

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

PLAINTIFFS' MOTION FOR ATTORNEYS' FEES, COSTS, AND SERVICE AWARDS

Plaintiffs Diana Mey, Phillip Charvat, Jason Bennett, Scott Dolemba, Janet and Michael Hodgins move the Court for an order granting an award of attorneys' fees of \$9,333,333, litigation costs of \$602,909.33, and service awards of \$50,000 each to Plaintiffs Mey and Charvat; \$6,012 to Plaintiff Bennett; and \$3,500 to Plaintiffs Dolemba, and the Hodgins.

In support of their requests, Plaintiffs refer to the Court to the accompanying Memorandum in Support, and supporting declarations. At the time this motion is ripe for decision, the Court will have held a hearing on final approval of the Settlement Agreement, the award of attorneys' fees and costs, and Plaintiffs' service awards and will have provided an opportunity for those with objections, if any, to be heard.

Dated: January 18, 2018

Respectfully Submitted,

BAILEY & GLASSER LLP

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Co-Lead Counsel for Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that on January 18, 2018, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the following:

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I further certify that I caused the foregoing to be mailed by the U.S. Postal Service, from Charleston, West Virginia, postage prepaid, to the following:

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EXHIBIT 1

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

**DECLARATION OF JONATHAN R. MARSHALL IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, COSTS, AND SERVICE AWARDS**

I, Jonathan R. Marshall, declare as follows:

1. I am the Court's appointed Plaintiffs' Liaison Counsel, and have been involved in this litigation since 2011. The matters stated in this declaration are within my personal knowledge.

2. I am submitting this declaration in support of the Plaintiffs' motion for attorneys' fees, costs, and service awards.

My Qualifications

3. I received my B.A. from West Virginia University, *summa cum laude*, in 2003. I am a 2007 graduate, Order of the Coif, of the West Virginia University College of Law.

4. I have practiced with Bailey & Glasser since my 2007 graduation from law school. I have been a partner at the firm since January of 2014. I am a member of the bars of West Virginia (2007) and Illinois (2008).

5. I concentrate my practice in class and mass actions. I have served as class counsel in many cases, including:

- *Desai v. ADT Sec. Servs*, Civil Action No. 1:11-cv-1925 (N.D. Ill.) (\$15 million TCPA class settlement).
- *Mey v. Frontier Communications Corporation*, Civil Action No. 3:13-1191 (D. Conn) (\$11 million TCPA class action settlement).
- *Mey v. Patriot Payment Group, LLC, et al.*, Civil Action No. 5:15-cv-00027 (N.D. W.Va.) (\$3.7 million TCPA class action settlement).
- *Dijkstra v. Carenbauer*, Civil Action No. 5:11-cv-00152 (N.D. W. Va.) (court awarded class more than \$2.6 million after granting affirmative summary judgment in mortgage loan case alleging violations of the West Virginia Consumer Credit and Protection Act).
- *Hardwick v. Rent-A-Center, Inc.*, Civil Action No. 3:06-0901 (S.D. W. Va.) (class action settlement worth more than \$5 million; alleging violations of state Consumer Goods Rental Protection Act).
- *Muhammad v. National City Mortgage Co.*, Civil Action No. 207-0423 (S.D. W. Va.) (\$700,000 mortgage loan servicing settlement alleging violations of the West Virginia Consumer Credit and Protection Act).
- *Shonk v. SG Sales Co.*, Case No. 07-C-1800 (Circuit Court of Kanawha County, West Virginia) (\$2.4 million nationwide settlement of class action brought under the Telephone Consumer Protection Act).
- *Triplett v. NationStar Mortgage, LLC*, Civil Action No. 3:11-cv-238 (S.D. W. Va.) (loan servicing case settled for \$1.5 million).
- *Gillispie v. Rite Aid of West Virginia, Inc.*, Civil Action No. 11-C-1815 (Circuit Court of Kanawha County, West Virginia) (wage payment class settlement of \$410,000).
- *Bauthauer v. Amazon.com, et al.*, Civil Action No. 12-C-111 (Circuit Court of Lincoln County, West Virginia) (wage payment class settlement).
- *Roberts v. Walgreen Co., et al.*, Civil Action No. 12-C-337 (Circuit Court of Mercer County, West Virginia) (wage payment class settlement).
- *Dunlap v. Wells Fargo*, Civil Action No. 04-C-101 (Circuit Court of Lincoln County, West Virginia) (consumer class action resulting in \$9 million settlement, not including interest rate reductions and credit repair provided as part of the settlement).
- *Powers v. Santander Consumer USA, Inc.*, Civil Action No. 12-cv-11932-TSH (D. Mass.) (consumer class action resulting in the establishment of a \$750,000 settlement fund and \$20 million in debt relief).
- *Glover v. Bank of America, N.A.*, Civil Action No. 13-40042-TSH (D. Mass.) (class action settlement for Massachusetts borrowers regarding late fees).

- *Pirillo v. PNC Mortgage Corporation*, Civil Action No. 11-C-751 (Circuit Court of Monongalia County, West Virginia) (consumer class action settlement).
- *Morris v. Merck Sharp & Dohme Corp.*, Civil Action No. 3:11-cv-00882 (S.D. W.Va.) (wage payment class action settlement totaling \$750,000).
- *Deem v. Ames True Temper, Inc.*, Civil Action No. 6:10-cv-01339 (S.D. W.Va.) (\$405,000 class action settlement in an ERISA action).
- *Dillon v. Chase*, Civil Action No. 03-C-164-W (Circuit Court of Hancock County, West Virginia) (\$3.3 million-dollar consumer class action settlement).
- *Maureen DiLoretti, et al. v. Countrywide Home Loans, Inc., et al.*, Civil Action No. 5:14-cv-00076 (S.D. W.Va.) (\$1,638,000 class action settlement for alleged abusive appraisals).
- *David and Theresa Palkovic, et al., Countrywide Home Loans, Inc.*, Civil Action No. 14-C-184 (Circuit Court of Ohio County, West Virginia) (\$1 million class action settlement for unconscionable inducement class action).
- *Navelski v. International Paper Company*, Case No. 3:14-cv-445 (N.D. Fla.) (certified class on behalf of homeowners of 317 homes in a neighborhood alleged to be flooded by Defendant's dam breaking).
- *Shore v. JP Morgan Chase Bank, N.A., et al.*, Case No. 16-cv-60125 (S.D. Fla.) (\$400,000 recovery for borrowers as a result of reinstatement quotes).

Qualifications of Plaintiffs' Team

6. Plaintiffs' counsel is comprised of an exceptional team of experienced class action and TCPA lawyers to pursue the claims in this case, all of whom strongly support the settlement as fair, adequate and reasonable. Their Declarations are attached as Exhibits 2 – 4.

They include the following:

- **John Barrett, Co-Lead Counsel.** Mr. Barrett is my partner at Bailey & Glasser, where he heads the firm's contingent practice, which litigates consumer, investor, and employment class actions across the country, and has filled leadership roles in two of the largest MDL cases in history, the Toyota Unintended Acceleration litigation, and the Volkswagen "Clean Diesel" litigation. Mr. Barrett has litigated class action cases for 15

years, and earlier this year was co-lead counsel in what may be the only TCPA class action successfully tried to a jury, *Krakauer v DISH Network, LLC* (M.D. N.C.). At trial, the jury concluded DISH was liable for 51,119 TCPA violations at \$400 per violation, and the Court later trebled the award to \$1,200 per violation, bringing the defendant's exposure to more than \$61 million.

