richard B. Rosenthal, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am the founder of The Law Offices of Richard B. Rosenthal, P.A., a solo law firm.

I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. I graduated law school in 1997 and for the past two decades have worked as an appellate specialist representing plaintiffs, frequently in significant class action and mass tort cases. I am a former law clerk to two federal judges: the Honorable Levin H. Campbell of the U.S. Court of Appeals for the First Circuit, and the Honorable Edward B. Davis, Chief Judge of the U.S. District Court for the Southern District of Florida. After working for a private law firm in San Francisco that was recognized by the National Law Journal as the top litigation boutique in America, I served for four years as an Assistant County Attorney in Miami, eventually becoming the head of that office's Appellate Section. Then in 2004, I opened my own solo appellate firm. Just within the past few years, my appellate representations have included, but are not limited to: representing a statewide class of consumers against one of the largest roofing tile manufacturers in the United States; representing a class in the then-largest medical data breach in California; representing a large group of plaintiffs in a mass action against one of the world largest cruise ship companies. In non-class/mass action contexts, I have represented then-President Barack Obama in his personal capacity; several sitting federal and state jurists in their official capacities; and two United States Senators (one Democratic, one Republican). Earlier this year, I testified to the Senate

Judiciary Committee as a character witness in support of the successful nomination of the Honorable Ketanji Brown Jackson to be an Associate Justice of the Supreme Court of the United States. I am a former adjunct law professor who taught, among other classes, Appellate Advocacy, and I have delivered guest lectures on appellate matters at, among others, Yale Law School, Columbia Law School, Stanford Law School, and the University of Michigan. I have also delivered guest lectures to law students in universities in Ukraine, Russia, and Kyrgyzstan.

3. For the litigation in the case at issue, my primary focus was on the appeal in the U.S. Court of Appeals for the District of Columbia Circuit. I assisted Lead Counsel in framing the issues for appeal, crafting the advocacy and overall appellate strategy, reviewing and editing all briefing submitted by Plaintiffs on appeal, and serving as “second chair” for Plaintiffs at the oral argument in the D.C. Circuit.

4. In performing work on the case, I expended 93.3 hours for a total lodestar of \$79,305. All work reflected in my lodestar was authorized by Lead Counsel.

5. In accordance with the Court’s and Lead Counsel’s direction concerning time and expense reporting, I kept contemporaneous records of the time I spent on this litigation. In reporting time, I exercised billing judgment to eliminate any inefficiency or duplication. I submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing total number of hours I worked, my hourly billing rate, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|----------------------|-------------|-------------|--------------|-----------------|
| Richard B. Rosenthal | Partner | \$850 | 93.3 | \$79,305 |
| | | TOTAL: | 93.3 | \$79,305 |

7. The rate set forth above is the customary rate that I currently charge in similar matters, when I am paid by clients on an hourly basis, depending on the matter. My rate is based

on my decades of experience in my respective field, the prevailing rates charged by comparable sole practitioners and appellate specialists, the legal markets where my services are rendered, and the complexity of the work undertaken for my clients.

8. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to my work in this litigation, the lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|----------------------|-------------------------|----------|-------|-------------|
| Richard B. Rosenthal | 25 years | \$919 | 93.3 | \$85,742.70 |
| | | TOTAL: | 93.3 | \$85,742.70 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on the 21st of July, 2022, at New York, New York.

/s/ Richard B. Rosenthal

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF NICHOLAS KOLUNCICH OF THE LAW OFFICES OF
NICHOLAS KOLUNCICH III, LLC IN SUPPORT OF PLAINTIFFS' MOTION FOR
ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, Nicholas Koluncich hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am the managing Member of the Law Offices of Nicholas Koluncich III, LLC. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. With over 25 years of class bar experience, I helped pioneer the data security and electronic privacy cases at the turn of the century. A history enthusiast, I revived the ancient "trespass to chattels" claim in computer security litigation. Practice areas over the last two-plus decades include: computer privacy, securities and derivative litigation, antitrust, consumer and business litigation. The overriding emphasis of the firm is attention to detail and adherence to the highest ethical standards calculated to champion the rights of small claimants. Perhaps my most unique contribution to this case was the Court-ordered inclusion of data security knowledge from a technical perspective in formulating the case. I returned to college as an undergraduate in 2016 to study computer security, completing approximately eight classes.

Work Performed in Connection with the Litigation

3. Given the Court's recognition of my specialized knowledge and education (1/28/16 Hr'g Tr. at 68-73), Lead Counsel assigned me to devise some proposed improvements to the OPM data security practices. This required research to obtain a thorough understanding of the extant data security practices at OPM, conferring with professors, etc. Even at first glance OPM's data security practices were troubling from a physical and technical perspective. To devise the possible

remedies, I had to survey OPM's known data security practices from the open-source information available: congressional reports, online tech articles and professional chats (which were excellent sources) and proposed experts. Additionally, I raised this data security incident for discussion in class and conferred with one professor as a possible expert. I also attended hearings in D.C. in the initial phases of this litigation.

4. In performing work on the case, I expended 228.5 hours of professional time, for a total lodestar of \$131,387.50.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, I kept contemporaneous records of the time spent on this litigation. In reporting its time, the Law Offices of Nicholas Koluncich III, LLC exercised billing judgment to eliminate any inefficiency or duplication. No paralegal or staff time were billed and de minimis time expenditures were simply waived. What was not sacrificed was the technical investigative work and the client contacts, as my clients were informed of the litigation events in a fulsome matter. Following Lead Counsel's instructions, I limited complaint drafting time to the first 25 hours and excluded time spent on proceedings related to the appointment of class counsel. I then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the total number of hours I worked on this matter, my hourly billing rate, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|--------------------|----------------|----------|-------|--------------|
| Nicholas Koluncich | Senior counsel | \$575.00 | 228.5 | \$131,387.50 |
| | | TOTAL: | 228.5 | \$131,387.50 |

7. The rate set forth above is my customary rate that the Law Offices of Nicholas Koluncich III, LLC currently charges in similar matters for which the firm is paid on a contingent

basis. My billing rate is set in line with my research into the prevailing rates charged by comparable firms in my New Mexico legal market. My rate is based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as:

- *Rael v. Page et al.*, No. 2006-CV-01756 (Second Judicial District Court of New Mexico) (derivative litigation alleging breaches of fiduciary duty);
- *In Re: the Nvidia GPU Litigation*, No. 08-04312 JW (N.D. Cal.) (consumer class action); and
- *In Re: Venoco Shareholder Litigation*, C.A. No. 6825-CS (Del. Ch.) (derivative litigation alleging breaches of fiduciary duty);

8. If the rates set forth in *Laffey* legal services index ("LSI") were applied to The Law Office of Nicholas Koluncich III's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|--------------------|-------------------------|----------|-------|--------------|
| Nicholas Koluncich | 25 | \$919.00 | 228.5 | \$209,991.50 |
| | | TOTAL: | 228.5 | \$209,991.50 |

Staffing and Tasks Performed in This Matter

9. The Law Offices of Nicholas Koluncich III, LLC staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in The Law Offices of Nicholas Koluncich III, LLC's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in The Law Offices of

Nicholas Koluncich III, LLC's lodestar and performed after such appointment was authorized by Lead Counsel.

