

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF HENNEPIN

FOURTH JUDICIAL DISTRICT

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Bonnie Berthiaume, Robert Berthiaume,  
Doris Burnham, Richard Burnham, Nancy  
Mayer-Gosz, Fletcher Lewis, and Carole  
Lewis,

Court File No.: 27-CV-17-15118  
Case Type: Other Contract / Other Civil  
Judge Laurie J. Miller

Plaintiffs,

vs.

Allianz Life Insurance Company of North  
America and Imeriti, Inc. d/b/a Imeriti  
Financial Network,

**ORDER GRANTING  
MOTION FOR AN ORDER  
APPROVING CLASS  
REPRESENTATIVES' ATTORNEYS'  
FEES, COSTS, AND SERVICE AWARDS**

Defendants.

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This matter came before the Court on the Class Representatives' motion for an order approving their attorneys' fees, costs, and service awards. All defined terms in this Order shall have the same meanings as in the Settlement Stipulation. This Court has reviewed the proposed Settlement, and based upon the Motion and the record of this matter, it is hereby ORDERED as follows:

1. Class Representatives are entitled to reasonable attorneys' fees to compensate their counsel for their work in recovering damages on behalf of the class. The time spent and expenses incurred, the contingent fee agreement, the complexity of the litigation, and the successful outcome justify their request for attorneys' fees and expenses.

2. Class Counsel have expended 5,451.85 hours of attorney time and 640.14 hours of paralegal time on this litigation, and have incurred an initial lodestar amount of \$2,724,294.70.

3. This litigation involves multiple statutory and common law claims with complex legal and factual issues, including the statute of limitations, scienter, duty, and numerous elements of several statutory claims. Before filing the Complaint, Class Counsel conducted a thorough investigation of the facts relating to the claims asserted in the Action. Class Counsel interviewed numerous Class Members and collected and analyzed documents provided by the Class Representatives and other Class Members. Additionally, they worked with the Minnesota Department of Commerce and the United States Attorneys' Office to review and analyze documents collected as part of the criminal and civil investigations into Meadows' conduct. Finally, they interviewed Meadows himself in order to obtain details of his scheme.

4. After the Amended Complaint was filed, the parties engaged in extensive litigation, including motions to dismiss, the exchange of more than 16,000 documents, 18 fact depositions, expert discovery involving the exchange of seven expert reports and three expert depositions, a motion for class certification, two requests for review by the Minnesota Court of Appeals, and a Petition for Review by the Minnesota Supreme Court. Throughout the course of the litigation, the parties engaged in multiple rounds of settlement talks, including four mediations with two retired federal magistrate judges. Before each mediation, Class Representatives prepared confidential mediation letters that focused the issues and analyzed the strengths and weaknesses of their

claims. Attorney time was also required for the preliminary motion seeking the Court's approval the class settlement agreement. As shown in the Billing Detail submitted with their motion, Class Counsel reasonably expended 6,091.99 hours over five years, at a total reasonable value of \$2,724,294.70.

5. In addition to the time spent on this litigation, Class Counsel have incurred unreimbursed costs and expenses related to this matter totaling \$235,058.05. These costs include filing fees, expert fees, costs associated with uploading and analyzing documents, mediation costs, deposition costs, and other expenses directly related to the prosecution of this case. Class Counsel advanced all of these costs and expenses with no guarantee they would ultimately be recovered, and most were paid out of pocket to third-party vendors, court reporters, and experts. These costs are reimbursable.

6. The Settlement Stipulation is a successful result for Class Representatives and the Class Members. The Settlement will: (i) provide substantial benefits to Class Members; (ii) put Class Representatives' claims and the underlying matters to rest; and (iii) avoid the substantial expense, burdens, risks, and uncertainties associated with the continued litigation of the Action. Given that Class Representatives' ultimate victory at trial was by no means certain, and even if achieved, would have been a lengthy and costly affair for class members, an immediate payment is a successful outcome for Class Members.

7. Class Counsel have significant experience in handling class actions and complex litigation, and are well qualified to litigate this matter.

8. Best & Flanagan charged rates ranging from \$310 for associate time to \$660 for the time of senior partners. Class Counsel undertook this litigation on a contingency basis, including advancing all fees and expenses during the litigation. Class Counsel thus faced the very real risk that they would devote a significant amount of time and incur substantial expenses in prosecuting this action without any assurance of being compensated for their efforts. The hourly rates charged by Best & Flanagan attorneys and paralegals are commensurate with their experience in the legal industry, and are within the range of what Minnesota courts consider to be reasonable for similar work.

9. Under the Settlement Stipulation, Defendants agreed to not oppose an application of up to \$1,750,000.00 for attorneys' fees and costs.

10. In light of these circumstances, Class Representatives' request is reasonable. Class Counsel is hereby awarded attorneys' fees and costs in the aggregate amount of \$1,750,000.00 to be paid by Defendants. This amount covers any and all claims for attorneys' fees and expenses incurred by any and all counsel for Class Representatives and Class Members in connection with the Settlement and the administration of the Settlement.

11. Class Representatives are deserving of the service awards provided in the Settlement Agreement because of their efforts in obtaining a favorable settlement on behalf of the class. Class Representatives contributed considerable effort gathering information to develop the Amended Complaint, provide documents and other information, and attend multiple mediations, and have been in frequent contact with

counsel to pursue and investigate this matter. The Class Representatives also participated in crafting responses to written discovery and all Class Representatives sat for depositions.

12. The Settlement Stipulation provides that Defendants will not oppose incentive awards of up to \$15,000 for the Class Representatives Robert Berthiaume, Doris Burnham, Richard Burnham, Nancy Mayer-Gosz, and Fletcher Lewis.


13. In recognition of their contributions, the Court awards payments in the amount of \$15,000 to the Class Representatives. Defendants will pay to the Class Representatives a total sum of \$75,000. The specific awards to the individual Class Representatives are as follows:

- Robert Berthiaume: \$15,000
- Doris Burnham: \$15,000
- Richard Burnham: \$15,000
- Nancy Mayer-Gosz: \$15,000
- Fletcher Lewis: \$15,000

These amounts are in addition to whatever amounts each Class Representative may be entitled to receive in Settlement Relief.

IT IS SO ORDERED.

Dated: Dec. 4, 2020



Laurie J. Miller  
District Court Judge