- **Beth Terrell, Co-Lead Counsel.** With the Seattle law firm Terrell Marshall Law Group PLLC, Ms. Terrell is one of the country's best-known and most successful TCPA class action attorneys. She has been appointed lead or co-lead counsel in many consumer fraud, civil rights, wage and hour, and TCPA class actions against companies including Wal-Mart, Microsoft, Best Buy, and Toyota. She has won some of the largest TCPA class action cases in history, including Capital One (\$75 million), HSBC Bank Nevada (\$39.9 million), and Chase Bank (\$34 million). In this litigation, she was supported by a team of exceptional lawyers, including Jennifer R. Murray, Amanda Steiner, and Blythe Chandler.
- **Matthew McCue, Edward Broderick, and Anthony Paronich.** I have been fortunate to litigate TCPA class actions with these three Boston-area lawyers for ten years. They have pursued TCPA class actions almost exclusively since 2003, and have won substantial settlements in cases against Herbalife (\$7 million), ADT Security Services (\$15 million), AEP Energy, Inc. (\$6 million), and Frontier Communications (\$11 million), among many others.
- **Williamson & Williams, LLC,** is a Seattle law firm that focuses on complex class actions, including the litigation of class actions alleging violations of the TCPA arising out of the transmission by businesses of junk faxes, robo-calls, text messages, and

violations of Do-Not-Call provisions and violations of similar Washington state statutes.

Williamson & Williams has been involved in representing plaintiffs in this litigation since early 2013.

7. All of these lawyers contributed significantly to the prosecution and settlement of this case. All strongly support the settlement and believe it to be in the best interests of class members.

Our Work on the Case

8. I have worked on this matter since the 2011 filing of Plaintiff Diana Mey's original lawsuit against Monitronics and VMS that led to the establishment of these MDL proceedings ("*Mey I*"). I am very familiar with the discovery efforts to date with respect to VMS (now known as Alliance), both in *Mey I* and since this MDL proceeding was created.

9. In the six years since Ms. Mey filed her lawsuit, the parties have thoroughly investigated and tested their respective claims. Before the MDL was created, the Plaintiffs conducted discovery, defeated Monitronics' motion for summary judgment, and affirmatively obtained partial summary judgment against Defendant Alliance, with the Court ruling that Alliance's consent defense was without legal or factual basis. Since the MDL was established in December 2013, the parties have briefed over 30 substantive motions, including multiple motions to dismiss. Plaintiffs propounded at least 15 sets of written discovery. Monitronics served requests for admission, requests for production, and interrogatories on all of the plaintiffs included in the Second Consolidated Amended Complaint, receiving written answers and documents in response. Plaintiffs took 23 depositions, including 11 in *Mey I* and 12 after the MDL was established. Monitronics deposed Plaintiffs' experts, Ms. Mey (twice), and Mr. Charvat. Monitronics produced hundreds of thousands of pages of documents, including

company policies and procedures and email correspondence. Plaintiffs' counsel reviewed all of these documents, and used the documents to create a lengthy chronological factual summary. All of this work required many thousands of hours of attorney time.

10. Plaintiffs focused much of their discovery efforts on obtaining the calling data necessary to determine the scope and composition of the violations. To that end, Plaintiffs served 45 subpoenas on various nonparties. Both parties retained multiple experts to review and analyze the data produced by the parties and nonparties and exchanged detailed expert reports.

11. As a result of this extensive discovery, by the time the parties commenced settlement negotiations, they understood the strength and weaknesses of their claims and defenses and the extent of class-wide damages. The parties mediated with Bruce Friedman of JAMS on December 8 and 9, 2016, but the case did not resolve. Soon after the December mediation, this Court entered an order granting Defendants' UTC and Honeywell's motion for summary judgment, dismissing Plaintiffs' claims against them. The parties resumed litigation in earnest, taking multiple depositions and fully briefing Monitronics' motion for summary judgment on the issue of whether it could be held vicariously liable for calls placed by its Authorized Dealers.

12. This case posed many legal and financial challenges. The Court's decision to award summary judgment on vicarious liability to UTC and Honeywell was very concerning to Plaintiffs' counsel. Were the Court to adopt a narrow view of Monitronics' vicarious liability and grant summary judgment to Monitronics, the value of this case to class members would have dropped virtually to zero. Given the weak financial condition of the Defendant dealers who placed the telemarketing calls (highlighted by Alliance's recent bankruptcy), the only significant source of recovery for the class was Monitronics. Monitronics likely could not withstand a

judgment in the hundreds of millions of dollars. Given the size of its potential liability, bankruptcy was a distinct possibility for Monitronics.

13. This combination of risk and delay all served as an impetus to Plaintiffs' counsel to negotiate a reasonable settlement with Monitronics, to ensure that class members would receive some financial relief, and the fairness of the settlement can only be evaluated when considering that risk and delay.

14. Throughout the settlement negotiations, all of which were free of collusion, at arms' length, and overseen by a respected and experienced mediator, Monitronics' insurance carriers insisted that various policy provisions barred insurance coverage. Plaintiffs scrutinized these policies as well as pleadings filed in two declaratory judgment actions that involved Monitronics and one of its carriers. Monitronics eventually agreed to pay \$28,000,000, which Plaintiffs had demanded as part of a policy limits demand. Once that policy limits demand was conveyed, Plaintiffs refused to reduce the demand by a penny.

Attorneys' Fees and Costs

15. Plaintiffs' counsel have litigated this case for more than six years, without payment for fees or costs. Plaintiffs' motion requests a fee award of one-third of the Settlement Fund to compensate them for the work performed in the case and the risk they undertook taking this action on a contingent basis.

16. The Settlement provides for the payment of attorneys' fees and expenses to Class Counsel following application for and Court approval of such an award. The amount of the requested fee was not addressed until the material terms of the class relief had been agreed to. The compensation for the services Class Counsel rendered to the class is wholly contingent. Any fees and reimbursement of expenses will be limited to the amount awarded by the Court. In light

of the complexity and scope of this action, Class Counsel had to forego other cases once they had agreed to represent the Class Representative and class in this action. The total requested fee of \$9.33 million constitutes 33.33% of the economic value of the Settlement to the Class.

17. A chart of Counsel’s hours and rates is also provided below. The summaries of time and expenses were taken from computer-based timekeeping programs, in which the attorneys maintained their fees and expense records. The detailed time and expense entries are available to the Court upon request. The hourly rates are based on the typical hourly rates for lawyers of similar experience in the communities in which Class Counsel practice.

18. The total number of hours is based only on the hours reasonably expended to achieve an excellent result for the class. Class Counsel coordinated efforts in the litigation of this case to ensure that there was no duplicative or unnecessary work. Because all firms are experienced in litigating actions of this type, we were able to efficiently divide tasks based on expertise.

19. The combined lodestar of all firms is \$6,177,571 in fees, and the combined hours for all firms is 12,422.53 as reflected in the chart below.