Expenses Incurred in the Prosecution of the Litigation

10. In connection with its efforts in this matter, The Law Offices of Nicholas Koluncich III, LLC advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--|-------------------|
| Copying / Printing (Most waived) | \$600.00 |
| Court Fees (Filing Fees, etc.) | |
| Court Reporters / Transcripts | |
| Computer Research (Mostly waived) | \$400.00 |
| Telephone / Fax | |
| Postage / Express Delivery / Messenger (Mostly waived) | \$5.70 |
| Mediator Fees | |
| Expert Fees | |
| Travel | \$2,086.99 |
| Miscellaneous / Other (Describe) | |
| TOTAL: | \$3,092.69 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 15, 2022 at Albuquerque, New Mexico.

/s/ Nicholas Koluncich

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF STEVEN W. TEPPLER, ESQ. IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE AWARDS**

I, Steven W. Teppler, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am currently a partner of Sterlington PLLC, of counsel at Mandelbaum Barrett PC, and previously a partner of Abbott Law Group, PA—all positions I held during this litigation. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. My practice focuses on data security counseling and litigation, other privacy protection matters, and related class action and mass tort litigation involving personal injury and property damage arising from security vulnerabilities and code defects in technology-enabled devices and services (the "Internet of Things"). My practice focus includes pro-active cybersecurity prevention, breach counseling and incident remediation, assessment, and reporting, including coordinated pre-and post-incident policy and process development. I conduct client risk and liability assessments, cybersecurity-related policy development, incident response facilitation, and counsel directed to CCPA, GDPR, and NYCRR Part 500, as well as for HIPAA and state cybersecurity incident notification endeavors. I advise corporate clients on how to minimize exposure to class action and mass tort liability from security vulnerabilities or code defects in technology-enabled devices and services. I also provide technology licensing and transfer, content protection agreement negotiation and drafting, and advise on and litigate both DMCA and Computer Fraud and Abuse Act claims involving misappropriation of client trade secrets. My electronic discovery practice focuses on digital evidence life-cycle management,

preservation, loss or destruction of electronically stored information (“ESI”), cybersecurity, cyber-forensics, authentication and admissibility issues relevant to computer-generated information.

3. **Work Performed in Connection with the Litigation**

- Interface with and manage client
- Drafting, review and revision of pleadings
- Arrange for retention of and interface with cyber forensic expert
- Review cybersecurity analyses
- Perform legal research

4. In performing work on the case, two attorneys expended 41.40 hours for a total lodestar of \$30,570.00.

5. In accordance with the Court’s and Lead Counsel’s direction concerning time and expense reporting, the firm’s attorneys kept contemporaneous records of the time they spent on this litigation. In reporting its time, the attorneys (myself and associate Madison Kvamme) exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel’s instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and client interactions. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter at Abbott Law Group, PA, their positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|-------------------|-----------|----------|-------|-------------|
| Steven W. Teppler | Partner | \$800.00 | 35.40 | \$28,320.00 |
| Madison Kvamme | Associate | \$375.00 | 6 | \$2,250.00 |
| | | TOTAL: | 41.40 | \$30,570.00 |

7. The rates set forth above are these professionals' customary rates that Abbott Law Group charged in similar matters for which the firm was paid on a contingent basis. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients.

The firm's rates have been approved by courts in other, similar matters, such as:

- *In re Intuit Data Litigation*, 15-cv-1778 (N.D. Cal.);
- *Finerman v. Marriott Ownership Resorts*, 14-cv-1154j (M.D. Fla.).

8. If the rates set forth in *Laffey* legal services index ("LSI") were applied to the firm's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|-------------------|-------------------------|----------|-------|-------------|
| Steven W. Teppler | 41 | \$919.00 | 35.40 | \$32,532.60 |
| Madison Kvamme | 10 | \$676.00 | 6 | \$4,056.00 |
| | | TOTAL: | 41.40 | \$36,588.60 |

Staffing and Tasks Performed in This Matter

9. Abbott Law Group staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Abbott Law Group's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work

reflected in Abbott Law Group's lodestar and performed after such appointment was authorized by Lead Counsel.

Expenses Incurred in the Prosecution of the Litigation

10. In connection with its efforts in this matter, the firm advanced *de minimis* out-of-pocket expenses that are not included in Class Counsel's fee and cost application.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 15, 2022 at Jacksonville, Florida.

/s/ Steven W. Teppler
Steven W. Teppler

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF GRAHAM LIPPSMITH OF LIPPSMITH LLP IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE
AWARDS**

I, Graham B. LippSmith, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a founding partner of LippSmith LLP. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Together, the attorneys at LippSmith LLP who have worked on this matter have a combined total of more than 40 years of experience in handling class action cases. In addition, each attorney has almost exclusively represented plaintiffs in civil litigation, focusing on class actions, consumer litigation, serious personal injuries, and mass torts. I have personally served as class counsel, putative class counsel, lead counsel, and committee counsel in more than 20 class action and mass action lawsuits. Ms. Celene Chan Andrews has served as class counsel, putative class counsel, and plaintiffs' counsel in dozens of cases. Ms. Anderson has served as class counsel and putative class counsel with me on several matters, including most recently as Co-Class Counsel in *In re: Brinker Data Incident Litigation*, United States District Court, Middle District of Florida, Case No. 18-cv-00686-J-32MCR. That case concerns claims by thousands of class members alleging their credit card data was stolen in a data breach of information held by Chili's restaurants. The court granted our class certification motion, and the case is currently before the Eleventh Circuit on an FRCP Rule 23(f) appeal.