Bailey & Glasser LLP				
Position	Hours	Hourly Rate	Time	Expenses
Partner	1,968.94	\$700	\$1,378,258.00	
Associate	323.52	\$450	\$145,584.00	
Paralegal	1,770.35	\$200	\$354,070.00	
Legal Assistant	51.7	\$100	\$5,170.00	
Business Analyst	9.25	\$300	\$2,775.00	
SUB-TOTAL	4,123.76		\$1,885,857.00	267,729.03

Broderick & Paronich, P.C.				
Position	Hours	Hourly Rate	Time	Expenses
Partner	1,016.2	\$700	\$711,340.00	
Associate	1,442.87	\$450	\$649,291.50	
SUB-TOTAL	2,459.07		\$1,360,631.50	\$45,348.40
Law Office of Matthew P. McCue				
Position	Hours	Hourly Rate	Time	Expenses
Partner	1,205	\$700	\$843,500.00	
SUB-TOTAL	1,205		\$843,500.00	\$30,476.00
Terrell Marshall Law Group				
Position	Hours	Hourly Rate	Time	Expenses
Partner	1,661.3	\$700	\$1,162,910.00	
Associate	625.3	\$450	\$281,385.00	
Law Clerk	313.2	\$225	\$70,470.00	
Paralegal	536.7	\$200	\$107,340.00	
Legal Assistant	948.7	range of \$75 - \$150	\$80,827.50	
SUB-TOTAL	4085.2		\$1,702,932.50	\$249,575.46
Williamson and Williams, LLC				
Position	Hours	Hourly Rate	Time	Expenses
Partner	549.5	\$700	\$384,650.00	
SUB-TOTAL	549.5		\$384,650.00	\$9,779.44
	Hours		Time	Expenses
TOTAL	12,422.53		\$6,177,571.00	\$602,909.33

20. All negotiations were conducted with full information, at arm's length, with both Parties vigorously asserting their respective positions.

21. In my opinion, the time expended and expenses incurred in prosecuting this action were reasonable and necessary for the diligent litigation and fair resolution of this matter. The lodestar reflected in the above extract does not include all of the time to be devoted to preparing for and appearing at the final approval hearing, or dealing with post-hearing matters.

22. Plaintiffs' Counsel also seek reimbursement of \$602,909.33 in out-of-pocket costs incurred in prosecuting this action for the last six years. This amount includes the more than \$171,500 Plaintiffs' counsel paid to store the voluminous data produced during discovery. It also includes over \$225,000 in expert expenses for their work analyzing data, identifying class members, and determining the number of TCPA violations. The remaining amount includes general litigation expenses such as travel to depositions, transcript costs, and mediation expenses. Plaintiffs' Counsel will provide the Court with a detailed report regarding their expenses upon request.

Estimated payments to Class Members

23. Plaintiffs' experts have identified 7,858,232 telephone numbers to which allegedly unlawful calls were placed. Plaintiffs have obtained names and either email or physical addresses associated with 4,385,199 of these phone numbers. Despite Plaintiffs' efforts to investigate and compile information regarding all people who received calls promoting Monitronics' services, there are likely Settlement Class members who were not identified.

24. Assuming the Court grants the requested attorneys' fees and litigation expenses, Plaintiffs estimate that each Settlement Class member who submits a claim will receive an amount originally estimated to be \$15–\$25. As of this date, the claims period is still open, but it is expected that the final amount will be substantially higher, and won't be finally determined until the claims period closes.

Monitronics’ Offers of Judgment

25. This settlement never would have been achieved had Monitronics succeeded in its strategy of offering judgment to class representatives in order to moot the representatives’ claims, and thereby preclude class certification. The possibility of summary dismissal of this class was also tangible pending the Supreme Court’s decisions in *Campbell-Ewald Co. v. Gomez*, 136 S. Ct. 663 (2016) and *Spokeo, Inc. v. Robins*, 136 S. Ct. 1540 (2016)—and a decision against the Plaintiff in either case could have ended this litigation. The Supreme Court issued its opinions in both cases in 2016, but the legal landscape regarding offers of judgment and injury remained uncertain. *Fulton Dental, LLC v. Bisco, Inc.*, No. 15-11038, 2016 WL 4593825 (N.D. Ill. Sep. 2, 2016) (allowing deposit of funds and entering judgment for defendant); *Romero v. Dep’t Stores Nat’l Bank*, 199 F. Supp. 3d 1256 (S.D. Cal. 2016) (“One singular call, viewed in isolation and without consideration of the purpose of the call, does not cause any injury that is traceable to the conduct for which the TCPA created a private right of action, namely the use of an ATDS to call a cell phone.”). A decision from this Court on either of those issues against the Plaintiff would have ended this litigation. Many Plaintiffs in the MDL accepted offers of judgment, as shown by the following chart.

Name	Amount	Offeror
Edith Bowler	\$9,018	Monitronics UTC
Vincent Brizgys	\$1,503	Alliance Monitronics UTC
Bill Garcia	\$3,006	UTC
James Giles	\$18,036	ISI Alarms Monitronics
James Hough	\$15,030	Monitronics Alliance VMS

		UTC
Kenneth Moser	\$1,503	Alliance Fabiano Gotra Newcomer
Jonathan Mraunac	\$4,509	Alliance Monitronics UTC
Kerry O'Shea	\$60,120	Monitronics Alliance VMS UTC
Nicholas Shreders	\$3,006	Alliance Monitronics UTC

26. Notably and as set forth in the chart below, Plaintiffs Mey, Charvat, Hodgins, Bennett, and Dolemba all rejected offers of judgment. Again, had they accepted, they would have profited personally, but the class would have received nothing.

Name	Date of OOJ	Amount	Offeror
Diana Mey	June 1, 2015	\$50,000	Honeywell Monitronics ISI Klink Waller
Diana Mey	May 29, 2015	\$120,240	Monitronics UTC Alliance VMS
Philip Charvat	June 1, 2015	\$50,000	40,000 UTC, Monitronics, Alliance VMS 10,000 Honeywell Monitronics

Name	Date of OOJ	Amount	Offeror
			ISI Klink Waller
Jason Bennett	May 29, 2015	\$6,012	Monitronics
Scott Dolemba	June 1, 2015	\$1,503	Alliance Monitronics
Janet and Michael Hodgin	May 29, 2015	\$1,503	Monitronics UTC

27. Additionally, the Plaintiffs assisted with the drafting of the complaint, provided information regarding their interactions with Monitronics, responded to written discovery, and were ready and willing to testify at trial. Ms. Mey was deposed (twice – on December 30, 2011 for almost six hours, and on April 24, 2017 for almost three), as was Mr. Charvat (on April 25, 2017, four hours); and depositions of the Hodgins, Mr. Dolemba, and Mr. Bennett had been scheduled at the time the parties reached settlement.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

EXECUTED at Charleston, West Virginia, this 18th day of January, 2018.

/s/ Jonathan R. Marshall
Jonathan R. Marshall
Counsel for Plaintiffs

EXHIBIT 2

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

**DECLARATION OF EDWARD A. BRODERICK IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, COSTS AND SERVICE AWARDS**

1. I make this declaration in support of Plaintiffs' Motion for Attorneys' Fees, Costs and Service Awards to describe the work that I and my co-counsel have done in identifying and investigating potential claims in the action and to set forth my qualifications to serve as class counsel, and to state that based on my experience in representing plaintiff classes in class actions, and cases brought under the 47 U.S.C. § 227, the Telephone Protection Act, I believe the proposed settlement in this case represents an excellent result for the proposed class and merits final approval from the Court.

2. I was involved in every stage of representing Plaintiffs in this case, from pre-trial investigation, analysis of Plaintiffs potential claims, drafting and researching oppositions to motions to dismiss, review of documents and discovery responses. I took depositions in this case in three states, and was heavily involved in all motion practice in the case, including successive rounds of motions for summary judgment and briefing before the Panel on Multidistrict Litigation. I additionally participated in settlement negotiations and strategy, and contributed on

preparing the proposed settlement agreement and motions for preliminary approval and final approval.

3. I am an attorney duly admitted to practice in the Commonwealth of Massachusetts, I am over 18 years of age, am competent to testify and make this affidavit on personal knowledge. I have extensive experience in the prosecution of class actions on behalf of consumers.

Qualifications of Counsel

3. I have extensive experience in the prosecution of class actions on behalf of consumers, particularly claims under the Telephone Consumer Protection Act, 47 U.S.C. §227. (“TCPA”). As a result of my extensive experience litigating TCPA class claims, I am well-aware of the significant time and resources needed to litigate such actions, and my firm possesses the resources necessary to prosecute these actions successfully.

4. I am a 1993 graduate of Harvard Law School. Following graduation from law school, I served as a law clerk to the Honorable Martin L.C. Feldman, United States District Judge in the Eastern District of Louisiana.

5. Following my clerkship, from 1994 to December 1996, I was an associate in the litigation department of Ropes & Gray in Boston, where I gained class action experience in the defense of a securities class action, Schaeffer v. Timberland, in the United States District Court in New Hampshire, and participated in many types of complex litigation.

6. From January 1997 to March 2000, I was an associate with Ellis & Rapacki, a three-lawyer Boston firm focused on the representation of consumers in class actions.

7. In March 2000, I co-founded the firm of Shlansky & Broderick, LLP, focusing my practice on complex litigation and the representation of consumers.

8. In 2003, I started my own law firm focusing exclusively on the litigation consumer class actions. My firm keeps contemporaneous time records, and the rates for our attorneys and personnel are commensurate with our experience and are comparable or below with market rates in Boston and nationally for attorneys with similar levels of experience.

9. My billable rate for this matter is \$700.00 an hour. My partner Anthony Paronich's rate is \$450 per hour. I am familiar with the rates of attorneys of similar background and experience nationally and am confident the rates are reasonable and in keeping with rates used by other attorneys with similar training and experience. Mr. Paronich and I have used these rates in calculating lodestar for attorneys' fee purposes in several other nationwide class actions, and they have been approved as reasonable by numerous state and federal courts in approving settlements. *See e.g., Mey v. Frontier Communications Corporation*, No. 3:13-cv-1191-MPS (D. Ct. June 9, 2017) (approving a \$11,000,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700 and \$450 for Mr. Paronich); *Heidarpour v. Central Payment Co.*, No. 16-cv-01215 (M.D. Ga. May 4, 2017) (approving a \$6,500,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700 and \$450 for Mr. Paronich); *Mey v. Interstate National Dealer Services, Inc.*, No. 14-01846 (N.D. Ga. June 8, 2016) (approving \$4,200,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700 and \$450 for Mr. Paronich).

10. My firm spent 2,459.07 hours of attorney hours (Mr. Paronich spent 1,442.87 hours and I spent 1,016.20) for total legal fees incurred in this matter of \$1,360,631.50. My firm also incurred \$45,348.40 in out of pocket expenses for deposition transcripts, photocopies, travel, and mediator fees.

11. A sampling of other class actions in which I have represented classes of consumers and been appointed class counsel follows:

- i. In re General Electric Capital Corp. Bankruptcy Debtor Reaffirmation Agreements Litigation (MDL Docket No. 1192) (N.D. Ill) (nationwide class action challenging reaffirmation practices of General Electric Capital Corporation, settlement worth estimated \$60,000,000.)
- ii. Hurley v. Federated Department Stores, Inc., et al, USDC D. Mass. Civil Action No. 97-11479-NG (nationwide class action challenged bankruptcy reaffirmation practices of Federated Department Stores and others; \$8,000,000 recovery for class.)
- iii. Valerie Ciardi v. F. Hoffman LaRoche, et al, Middlesex Superior Court Civil Action No. 99-3244D, (class action pursuant to Massachusetts Consumer Protection Act, M.G.L. c. 93A brought on behalf of Massachusetts consumers harmed by price-fixing conspiracy by manufactures of vitamins; settled for \$19,600,000.)
- iv. Shelah Feiss v. Mediaone Group, Inc. et al, USDC N. District Georgia, Civil Action No. 99-CV-1170, (multistate class action on behalf of consumers; estimated class recovery of \$15,000,000--\$20,000,000.)
- v. Mey v. Herbalife International, Inc., Ohio County Circuit Court (West Virginia), Civil Action No. 01-cv-263. \$7,000,000 TCPA class action settlement granted final approval on February 5, 2008 following the granting of a contested class certification motion.

- vi. Mulhern v. MacLeod d/b/a ABC Mortgage Company, Norfolk Superior Court (Massachusetts), Civil Action No. 05-01619-BLS. TCPA class settlement of \$475,000 following the granting of a contested class certification motion, granted final approval by the Court on July 25, 2007.
- vii. Evan Fray-Witzer, v. Metropolitan Antiques, LLC, Suffolk Superior Court (Massachusetts), Civil Action No. 02-5827-BLS. After the granting of a contested class certification motion, a companion case went to the Massachusetts Supreme Judicial Court, which issued a decision finding insurance coverage. *See Terra Nova Insurance v. Fray-Witzer et. al.*, 449 Mass. 206 (2007). There was then a TCPA class settlement of \$1,800,000 which was granted final approval.
- viii. Shonk Land Company, LLC v. SG Sales Company, Circuit Court of Kanawha County (West Virginia), Civil Action No. 07-C-1800 TCPA class settlement for \$2,450,000, final approval granted in September of 2009.
- ix. Mann & Company, P.C. v. C-Tech Industries, Inc., USDC, D. Mass., Civil Action No. 1:08-CV-11312-RGS, TCPA class settlement of \$1,000,000, final approval granted in January of 2010.
- x. Evan Fray Witzer v. Olde Stone Land Survey Company, Inc., Suffolk Superior Court (Massachusetts), Civil Action No. 08-04165. TCPA class settlement \$1,300,000 granted final approval on February 3, 2011.
- xi. Milford & Ford Associates, Inc. and D. Michael Collins vs. Cell-Tek, LLC, USDC, D. Mass., Civil Action No. 1:09-cv-11261-DPW. TCPA class settlement of \$1,800,000, final approval granted August 17, 2011.
- xii. Collins v. Locks & Keys of Woburn, Inc., Suffolk Superior Court

(Massachusetts), Civil Action No. 07-4207-BLS2, TCPA class settlement of \$2,000,000 following the granting of a contested class certification motion, granted final approval on December 14, 2011.