3. LippSmith LLP is a four-attorney law firm with offices in Los Angeles and Honolulu. The lawyers at LippSmith LLP have collectively recovered hundreds of millions of dollars in complex cases against the largest companies in the world.

4. I have been licensed to practice law in California since 2002 and in Hawai‘i since 2011. Before co-founding LippSmith LLP in 2020, I managed the class action practices at two separate plaintiff firms.

5. I have managed hundreds of cases in the class action, mass tort, consumer, personal injury, business, insurance, intellectual property, and entertainment practice areas. I have focused my work almost exclusively on representing plaintiffs. I have favorably settled most of my cases, and I have also tried several matters to verdicts and arbitration awards. I have achieved nine-figure, multiple eight-figure, and numerous seven-figure results in my cases. I have won appeals.

6. LippSmith LLP team members have personally served as class counsel, putative class counsel, lead counsel, and committee counsel in more than dozens of class action and mass action lawsuits, representing tens of millions of plaintiffs and class members, collectively. The following cases offer a representative sampling of our class action and mass action successes:

- Class Counsel in *Fogel v. Farmers Group, Inc.*, State of California, County of Los Angeles Superior Court, Case No. BC300142. That matter resolved for more than \$545 million. Among other aspects, that settlement created a fund of cash payments available to more than 12.5 million Farmers exchange insurance subscribers who claimed excessive management fee charges;
- Plaintiff’s Executive Committee Member in *In Re: National Football League Players’ Concussion Injury Litigation*, United States District Court, Eastern District of Pennsylvania, MDL No. 2323. That personal injury and medical monitoring case concerned thousands of retired NFL players alleging head injuries. That case ultimately settled for an uncapped amount valued at more than \$1 billion that provided, and continues to provide, compensation to NFL retirees for dozens of years;

- Class Counsel in *Nishimura v. Gentry Homes, Ltd.*, State of Hawai‘i, First Circuit Court, Case No. 11-1-1522-07 RAN. In that case, we achieved a \$90,341,564.68 settlement fund that provided for, among other aspects, (1) a repair program available to owners of 2,135 Ewa by Gentry homes with Simpson hurricane straps and (2) *cy pres* distributions to be determined;
- Class Counsel in *Baker v. Castle & Cooke Homes Hawaii, Inc.*, United States District Court, District of Hawai‘i, Case No. 1:11-cv-00616-LEK-WRP and Class Counsel in *Baker v. Castle & Cooke Homes Hawaii, Inc.*, State of Hawai‘i, First Circuit, Case No. 11-1-1524-07 JPC. In those two cases, we achieved a global \$40 million settlement fund that provided for, among other aspects, (1) cash payments available to owners of 2,048 Mililani Mauka class homes with yellow brass fittings in PEX plumbing systems, (2) cash payments available to owners of 2,331 Mililani Mauka class homes with certain wind design criteria, and (3) a *cy pres* award to Hawai‘i Community Foundation to fund a program that we anticipate will secure permanent housing for more than 100 unsheltered West O‘ahu families.
- Class Counsel in *Alvarez v. Haseko Homes, Inc.*, State of Hawai‘i, First Circuit, Case No. 09-1-1932-08 RAN and Class Counsel in *Kai v. Haseko Homes, Inc.*, First Circuit, State of Hawai‘i Civil Case No. 09-1-2834-12 GWBC. In those two cases, we achieved a global \$35,700,000 settlement fund that provided for, among other aspects, (1) a repair program available to owners of 1,628 Ocean Pointe class homes with Simpson hurricane straps, (2) cash payments available to owners of 2,536 Ocean Pointe class homes with yellow brass fittings in PEX plumbing systems, and (3) a *cy pres* award to Hawai‘i Community Foundation to fund a program that has to date secured permanent housing for 114 previously unsheltered West O‘ahu families;

- Class Counsel in *Mitsuoka v. Haseko Homes, Inc.*, State of Hawai‘i, First Circuit, Case No. 12-1-3020-11 LWC. Our work on this matter resulted in a \$20 million settlement for claims by owners of 621 Ocean Pointe class homes with corrosion in structural metal shot pins embedded in their foundations. The settlement is funding a comprehensive repair program to fully replace the shot pin holdown systems in all 621 class homes;
- Class Counsel in *Gonzales v. Lloyds TSB Bank, plc*, United States District Court, Central District of California, Case No. 2:06-c-01433-VBF (JTLx). We recovered more than \$17 million from an international bank, international financial institution, and Los Angeles accounting firm for aiding and abetting a Ponzi scheme that caused losses to hundreds of victims;
- Class Counsel in *Arreola v. Bank of America*, United States District Court, Central District of California, Case No. 2:11-cv-06237-FMO (PLAx). We recovered \$8.25 million from Bank of America for claims stemming from a Ponzi scheme that caused losses to dozens of Southern California victims;
- Class Counsel in *Andrade v. Nature’s Best*, State of California, County of San Bernardino Superior Court Case No. CIVDS 1508659. We recovered a \$2.5 million settlement in a combination class and PAGA settlement for employees and former employees with wage and hour claims;
- Class Counsel in *Sanchez v. Galleher, et al.*, State of California, County of San Francisco Superior Court Case No. CGC-19-579749. We recovered a \$1,912,750.00 settlement in a combination class and PAGA settlement for hundreds of employees and former employees with wage and hour claims, for which the Court granted preliminary and final approval;
- Class Counsel in *Cruz v. Red Wing Brands of America, Inc.*, Kern County Superior Court, Case No. BCV-18-101833. We negotiated a \$1,750,000.00 settlement in a class settlement for hundreds of employees and former employees

with wage and hour claims. That court granted preliminary approval of the settlement, and the settlement notice process is underway;

- Counsel in *Williams, et al. v. Voxpro Group, LLC*, State of California, County of Sacramento Superior Court Case No. 34-2019-00270324-CU-OE-GDS. We recovered a \$750,000.00 settlement in a PAGA settlement for hundreds of employees and former employees with wage and hour claims;
- Class Counsel in *Kastler, et al. v. Oh My Green, Inc.*, United States District Court, District of Northern California, Case No. 19-cv-02411-HSG. We negotiated a \$500,000.00 settlement in a combination class and PAGA settlement for hundreds of employees and former employees with wage and hour claims. That court granted preliminary approval of the settlement, and final approval of the settlement is pending;
- Class Counsel in *Verdejo v. Vanguard Piping Systems, Inc.*, State of California, County of Los Angeles Superior Court, Case No. BC448383. That nationwide class action resulted in a settlement for class members with certain yellow brass plumbing components, creating a hybrid warranty/cash payment program available to owners with qualifying defects in those products;
- Class Counsel in *Houze v. Brasscraft Manufacturing Company*, State of California, County of Los Angeles Superior Court, Case No. BC493276. That nationwide class action resulted in two settlements for class members with certain yellow plumbing components, creating warranty programs available to owners with qualifying defects in those products; and
- Class Counsel in *Corzine v. Whirlpool Corp.*, United States District Court, Northern District of California, Case No. 5:15-cv-05764-BLF. That nationwide class action resulted in a settlement for class members with certain drain tube components in refrigerators, creating a warranty program available to owners with qualifying defects in those products.

7. LippSmith LLP is also serving as Class Counsel and/or in case leadership positions in numerous other matters throughout the United States in active litigation, including but not limited to the following representative matters:

- Steering Committee in *In Re: Champlain Towers South Collapse Litigation*, Eleventh Judicial Circuit in and for Miami-Dade County, Florida Case No. 2021-015089-CA-01. That case concerns claims of hundreds of victims who lost their units, perished, and suffered catastrophic personal injuries in the Champlain Towers South collapse. Our team is providing leadership on critical briefing, expert witness, discovery, and settlement matters;
- Class Counsel in *In re: Brinker Data Incident Litigation*, United States District Court, Middle District of Florida, Case No. 3:18-cv-00686-TJC-MCR. That certified class represents is on behalf of Chili's customers whose credit card information was stolen in a data breach of information held by Chili's restaurants that compromised millions of credit cards. The court granted our class certification motion, and the case is currently before the Eleventh Circuit on an FRCP Rule 23(f) appeal; and
- Class and Subclass Counsel in *Townsend N. Takushi and Joanne E. Brykczynski Living Trust v. D.R. Horton, Inc., et al.*, First Circuit, State of Hawai'i Civil No. 18-1-1748-10 GWBC. That case concerns claims by owners of thousands of homes throughout Hawai'i built and sold with galvanized strap holdowns and sill tracks that are experiencing severe corrosion.

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Work Performed in Connection with the Litigation

8. Our team at LippSmith LLP performed the following tasks related to this case:
 - Case Initiation: Our attorneys researched and investigated the scope of the data breach and potential defendants; researched potential claims and any administrative requirements for those claims; interviewed potential plaintiffs; drafted a complaint that was filed in the United States District Court, Central District of California; and managed the day-to-day of that individual, pending action.
 - Case Pendency: Once the defendants moved to centralize the litigation of all cases filed that were related to the OPM data breach, our office worked to provide consultation with other plaintiffs' counsel as to early case strategies. This time included matters of leadership for the case, which I estimate to be about 10% of time spent during this period and which was not included in our time submission. Our office also responded to Lead Counsel's inquiries about our client, Michael Hanagan, who would eventually serve as a class representative, and corresponded with Mr. Hanagan for those inquiries. We also monitored the case progress and kept Mr. Hanagan informed about important updates for the case.
 - Settlement and Post-Settlement: We have been in close contact with Lead Counsel about the terms of the settlement and provided responses to all inquiries to effectuate the settlement process in a timely manner. Our office will continue to remain available and responsive to those needs.

9. In performing work on the case, LippSmith LLP's attorneys and staff expended 102.8 hours for a total lodestar of \$75,030.

10. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, LippSmith LLP exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and did not include any time spent on monitoring the case progress through ECF. We then submitted the audited daily time records to Lead Counsel for further review and audit.

11. Below is a chart showing the professionals who worked on this matter for LippSmith LLP, their positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|---------------------|------------------|-------------|--------------|-----------------|
| Graham B. LippSmith | Founding Partner | \$850 | 53.4 | \$45,390 |
| Jaclyn L. Anderson | Partner | \$600 | 37.3 | \$22,380 |
| Celene Chan Andrews | Partner | \$600 | 12.1 | \$7,260 |
| | | TOTAL: | 102.8 | \$75,030 |

12. The rates set forth above are these professionals' customary rates that LippSmith LLP currently charges in similar matters for which the firm is paid on a contingent basis. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal

markets where services are rendered, and the complexity of the work undertaken for our clients. Courts have not challenged, questioned, or reduced our fee applications with our current and historic hourly rates. Some cases in which the firm's rates have been included in the fee applications for other, class action matters include the following:

- *Houze v. Brasscraft Manufacturing Company*, State of California, County of Los Angeles Superior Court, Case No. BC493276;
- *Corzine v. Whirlpool Corp.*, United States District Court, Northern District of California, Case No. 5-cv-05764-BLF;
- *Andrade, et al. v. Nature's Best*, Superior Court of the State of California, County of San Bernardino, Case No. CIVDS 1508659;
- *Alvarez v. Haseko Homes, Inc.*, State of Hawai'i, First Circuit, Case No. 09-1-1932-08 RAN and *Kai v. Haseko Homes, Inc.*, First Circuit, State of Hawai'i Civil Case No. 09-1-2834-12 GWBC;
- *Baker v. Castle & Cooke Homes Hawaii, Inc.*, United States District Court, District of Hawai'i, Case No. 1:11-cv-00616-LEK-WRP and *Baker v. Castle & Cooke Homes Hawaii, Inc.*, State of Hawai'i, First Circuit, Case No. 11-1-1524-07 JPC;
- *Mitsuoka v. Haseko Homes, Inc.*, State of Hawai'i, First Circuit, Case No. 12-1-3020-11 LWC;
- *Kastler v. Oh My Green, Inc.*, United States District Court, Northern District of California, Case No. 19-cv-0211-HSG; and
- *Cruz, et al. v. Red Wing Brands of America, Inc.*, Superior Court of the State of California, County of Kern, Case No. BCV-18-101833 (BCB).

13. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to LippSmith LLP’s work in this litigation, the firm’s lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|---------------------|--------------------------------|-----------------|--------------|-----------------|
| Graham B. LippSmith | 20 | \$919 | 53.4 | \$49,074.60 |
| Jaclyn L. Anderson | 15 | \$764 | 37.3 | \$28,497.20 |
| Celene Chan Andrews | 14 | \$764 | 12.1 | \$9,244.40 |
| | | TOTAL: | 102.8 | \$86,816.20 |

Staffing and Tasks Performed in This Matter

14. LippSmith LLP staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in LippSmith LLP’s lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in LippSmith LLP’s lodestar and performed after such appointment was authorized by Lead Counsel.