- xiii. Brey Corp t/a Hobby Works v. Life Time Pavers, Inc., Circuit Court for Montgomery County (Maryland), Civil Action No. 349410-V, TCPA class settlement of \$1,575,000 granted final approval in March of 2012.
- xiv. Collins, et al v. ACS, Inc. et al, USDC, D. Mass., Civil Action No. 10-CV-11912, TCPA class settlement \$1,875,000 granted final approval on September 25, 2012.
- xv. Desai and Charvat v. ADT Security Services, Inc., USDC, ND. Ill., Civil Action No. 11-CV-1925, TCPA class settlement of \$15,000,000 granted final approval on June 21, 2013.
- xvi. Kensington Physical Therapy, Inc. v. Jackson Therapy Partners, LLC, USDC, D. MD, Civil Action No. 11-CV-02467, TCPA class settlement of \$4,500,000 granted final approval on February 12, 2015.
- xvii. Jay Clogg Realty Group, Inc. v. Burger King Corporation, USDC, D. MD., Civil Action No. 13-cv-00662, TCPA class settlement of \$8,500,000 granted final approval on April 15, 2015.
- xviii. Charvat v. AEP Energy, Inc., USDC, ND. Ill., 1:14-cv-03121, TCPA class settlement of \$6,000,000 granted final approval on September 28, 2015.
- xix. Mey v. Interstate National Dealer Services, Inc., USDC, ND. Ga., 1:14-cv-01846-ELR, TCPA class settlement of \$4,200,000 granted final approval on June 8, 2016.
- xx. Philip Charvat and Ken Johansen v. National Guardian Life Insurance Company,

USDC, WD. Wi., 15-cv-43-JDP, TCPA class settlement for \$1,500,000 granted final approval on August 4, 2016.

- xxi. Bull v. US Coachways, Inc., USDC, ND. Ill., 1:14-cv-05789, TCPA class settlement finally approved on November 11, 2016 with an agreement for judgment in the amount of \$49,932,375 and an assignment of rights against defendant's insurance carrier.
- xxii. I was appointed as class counsel in Dr. Charles Shulruff, D.D.S. v. Inter-med, Inc., 1:16-cv-00999, ND Ill, class settlement of \$400,000 granted final approval on November 22, 2016.
- xxiii. Toney v. Quality Resources, Inc., Cheryl Mercuris and Sempris LLC, et al., USDC, ND. Ill., 1:13-cv-00042, TCPA class settlement of \$2,150,000 was granted final approval on December 1, 2016 with one of three defendants, and an assignment of rights against defendant's insurance carrier. The case continues against the two non-settling defendants.
- xxiv. Smith v. State Farm Mut. Auto. Ins. Co. , et. al., USDC, ND. Ill., 1:13-cv-02018, TCPA class settlement of \$7,000,000.00 granted final approval on December 8, 2016.
- xxv. Mey v. Frontier Communications Corporation, USDC, D. Ct., 3:13-cv-1191-MPS, a TCPA class settlement of \$11,000,000 granted preliminary approval on January 26, 2017.
- xxvi. Biringer v. First Family Insurance, Inc., USDC, ND. Fla., a TCPA class settlement of \$2,900,000 granted final approval on April 24, 2017.
- xxvii. Abramson v. Alpha Gas and Electric, LLC, USDC, SD. NY., 7:15-cv-05299-

KMK, a TCPA class settlement of \$1,100,000 granted final approval on May 3, 2017.

xxviii. Heidarpour v. Central Payment Co., USDC, MD. Ga., 16-cv-01215, a TCPA class settlement of \$6,500,000 granted final approval on May 4, 2017.

xxix. Abante Rooter and Plumbing, Inc. v. New York Life Insurance Company, USDC, SD. NY., 1:16-cv-03588-BCM, a TCPA class settlement of \$3,250,000 granted preliminary approval on May 18, 2017.

xxx. Abramson v. CWS Apartment Home, LLC, USDC, WD. Tex., 16-cv-01215, a TCPA class settlement of \$368,000.00 granted final approval on May 19, 2017.

xxxi. Thomas Krakauer v. Dish Network, L.L.C., USDC MDNC, Civil Action No. 1:14-CV-333. Following a contested class certification motion, this case went to trial in January of 2017 returning a verdict of \$20,446,400. On May 22, 2017, this amount was trebled by the Court after finding that Dish Network's violations were "willful or knowing", for a revised damages award of \$61,339,200. (Dkt. No. 338).

xxxii. Charvat v. Elizabeth Valente, et al, USDC, NDIL, 1:12-cv-05746, \$12,500,000 TCPA settlement granted preliminary approval on July 6, 2017.

xxxiii. Mey v. Got Warranty, Inc., et. al., USDC, NDWV., 5:15-cv-00101-JPB-JES, a TCPA class settlement of \$650,000 granted final approval on July 26, 2017.

xxxiv. Mey v. Patriot Payment Group, LLC, USDC, NDWV., 5:15-cv-00027-JPB-JES, a TCPA class settlement of \$3,700,000 granted final approval on July 26, 2017.

xxxv. Charvat and Wheeler v. Plymouth Rock Energy, LLC, et al, USDC, EDNY, 2:15-cv-04106-JMA-SIL, a TCPA class settlement of \$1,675.000 granted preliminary

approval on September 15, 2017.

xxxvi. Fulton Dental, LLC v. Bisco, Inc., USDC, NDIL, 1:15-cv-11038. TCPA class settlement for \$262,500 granted preliminary approval on November 6, 2017.

xxxvii. Abante Rooter and Plumbing, Inc. v. Birch Communications, Inc., USDC, NDGA, 1:15-cv-03262-AT. TCPA class settlement of \$12,000,000 granted final approval on December 14, 2017.

SIGNED UNDER PAINS AND PENALTIES OF PERJURY THIS 17th DAY OF
JANUARY, 2018.

/s/ Edward A. Broderick
Edward A. Broderick

EXHIBIT 3

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

**DECLARATION OF MATTHEW P. MCCUE IN SUPPORT OF PLAINTIFFS'
MOTION FOR ATTORNEYS' FEES, COSTS, AND SERVICE AWARDS**

1. I make this affidavit in support of Plaintiffs' Motion For Attorneys' Fees, Costs, and Service Awards to describe the work that I and my co-counsel have done in identifying and investigating potential claims in the action and to set forth my qualifications to serve as class counsel, and to state that based on my experience in representing plaintiff classes in class actions, and cases brought under the 47 U.S.C. § 227, the Telephone Protection Act, I believe the proposed settlement in this case represents an excellent result for the proposed class and merits final approval from the Court.

2. I was involved in every stage of representing Plaintiffs in this case, from pre-trial investigation, analysis of Plaintiffs potential claims, drafting and researching oppositions to two motions for summary judgment, review of documents, discovery responses, and depositions. I additionally participated in settlement negotiations and strategy, and contributed on preparing the proposed settlement agreement and motion for preliminary approval.

3. My billable rate is \$700.00 an hour. I have used this approximate rate in calculating lodestar for attorneys' fee purposes in several other nationwide class actions. See e.g., *Mey v. Frontier Communications Corporation*, No. 3:13-cv-1191-MPS (D. Ct. June 9, 2017) (approving a \$11,000,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700); *Heidarpour v. Central Payment Co.*, No. 16-cv-01215 (M.D. Ga. May 4, 2017) (approving a \$6,500,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700); *Mey v. Interstate National Dealer Services, Inc.*, No. 14-01846 (N.D. Ga. June 8, 2016) (approving \$4,200,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700); *Jay Clogg Realty Group, Inc. v. Burger King Corporation*, No. 13-cv-00662 (D. Md. April 15, 2015) (approving \$8,500,000 settlement and attorney fee of one-third that amount based on my hourly rate of \$700); *Kensington Physical Therapy, Inc. v. Jackson Therapy Partners, LLC*, No. 11-02467 (D. Md. Feb. 12, 2015) (approving settlement of \$4,500,000 and attorney fee of one-third that amount based on my hourly rate of \$700).

4. My firm spent 1,205 attorney hours on this matter. The hours I spent working on this file in light of my hourly rate totals \$843,500.00. I also incurred \$30,476.00 in out of pocket expenses for deposition transcripts, photocopies, travel, and mediator fees.

5. I am an attorney duly admitted to practice in the Commonwealth of Massachusetts, I am over 18 years of age, am competent to testify and make this affidavit on personal knowledge. I have extensive experience in the prosecution of class actions on behalf of consumers.

Qualifications of Counsel

6. I am a 1993 honors graduate of Suffolk Law School in Boston, Massachusetts. Following graduation from law school, I served as a law clerk to the Justices of the Massachusetts Superior Court. I then served a second year as a law clerk for the Hon. F. Owen Eagan, United States Magistrate Judge for the USDC District of Connecticut.

7. In 1994, I was admitted to the Bar in Massachusetts. Since then, I have been admitted to practice before the United States District Court for the District of Massachusetts, the First Circuit Court of Appeals, the United States District Court for the District of Colorado, the Sixth Circuit Court of Appeals and the United States Supreme Court.

8. Following my clerkships, I was employed as a litigation associate with the Boston law firm of Hanify & King. In 1997, I joined the law firm of Mirick O'Connell as a litigation associate where I focused my trial and appellate practice on plaintiff's personal injury and consumer protection law.

9. In the summer of 2002, I was recognized by the legal publication Massachusetts Lawyers Weekly as one of five "Up and Coming Attorneys" for my work on behalf of consumers and accident victims.

10. In November of 2004, I started my own law firm focusing exclusively on the litigation consumer class actions and serious personal injury cases.

11. I am in good standing in every court to which I am admitted to practice.

12. A sampling of other class actions in which I have represented classes of consumers follows:

- i. Mey v. Herbalife International, Inc., USDC, D. W. Va., Civil Action No. 01-C-263M. Co-lead counsel with Attorney Broderick and additional co- counsel, prosecuting consumer class action pursuant to TCPA on behalf of nationwide class of junk fax and prerecorded telephone solicitation recipients. \$7,000,000 class action settlement preliminarily approved on July 6, 2007 and granted final approval on February 5, 2008.
- ii. Mulhern v. MacLeod d/b/a ABC Mortgage Company, Norfolk Superior Court, 2005-01619 (Donovan, J.). Representing class of Massachusetts consumers who received unsolicited facsimile advertisements in violation of the TCPA and G.L. c. 93A. Case certified as a class action, and I was appointed co-lead counsel with Attorney Edward Broderick by the Court on February 17, 2006, settlement for \$475,000 granted final approval by the Court on July 25, 2007.
- iii. I served as co-counsel on a Massachusetts consumer telemarketing class action entitled Evan Fray-Witzer, v. Metropolitan Antiques, LLC, NO. 02-5827 Business Session, (Van Gestel, J.). In this case, the defendant filed two Motions to Dismiss challenging the plaintiff's right to pursue a private right of action and challenging the statute at issue as violative of the telemarketer's First Amendment rights. Both Motions to Dismiss were denied. Class certification was then granted and I was appointed co-lead class counsel. Companion to this litigation, my co-counsel and I successfully litigated the issue of whether commercial general liability insurance provided coverage for the alleged illegal telemarketing at issue. We ultimately appealed this issue to the Massachusetts Supreme Judicial Court which issued a decision reversing the contrary decision of the trial court and finding coverage. See Terra Nova Insurance v. Fray-Witzer et al., 449 Mass. 206 (2007). This case resolved for \$1,800,000.
- iv. I served as co-class counsel in the action captioned Shonk Land Company, LLC v. SG Sales Company, Circuit Court of Kanawha County, West Virginia, Civil Action No. 07-C-1800 (multi-state class action on behalf of recipients of faxes in violation of TCPA, settlement for \$2,450,000, final approval granted in September of 2009.
- v. I served as co-class counsel in Mann & Company, P.C. v. C-Tech Industries, Inc., USDC, D. Mass., C.A. 1:08CV11312-RGS, class action on behalf of recipients of faxes in violation of TCPA, settlement for \$1,000,000, final approval granted in January of 2010.
- vi. I served as co-class counsel in Evan Fray Witzer v. Olde Stone Land Survey Company, Inc., Massachusetts Superior Court, Civil Action No. 08-04165 (February 3, 2011) (final approval granted for TCPA class settlement). This matter settled for

\$1,300,000.

- vii. I served as co-class counsel in Milford & Ford Associates, Inc. and D. Michael Collins vs. Cell-Tek, LLC, USDC, D. Mass. C. A. 1:09-cv-11261-DPW, class action on behalf of recipients of faxes in violation of TCPA, settlement for \$1,800,000, final approval granted August 17, 2011 (Woodlock, J.).
- viii. I served as co-class counsel in Collins v. Locks & Keys of Woburn Inc., Massachusetts Superior Court, Civil Action No. 07-4207-BLS2 (December 14, 2011) (final approval granted for TCPA class settlement). This matter settled for \$2,000,000.
- ix. I was appointed class counsel in Brey Corp t/a Hobby Works v. Life Time Pavers, Inc., Circuit Court for Montgomery County, Maryland, Civil Action No. 349410-V (preliminary approval granted for TCPA class settlement). This matter settled for \$1,575,000.
- x. I was appointed class counsel in Collins, et al v. ACS, Inc. et al, USDC, District of Massachusetts, Civil Action No. 10-CV-11912 a TCPA case for illegal fax advertising, which settled for \$1,875,000.
- xi. I was appointed class counsel in Desai and Charvat v. ADT Security Services, Inc., USDC, Northern District of Illinois, Civil Action No. 11-CV-1925, settlement of \$15,000,000, approved, awarding fees of one third of common fund.
- xii. I was appointed class counsel in Benzion v. Vivint, 0:12cv61826, USDC S.D.Fla., settlement of \$6,000,000 granted final approval in February of 2015.
- xiii. I was appointed class counsel in Kensington Physical Therapy v. Jackson Physical Therapy Partners, USDC, District of Maryland, 8:11cv02467, settlement of \$4,500,000 granted final approval in February of 2015.
- xiv. I was appointed class counsel in Jay Clogg Realty v. Burger King Corp., USDC, District of Maryland, 8:13cv00662, settlement of \$8.5 million granted final approval in May of 2015.
- xv. I was appointed class counsel in Charvat v. AEP Energy, 1:14cv03121 ND Ill, class settlement of \$6 million granted final approval on September 28, 2015.
- xvi. I was appointed class counsel in Thomas Krakauer v. Dish Network, L.L.C., USDC, MDNC, Civil Action No. 1:14-CV-333 on September 9, 2015. I was co-trial counsel in the case which resulted in a jury verdict in favor of plaintiff and the class of \$20,446,400 on January 19, 2017. (Dkt. 292). On May 22, 2017, this amount was trebled by the Court after finding that Dish Network's violations were "willful or knowing", for a revised

damages award of \$61,339,200. (Dkt. No. 338).