15. LippSmith LLP has not submitted time for staff, including paralegals, because that time did not qualify for submission under the directives provided by the Court and Lead Counsel.

Expenses Incurred in the Prosecution of the Litigation

16. In connection with its efforts in this matter, LippSmith LLP, and/or its predecessor firm, Kasdan LippSmith Weber Turner LLP, advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm’s books and records that are regularly maintained in the ordinary course of the firm’s business, and are based on the receipts and other records maintained by the firm.

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| Expense Category | Amount |
|---|-------------------|
| Court Fees (Filing Fees, etc.) | \$400 |
| Computer Research | \$148.42 |
| Postage / Express Delivery / Messenger | \$20.04 |
| Air and Ground Transportation | \$1,582 |
| Meals | \$99.11 |
| Lodging | \$1,500 |
| Miscellaneous / Other (Attorney Service, Parking) | \$195.45 |
| TOTAL: | \$3,945.02 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 19, 2022, at Honolulu, Hawaii.

/s/ Graham B. LippSmith
Graham B. LippSmith

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF CUNEO, GILBERT & LADUCA, LLP IN SUPPORT OF
PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND SERVICE
AWARDS**

I, Monica Miller, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Cuneo, Gilbert & LaDuca, LLP ("CGL"). I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. CGL has extensive class action and other complex commercial litigation experience in a broad range of substantive areas, including antitrust, securities (and other shareholder litigation), and consumer protection. This includes considerable experience bringing claims against government entities, including recent takings litigation in the Court of Claims (*State of Mississippi v. United States* (19-231 L)), Freedom of Information Act litigation (*Am. Small Business League v. Department of Defense*, Case No. CV 14-2166 WHA (N.D. Cal. 2019)), as

well as cases against the City and County of Los Angeles and the City of Long Beach concerning wrongfully imposed excise taxes on telephone service. Our experience also specifically includes data privacy litigation; for example, CGL served as co-lead counsel in *Dennis v. Metromail Corp.*, a case alleging that the defendant contracted to have maximum security Texas prisoners' "key" personal information obtained from shopping questionnaires.

Work Performed in Connection with the Litigation

3. We were active in the early stages of this litigation, having filed two separate actions with out-of-state co-counsel. The bulk of our (limited) time was spent modifying and preparing these complaints, as well as early motion practice directed to the question of whether early discovery would occur or discovery would be stayed. Substantially all of our time is from September-December 2015, and we were not active thereafter, which is reflected in the modest number of timekeeper hours.

4. In performing work on the case, CGL's attorneys and staff expended 88.5 hours for a total lodestar of \$71,205.25.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, CGL exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, and excluded time spent on proceedings related to the appointment of class counsel (we excluded, for example, over 25 hours of time related to a motion for appointment to a steering committee). We then submitted the audited daily time records to Lead Counsel for further review and audit. Our initial "raw" time of approximately 141 timekeeper hours was

ultimately reduced, by CGL as well as by Lead Counsel, to the 88.5 hours reflected in this declaration.

6. Below is a chart showing the professionals who worked on this matter for CGL, their positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|-------------------|-----------|--------|-------|-------------|
| Charles LaDuca | Partner | \$895 | 21 | \$18,795.00 |
| Monica Miller | Partner | \$950 | 49.25 | \$46,787.50 |
| Alexandra Peck | Paralegal | \$175 | 5.25 | \$918.75 |
| Marie Schenck | Paralegal | \$175 | 6.5 | \$1,137.50 |
| Brendan Thompson | Partner | \$750 | 4 | \$3,000.00 |
| Darren Villalobos | Paralegal | \$225 | 2.5 | \$562.50 |
| | | TOTAL: | 88.5 | \$71,201.25 |

The rates set forth above are these professionals' customary rates that CGL currently charges in similar matters for which the firm is paid on a contingent basis, as well as in matters for which the firm's clients pay by the hour. For former employees, the rate used is the rate charged for the professional when they left the firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as: *In re: Pork Antitrust Litig.*, Case No. 18-01776 (D. Minn. 2021); *Am. Small Business League v. Department of Defense*, Case No. CV 14-2166 WHA (N.D. Cal. 2019); *In re: Automotive Parts Antitrust Litig.*, Case No. 12-md-02311 (E.D. Mich. 2019) (and several earlier fee applications).

7. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to CGL’s work in this litigation, the firm’s lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|-------------------|-------------------------|----------|-------|-------------|
| Charles LaDuka | 22 | \$919 | 21 | \$19,299.00 |
| Monica Miller | 31 | \$919 | 49.25 | \$45,260.75 |
| Alexandra Peck | N/A | \$208 | 5.25 | \$1,092.00 |
| Marie Schenck | N/A | \$208 | 6.5 | \$1,352.00 |
| Brendan Thompson | 14 | \$764 | 4 | \$3,065.00 |
| Darren Villalobos | N/A | \$208 | 2.5 | \$520.00 |
| | | TOTAL: | 88.5 | \$70,588.75 |

Staffing and Tasks Performed in This Matter

8. CGL staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in CGL’s lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in CGL’s lodestar and performed after such appointment was authorized by Lead Counsel.

9. The bulk of our attorney hours were from attorneys Charles LaDuka and Monica Miller, two attorneys with different skill sets and areas of focus. As reflected in their time entries, Mr. LaDuka’s 21 hours consisted primarily of discussions with our co-counsel and the many other law firms, and with developing case strategies in the early stages of the litigation, and secondarily working with Ms. Miller to review and finalize complaints and other papers. Ms. Miller’s 49.25 hours were more focused on drafting of complaints, motion papers and memoranda, as well as legal research and supervision of the paralegal staff.

Expenses Incurred in the Prosecution of the Litigation

10. In connection with its efforts in this matter, CGL advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in

furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--|-------------------|
| Copying / Printing | |
| Court Fees (Filing Fees, etc.) | 800.00 |
| Court Reporters / Transcripts | |
| Computer Research | 86.40 |
| Telephone / Fax | |
| Postage / Express Delivery / Messenger | 49.90 |
| Mediator Fees | |
| Expert Fees | |
| Air and Ground Transportation | |
| Meals | 1,341.77 |
| Lodging | |
| Miscellaneous / Other | |
| TOTAL: | \$2,278.07 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 15, 2022 in Arlington, Virginia.

/s/ Monica Miller

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

**IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION**

This Document Relates To:

ALL CASES

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

**DECLARATION OF JEFFREY W. GOLAN OF BARRACK, RODOS & BACINE IN
SUPPORT OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND
SERVICE AWARDS**

I, Jeffrey W. Golan, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Barrack, Rodos & Bacine (“Barrack” or the “Firm”). I submit this declaration in support of Plaintiffs’ motion for attorneys’ fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management (“OPM”) and Peraton Risk Decision Inc. (“Peraton”). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Barrack has been extensively involved for more than 45 years in complex class action litigation, participating in hundreds of such cases and recovering over \$15 billion for class members. The Firm has concentrated this complex practice in securities, shareholder rights, antitrust, and consumer class actions (including data breach class actions). Barrack has had significant leadership positions in these litigations, having been appointed by courts as lead counsel and on plaintiffs’ executive committees in numerous class actions throughout the United States. Among the other data breach cases in which Barrack has been involved are cases against Anthem Health, Premera and Experian.

Work Performed in Connection with the Litigation

3. Barrack engaged in the following compensable work in connection with the litigation: research, drafting, conferring with other counsel, and filing an initial complaint; review, research and drafting of portions of the motion to dismiss opposition; and communications with Lead Counsel regarding other case developments.

4. In performing this compensable work on the case, Barrack attorneys and staff expended 76 hours for a total lodestar of \$55,770.00.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the Firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Barrack exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint research and drafting time to 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and have not billed for any time spent on our time records. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter for Barrack, their positions at the Firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|---------------------|-----------|--------|-------|-------------|
| Jeffrey W. Golan | Partner | \$855 | 9.00 | \$7,695.00 |
| Mark R. Rosen | Partner | \$855 | 32.75 | \$28,001.25 |
| Stephen R. Basser | Partner | \$855 | 0.25 | \$213.75 |
| Chad A. Carder | Partner | \$720 | 23.00 | \$16,560.00 |
| Jennifer R. Mueller | Paralegal | \$300 | 11.00 | \$3,300.00 |
| | | TOTAL: | 76.00 | \$55,770.00 |

7. The rates set forth above are these professionals' customary rates that Barrack currently charges in similar matters for which the Firm is paid on a contingent basis. For former employees, the rate used is the rate charged for the professional when they left the Firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the work undertaken for our clients. Moreover, the Firm's rates have been approved by courts in other, similar matters, such as data

breach cases against Anthem Health, Premera and Experian, securities class actions against American International Group, WageWorks, Roadrunner, and DCF Global, and many other contingency matters.

8. If the rates set forth in *Laffey* legal services index (“LSI”) were applied to the Firm’s work in this litigation, the Firm’s lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|---------------------|-------------------------|----------|-------|-------------|
| Jeffrey W. Golan | 42 | \$919.00 | 9.00 | \$8,271.00 |
| Mark R. Rosen | 43 | \$919.00 | 32.75 | \$30,097.25 |
| Stephen R. Basser | 46 | \$919.00 | 0.25 | \$229.75 |
| Chad A. Carder | 20 | \$764.00 | 23.00 | \$17,572.00 |
| Jennifer R. Mueller | N/A | \$208.00 | 11.00 | \$2,288.00 |
| | | TOTAL: | 76.00 | \$58,458.00 |

Staffing and Tasks Performed in This Matter

9. Barrack staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Barrack’s lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Barrack’s lodestar and performed after such appointment was authorized by Lead Counsel.

10. The senior partners identified in the charts above (Messrs. Golan, Basser and Rosen) were all involved in the commencement of litigation by the Firm, including research, drafting, vetting plaintiffs and filing an initial complaint. After the Court’s appointment of interim Class Counsel, Messrs. Rosen and Carder were actively involved in research and drafting sections of the motion to dismiss opposition under Lead Counsel’s supervision. Mr. Golan was further involved in communications with Lead Counsel concerning other aspects of the Litigation, including negotiations with the Defendants and the parties’ eventual settlement.

Expenses Incurred in the Prosecution of the Litigation

11. In connection with its efforts in this matter, Barrack advanced a variety of out-of-pocket expenses. Below is an itemized summary list of the unreimbursed expenses that the Firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the Firm's books and records that are regularly maintained in the ordinary course of the Firm's business, and are based on the receipts and other records maintained by the Firm.

| Expense Category | Amount |
|--|-------------------|
| Copying / Printing | \$ 30.00 |
| Court Fees (Filing Fees, etc.) | \$ 107.33 |
| Computer Research | \$1,080.48 |
| Telephone / Fax | \$ 325.81 |
| Postage / Express Delivery / Messenger | \$ 17.23 |
| Air and Ground Transportation, Meals and Lodging | \$ 704.21 |
| TOTAL: | \$2,265.06 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 19, 2022, in Philadelphia, Pennsylvania.

/s/ Jeffrey W. Golan

Jeffrey W. Golan

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF G. FRANKLIN LEMOND, JR. OF WEBB, KLASE & LEMOND,
LLC IN SUPPORT OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES,
EXPENSES, AND SERVICE AWARDS**

I, G. Franklin Lemond, Jr., hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a partner of Webb, Klase & Lemond, LLC. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Webb, Klase & Lemond, LLC has extensive experience in class litigation. The firm was appointed to serve on Plaintiffs' Executive Committee in In re: Checking Account Overdraft Litigation, MDL No. 2036, and was the team leader or co-team leader in those litigations against Wachovia Bank, PNC Bank, Compass Bank, M&T Bank, RBC Bank, Synovus Bank, and United Bank. Webb, Klase & Lemond, LLC also performed substantial work as to foundational issues to establish the Plaintiffs' strategy in that MDL and assisted in the procurement of settlements in excess of \$1 billion, including the following: (i) Bank of America – \$410 million; (ii) Chase – \$110 million; (iii) Citizens – \$127 million; (iv) U.S. Bank – \$55 million; (v) PNC Bank – \$90 million; (vi) TD Bank – \$62 million; and (vii) Union Bank – \$35 million.

3. Webb, Klase & Lemond, LLC was appointed class counsel in a \$7.75 million settlement in Lunsford v. Woodforest Nat'l Bank, N.A. (N.D. Ga.), regarding the bank's overdraft fee practices. The reported decision denying bank's motion to dismiss and motion to strike class allegations is available at 299 F.R.D. 695.