- xvii. I was appointed as class counsel in Dr. Charles Shulruff, D.D.S. v. Inter-med, Inc., 1:16-cv-00999, ND Ill, class settlement of \$400,000 granted final approval on November 22, 2016.
- xviii. I was appointed class counsel in Toney v. Quality Resources, Inc., Cheryl Mercuris and Sempris LLC, 13-cv-00042, in which a TCPA class settlement was granted final approval on December 1, 2016 with TCPA settlement in the amount of \$2,150,00 with one of three defendants an assignment of rights against defendant's insurance carrier. The case continues against the two non-settling defendants.
- xix. I was appointed class counsel in Bull v. US Coachways, Inc., 1:14-cv-05789, in which a TCPA class settlement was finally approved on November 11, 2016 with an agreement for judgment in the amount of \$49,932,375 with an assignment of rights against defendant's insurance carrier.
- xx. I was appointed class counsel in Smith v. State Farm Mut. Auto. Ins. Co. , et. al., USDC, ND. Ill., 1:13-cv-02018, TCPA class settlement of \$7,000,000.00 granted final approval on December 8, 2016.
- xxi. I was appointed class counsel in Mey v. Frontier Communications Corporation, USDC, D. Ct., 3:13-cv-1191-MPS, a TCPA class settlement of \$11,000,000 granted preliminary approval on January 26, 2017.
- xxii. I was appointed class counsel in Biringer v. First Family Insurance, Inc., USDC, ND. Fla., a TCPA class settlement of \$2,900,000 granted final approval on April 24, 2017.
- xxiii. I was appointed class counsel in Abramson v. Alpha Gas and Electric, LLC, USDC, SD. NY., 7:15-cv-05299-KMK, a TCPA class settlement of \$1,100,000 granted final approval on May 3, 2017.
- xxiv. I was appointed class counsel in Heidarpour v. Central Payment Co., USDC, MD. Ga., 16-cv-01215, a TCPA class settlement of \$6,500,000 granted final approval on May 4, 2017.
- xxv. I was appointed class counsel in Abante Rooter and Plumbing, Inc. v. New York Life Insurance Company, USDC, SD. NY., 1:16-cv-03588-BCM, a TCPA class settlement of \$3,250,000 granted preliminary approval on May 18, 2017.
- xxvi. I was appointed class counsel in Abramson v. CWS Apartment Home, LLC, USDC, WD. Tex., 16-cv-01215, a TCPA class settlement of \$368,000.00 granted final approval on May 19, 2017.
- xxvii. I was appointed class counsel in Charvat v. Elizabeth Valente, et al, USDC, NDIL, 1:12-cv-05746, \$12,500,000 TCPA settlement granted preliminary

approval on July 6, 2017.

- xxviii. I was appointed class counsel in Mey v. Got Warranty, Inc., et. al., USDC, NDWV., 5:15-cv-00101-JPB-JES, a TCPA class settlement of \$650,000 granted final approval on July 26, 2017.
- xxix. I was appointed class counsel in Mey v. Patriot Payment Group, LLC, USDC, NDWV., 5:15-cv-00027-JPB-JES, a TCPA class settlement of \$3,700,000 granted final approval on July 26, 2017.
- xxx. I was appointed class counsel in Charvat and Wheeler v. Plymouth Rock Energy, LLC, et al, USDC, EDNY, 2:15-cv-04106-JMA-SIL, a TCPA class settlement of \$1,675,000 granted preliminary approval on September 15, 2017.
- xxxi. I was appointed class counsel in Fulton Dental, LLC v. Bisco, Inc., USDC, NDIL, 1:15-cv-11038. TCPA class settlement for \$262,500 granted preliminary approval on November 6, 2017.
- xxxii. I was appointed class counsel in Abante Rooter and Plumbing, Inc. v. Birch Communications, Inc., USDC, NDGA, 1:15-cv-03262-AT. TCPA class settlement of \$12,000,000 granted final approval on December 14, 2017.

SIGNED UNDER PAINS AND PENALTIES OF PERJURY THIS 17th DAY OF JANUARY 2018.

/s/ Matthew P. McCue

Matthew P. McCue

EXHIBIT 4

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

**DECLARATION OF BETH E. TERRELL IN SUPPORT OF PLAINTIFFS’
MOTION FOR ATTORNEYS’ FEES AND COSTS**

I, Beth E. Terrell, declare as follows:

1. I am a member of the law firm of Terrell Marshall Law Group PLLC, co-lead counsel for Plaintiffs in this action. I am a member in good standing of the bars of the states of California and Washington. I respectfully submit this declaration in support of Plaintiffs’ motion for an award of attorneys’ fees and costs in connection with the proposed class action settlement in this case. Except as otherwise noted, I have personal knowledge of the facts set forth in this declaration and could testify competently to them if called upon to do so.

2. My firm was involved in most aspects of this litigation. We developed case strategy, appeared at status conferences and hearings, drafted several key briefs and assisted with most others, contributed significantly to discovery of the defendants and third parties and took the lead on identifying and briefing significant discovery disputes, reviewed and analyzed documents produced by the defendants and third parties, took several depositions and prepared deposition exhibits and outlines for others, prepared Plaintiffs’ discovery responses, worked with experts on their analysis and reports, and participated in mediations, settlement negotiations, documenting the settlement, and presenting the settlement to the Court.

Qualifications of Counsel

3. TMLG is a law firm in Seattle, Washington, that focuses on complex civil and commercial litigation with an emphasis on consumer protection, product defect, civil rights, employment, wage and hour, real estate, and personal injury matters. TMLG's attorneys have extensive experience in class actions, collective actions, and other complex matters. They have been appointed lead or co-lead class counsel in numerous cases at both the state and federal level. They have prosecuted a variety of multi-million-dollar consumer fraud, civil rights, wage and hour, and product defect class actions. The defendants in these cases have included companies such as Wal-Mart, Microsoft, Best Buy, Toyota, Honda, Sallie Mae, Comcast, ABM Industries, Inc., AT&T, T- Mobile USA, Weyerhaeuser, Behr Products, American Cemwood, Bank of America, Discover Financial Services, Capital One, and HSBC.

4. A founding member of TMLG, I concentrate my practice in complex litigation, including the prosecution of consumer, defective product, and wage and hour class actions. I have served as co-lead counsel on numerous multi-state and nationwide class actions. I also handle a variety of employment issues including employment discrimination, restrictive covenant litigation, and pre-litigation counseling and advice.

5. I received a B.A., magna cum laude, from Gonzaga University in 1990. In 1995, I received my J.D. from the University of California, Davis School of Law, Order of the Coif. Prior to forming TMLG in May 2008, I was a member of Tousley Brain Stephens PLLC. I am a frequent speaker at legal conferences on a wide variety of topics including consumer class actions, TCPA litigation, and electronic discovery, and I have been awarded an "AV" rating in Martindale Hubble by my peers.