4. Webb, Klase & Lemond, LLC was also co-lead counsel in Champs Sports Bar & Grill Co. v. Mercury Payments Systems, LLC (N.D. Ga.), a class action challenging credit-card

processing fees that resulted in a class settlement with a common fund of \$52 million. The order granting final approval to the settlement is available at 275 F. Supp. 3d 1350.

5. Webb, Klase & Lemond, LLC also has experience in data breach cases, having been appointed lead counsel in T.A.N. v. PNI Digital Media, Inc. (S.D. Ga.), and negotiating a nationwide class settlement on behalf of customers of PNI Digital whose information was taken in a data breach.

6. Webb, Klase & Lemond, LLC also participated in In re: Equifax Inc. Customer Data Security Breach Litigation (N.D. Ga.), and In Re Anthem, Inc. Data Breach Litigation (N.D. Cal.), having been retained by clients who were Class Representatives in the operative complaints in those MDL proceedings.

Work Performed in Connection with the Litigation

7. In connection with this litigation, Webb, Klase & Lemond, LLC performed the following tasks:

- Interviewed numerous potential plaintiffs for inclusion in the case, including federal employees from several states who were notified that their PII was compromised in the Data Breaches;
- Assisted in the drafting of the complaint in Woo v. United States Office of Personnel Management, Case No. 6:15-cv-01220 (D. Kan.);
- Attended court hearings in the MDL's early stages; and
- At Lead Counsel's direction, searched contacts for potential new plaintiffs for inclusion in master complaint following appointment of interim Class Counsel.

8. In performing work on the case, Webb, Klase & Lemond, LLC's attorneys and staff expended 58.3 hours for a total lodestar of \$39,757.50.

9. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Webb, Klase & Lemond, LLC exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and excluded time spent that was not specifically assigned by Lead Counsel. We then submitted the audited daily time records to Lead Counsel for further review and audit.

10. Below is a chart showing the professionals who worked on this matter for Webb, Klase & Lemond, LLC, their position at the firm, the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|-------------------------|---------|--------|-------|-------------|
| E. Adam Webb | Partner | \$775 | 14.9 | \$11,547.50 |
| G. Franklin Lemond, Jr. | Partner | \$650 | 43.4 | \$28,210.00 |
| | | TOTAL: | 58.3 | \$39,757.50 |

11. The rates set forth above are these professionals' customary rates that Webb, Klase & Lemond, LLC currently charges in similar matters for which the firm is paid on a contingent basis. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are rendered, and the complexity of the

work undertaken for our clients. The firm's rates have been approved by courts in other, similar matters, such as In re TD Bank, N.A. Debit Card Overdraft Fee Litig., MDL No. 2613 (D.S.C.).

12. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Webb, Klase & Lemond's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|-------------------------|-------------------------|----------|-------|-------------|
| E. Adam Webb | 26 | \$919 | 14.9 | \$13,693.10 |
| G. Franklin Lemond, Jr. | 18 | \$764 | 41.2 | \$31,476.80 |
| | | TOTAL: | 58.3 | \$45,169.90 |

13. Webb, Klase & Lemond, LLC staffed this matter with attorneys who performed tasks based on their skills, expertise, and experience. All work reflected in Webb, Klase & Lemond, LLC's lodestar was for the benefit of the class.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 20, 2022, at Atlanta, Georgia.

/s/ G. Franklin Lemond, Jr.

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

IN RE: U.S. OFFICE OF PERSONNEL
MANAGEMENT DATA SECURITY
BREACH LITIGATION

Misc. Action No. 15-1394 (ABJ)
MDL Docket No. 2664

This Document Relates To:
ALL CASES

**DECLARATION OF HASSAN A. ZAVAREEI OF TYCKO & ZAVAREEI LLP IN
SUPPORT OF PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, EXPENSES, AND
SERVICE AWARDS**

I, Hassan A. Zavareei, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the following is true and correct:

1. I am a manager partner of Tycko & Zavareei LLP. I submit this declaration in support of Plaintiffs' motion for attorneys' fees, expenses, and service awards in connection with the class action settlement with Defendants U.S. Office of Personnel Management ("OPM") and Peraton Risk Decision Inc. ("Peraton"). I make this declaration based on my own personal knowledge, and if called upon to do so, could testify competently to the matters set forth herein.

2. Tycko & Zavareei LLP is a leading firm in data privacy cases before state and federal courts across the country and has paved the way in class action litigation for over twenty years. Tycko & Zavareei LLP has been appointed co-lead counsel in major consumer privacy and data breach class actions, including *In re Ring LLC Privacy Litig.*, No. 2:19-cv-10899-MWF-RAO (C.D. Cal). *Lopez, et al. v. Volusion, LLC.*, 1:20-CV-00761-LY (W.D. Tex); *In re Luxottica of America, Inc. Data Security Breach Litigation*, No. 1:20-cv-00908-MRB (S.D. Ohio); *In re US Fertility, LLC Data Security Litigation*, No. 8:21-cv-299 (D. Md); and *Gupta v. Aeries Software, Inc.*, 8:20-cv-0995- FMO-ADS (C.D. Cal).

Work Performed in Connection with the Litigation

3. Tycko & Zavareei LLP's work on this matter included:

- Contacting and vetting potential plaintiff leads, preparing landing pages and emails for same.
- Preparing and attending status conferences and internal attorney strategy sessions.
- Providing additional administrative support for matter and attorneys, including Court forms and filings.

4. In performing work on the case, Tycko & Zavareei LLP's attorneys and staff expended 21.90 hours for a total lodestar of \$15,953.90.

5. In accordance with the Court's and Lead Counsel's direction concerning time and expense reporting, the firm's attorneys and staff kept contemporaneous records of the time they spent on this litigation. In reporting its time, Tycko & Zavareei LLP exercised billing judgment to eliminate any inefficiency or duplication. Following Lead Counsel's instructions, we limited complaint drafting time to the first 25 hours, excluded time spent on proceedings related to the appointment of class counsel, and other internal administrative case management duties. We then submitted the audited daily time records to Lead Counsel for further review and audit.

6. Below is a chart showing the professionals who worked on this matter for Tycko & Zavareei LLP, their positions at the firm (e.g., Partner, Associate, Paralegal, Litigation Assistant), the total number of hours they worked, their hourly billing rates, and the resulting lodestar.

| Timekeeper | Role | Rate | Hours | Lodestar |
|--------------------|-------------|-------------|--------------|-----------------|
| Hassan A. Zavareei | Partner | \$919 | 9.3 | \$8,546.70 |
| Anna C. Haac | Partner | \$764 | 8.8 | \$6,723.20 |
| Sydney Teng | Paralegal | \$180 | 3.8 | \$684.00 |
| | | TOTAL: | 21.90 | \$15,953.90 |

The rates set forth above are these professionals' customary rates that Tycko & Zavareei LLP currently charges in similar matters for which the firm is paid on a contingent basis as well as in matters for which the firm's clients pay by the hour. For former employees, the rate used is the rate charged for the professional when they left the firm. Our billing rates are set in line with our research into the prevailing rates charged by comparable firms in our legal market. Our rates are based on the years of experience of our various practitioners, their standing in their respective fields, the prevailing rates charged by comparable firms, the legal markets where services are

rendered, and the complexity of the work undertaken for our clients. The firm's rates have been applied by courts in numerous other matters. *See e.g. Kumar v. Salov North America Corp.*, No. 14-CV-2411-YGR, 2017 WL 2902898 (N.D. Cal. July 7, 2017); *Stathakos v. Columbia Sportswear Co.*, No. 15-CV-04543-YGR, 2018 WL 1710075, at *6 (N.D. Cal. Apr. 9, 2018); *Meta v. Target Corp., et al.*, No. 14-cv-0832 (N.D. Ohio Aug. 7, 2018), Dkt. 179; *In re Think Finance, LLC*, et al., No. 17-bk-33964 (Bankr. N.D. Tex.); *Brown v. Transurban USA, Inc.*, No. 1:15CV494 (JCC/MSN), 2016 WL6909683 (E.D. Va. Sept. 29, 2016); *Small v. BOKF, N.A.*, No. 1:13-cv-01125-REB-MJW (D. Colo.); *Soule v. Hilton Worldwide, Inc.*, No. CV 13-00652 ACK-RLP, 2015 WL 12827769 (D. Haw. Aug. 25, 2015); *Harkey v. General Electric Company*, No. 3:13-cv-01799 (D. Conn.); *Harris v. Farmers Insurance*, No. BC579498 (Super. Ct. State of CA); *Roberts v. Capitol One Financial Corp.* 1:16-cv-04841 (S.D. NY); *Hamm, et al. v. Sharp Electronics Corp.*, No. 5:19-cv-00488-JSM-PRK (M.D. Fla.); *Juan Quintanilla Vazquez et al. v. Libre by Nexus, Inc.*, No. 17-cv-00755 CW (N.D. Cal.); *Smith v. Fifth Third Bank*, No. 1:18-cv-464-DRC-SKB (S.D. Ohio); *Silveira v. M&T Bank*, No. 2:19-cv-06958-ODW-KS (C.D. Cal.); *Jette v. Bank of America, N.A.*, No. 20-cv-6791-LDW (D.N.J.); *Morris, et al., v. Bank of America, N.A.* No. 3:20-cv-00157-RJC-DSC (Western District of North Carolina).

7. If the rates set forth in *Laffey* legal services index ("LSI") were applied to Tycko & Zavareei LLP's work in this litigation, the firm's lodestar summary would be as follows:

| Timekeeper | Years Out of Law School | LSI Rate | Hours | Lodestar |
|--------------------|-------------------------|----------|-------|-------------|
| Hassan A. Zavareei | 27 | \$919 | 9.3 | \$8,546.70 |
| Anna C. Haac | 16 | \$764 | 8.8 | \$6,723.20 |
| Sydney Teng | N/A | \$208 | 3.8 | \$790.40 |
| | | TOTAL: | 21.9 | \$16,060.30 |

Staffing and Tasks Performed in This Matter

8. Tycko & Zavareei LLP staffed this matter with attorneys and staff who performed tasks based on their skills, expertise, and experience. Work reflected in Tycko & Zavareei LLP's lodestar and performed prior to the appointment of counsel was for the benefit of the class, and work reflected in Tycko & Zavareei LLP's lodestar and performed after such appointment was authorized by Lead Counsel.

9. Further information about the roles and contributions of each attorney and staff member is provided below.

10. **Hassan A. Zavareei:** Meeting with Co-Counsel and Preparing for and Attending Status Conferences. Meeting With Co-Counsel Regarding Lead Counsel Issues.

11. **Anna C. Haac:** Outreach and Vetting of Potential Plaintiffs. Constructing Landing Page and Email Regarding Suit.

12. **Sydney Teng:** Contacting Leads and Preparing Documents on Behalf of Attorneys Hassan A. Zavareei and Anna C. Haac.

Expenses Incurred in the Prosecution of the Litigation

13. In connection with its efforts in this matter, Tycko & Zavareei LLP advanced a variety of out-of-pocket expenses. Below is an itemized list of the unreimbursed expenses that the firm incurred in furtherance of the prosecution of this litigation. These expenses are reflected in the firm's books and records that are regularly maintained in the ordinary course of the firm's business, and are based on the receipts and other records maintained by the firm.

| Expense Category | Amount |
|--------------------------------|----------|
| Copying / Printing | \$0.00 |
| Court Fees (Filing Fees, etc.) | \$150.00 |

| | |
|--|-----------------|
| Court Reporters / Transcripts | \$0.00 |
| Computer Research | \$270.40 |
| Telephone / Fax | \$0.00 |
| Postage / Express Delivery / Messenger | \$5.75 |
| Mediator Fees | \$0.00 |
| Expert Fees | \$0.00 |
| Air and Ground Transportation | \$0.00 |
| Meals | \$95.51 |
| Lodging | \$0.00 |
| Miscellaneous / Other (Photocopies) | \$124.65 |
| TOTAL: | \$646.31 |

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on July 13th, 2022, in Washington, D.C.

/s/ Hassan A. Zavareei
Hassan A. Zavareei

ATTESTATION

I, Daniel C. Girard, am the ECF User whose identification and password are being used to file Exhibit E, a composite exhibit that contains declarations from attorneys who, together with other professionals at their firms, contributed work in furtherance of the prosecution of this action. I hereby attest under penalty of perjury that concurrence in this filing has been obtained from each of the signatories to the foregoing declarations within Exhibit E.

/s/ *Daniel C. Girard*