6. I am actively involved in several professional organizations and activities. For example, I am currently an Eagle Member of the Washington State Association of Justice ("WSAJ"), and serve as the Chair of its Consumer Protection Section. I am the current Chair of the Washington Employment Lawyers Association and a member of the Public Justice

Foundation's Board of Directors. I also serve on the Foundation's Executive and Development Committees.

7. I have been repeatedly named to the annual Washington Super Lawyers list (2005, 2010, 2011, 2012, 2013, 2014, 2015, 2016, and 2017) by Washington Law & Politics Magazine. I was also named to their Top 100 Washington Super Lawyers list (2014 and 2015) and their Top 50 Women Super Lawyers list (2012, 2013, 2014, 2015, and 2016).

8. **Jennifer Rust Murray** is a founding member of TMLG. Ms. Murray graduated from the University of Washington School of Law in 2005 where she was a member of the Washington Law Review. Ms. Murray's law review article entitled "Proving Cause in Fact under Washington's Consumer Protection Act: The Case for a Rebuttable Presumption of Reliance" won the Carkeek prize for best submission by a student author. Prior to law school, Ms. Murray earned a Ph.D. in Philosophy from Emory University. Ms. Murray has been an active member of the Washington State Bar Association since her admission to the bar in 2005. In 2010, Ms. Murray was admitted to the Oregon State Bar. In 2011, 2012, 2013, 2014, and 2015, Ms. Murray was named a Washington "Rising Star" by SuperLawyer Magazine. Ms. Murray focuses her practice on complex commercial litigation with an emphasis on consumer and employment issues. Ms. Murray has been involved with nearly every TCPA class action prosecuted by the firm and has extensive experience in all aspects of the litigation process from discovery to motion work to trial preparation to mediation and settlement.

9. **Amanda M. Steiner** is a member of TMLG with twenty years of experience in class action and complex civil litigation. A 1997 graduate of UC Berkeley School of Law who is admitted in Washington, California, New York and Hawaii, she has authored briefs that have resulted in numerous favorable decisions for plaintiffs in high-profile and complex securities, antitrust, consumer and civil rights class action in federal and state courts throughout the United States. Ms. Steiner was selected for inclusion in the annual Northern California "Super Lawyers" list (2012-2016) and was named to the Top 50 Women Lawyers of Northern California. She is a

member of the Legal Writing Institute and the American Bar Association's Appellate Practice Committee, and is a Fellow of the American Bar Foundation.

10. **Mary B. Reiten** is a member of TMLG. Ms. Reiten received her B.A. with high honors from the University of California, Berkeley in 1991 and graduated from the University of California, Hastings College of Law in 1998. Prior to joining TMLG, Ms. Reiten was a member of Tousley Brain Stephens PLLC. Ms. Reiten was also an associate at Lieff Cabraser Heiman & Bernstein for one year and clerked for the superior courts of Sitka, Alaska and San Francisco, California. Ms. Reiten has represented plaintiffs in several consumer class actions, including *Spafford v. EchoStar*; *Hartman, et al. v. Comcast*; *Richison v. American Cemwood Corp.*; *Zwicker et al. v. General Motors Corporation*; and *Trimble v. Holmes Harbor Sewer District, et al.* In 2004, Ms. Reiten was named a Washington "Rising Star" by Washington Law & Politics magazine.

11. **Blythe H. Chandler** is a member of TMLG and was an associate at the firm when she worked on this case. Ms. Chandler graduated from the University of Washington School of Law with high honors, Order of the Coif, in 2010. In her third year of law school, she received the Eugene A. Wright Scholar Award, which is awarded by the faculty for outstanding scholarship. Prior to joining TMLG, Ms. Chandler served as a law clerk to the Honorable Betty B. Fletcher, Senior United States Circuit Judge for the Ninth Circuit Court of Appeals, and to the Honorable John C. Coughenour, Senior United States District Judge for the Western District of Washington. Ms. Chandler also served as a judicial extern to the Honorable Robert S. Lasnik, United States District Judge for the Western District of Washington, and the Honorable Steven C. González in the King County Superior Court. Since her admission to the bar in 2011, Ms. Chandler has been an active member of the Washington Employment Lawyers Association, King County Washington Women Lawyers, Washington State Association for Justice, and the Mother Attorney Mentoring Association.

12. **Elizabeth A. Adams** is an associate at TMLG. She is a 2012 graduate of the UCLA School of Law, where she received the Order of the Coif and served as a Comments

Editor for the UCLA Law Review. Ms. Adams concentrates her practice in complex litigation, including consumer protection and civil rights class actions. Before joining TMLG, Ms. Adams served as a law clerk to the Honorable Dean D. Pregerson, the Honorable George Wu, and the Honorable John A. Kronstadt, all of the United States District Court for the Central District of California.

13. **Eric R. Nusser** is an associate at TMLG and was a law clerk at the time he worked on this case. Mr. Nusser graduated cum laude from Seattle University School of Law in 2016. He concentrates his practice on complex litigation, including consumer protection, workers' rights class actions, and civil rights law. Mr. Nusser served as an extern to the Honorable Lisa R. Worswick at the Washington Court of Appeals, Div. II, and as a summer associate for the Unemployment Law Project.

Other TCPA Cases Litigated by TMLG

14. TMLG has actively and successfully litigated class action lawsuits involving violations of the TCPA. TMLG has taken the lead in some of the largest nationwide class actions filed under the TCPA, including those filed against large financial institutions such as Sallie Mae, Bank of America, Discover Financial Services, Capital One, and HSBC. I was appointed co-lead counsel in one of the largest MDLs involving TCPA claims, *In re Capital One Telephone Consumer Protection Act Litigation*, Case No. 1:12-cv-10064 (N.D. Illinois).

15. TMLG is litigating or has recently settled the following TCPA cases:

- *In re Capital One Telephone Consumer Protection Act Litigation*— Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* I served as court-appointed Interim Co-Lead Counsel. Final approval of the \$75,455,098.74 settlement was granted in February 2015.
- *Wilkins, et al. v. HSBC Bank Nevada, N.A., et al.*—Filed on behalf of individuals who alleged that HSBC made prerecorded calls using an automatic dialing system. The case settled on a class-wide basis in 2014 for \$39,975,000, and final approval was granted in March 2015.

- *Ott, et al. v. Mortgage Investors Corporation*—Filed on behalf of consumers who received automated solicitation telephone calls on their cellular and residential telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a \$7,483,600 class-wide settlement and final approval was granted in January 2016.
- *Abante Rooter and Plumbing, Inc., et al. v. Alarm.com Incorporated, et al.*—TMLG represents three certified classes of consumers who received automated solicitation telephone calls on their cellular and residential telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case is pending in the United States District Court for the Northern District of California.
- *Abante Rooter and Plumbing, Inc., et al. v. Pivotal Payments Inc., et al.*—Filed on behalf of consumers who received automated solicitation telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case is pending in the United States District Court for the Northern District of California.
- *Snyder, et al. v. Ocwen Loan Servicing, LLC*—Filed on behalf of consumers who received automated collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis in 2017, and final approval is pending in the United States District Court for the Northern District of Illinois.
- *Charvat, et al. v. Plymouth Rock Energy, et al.*—Filed on behalf of consumers who received automated solicitation telephone calls on their cellular and residential telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* and/or to telephone numbers registered on the National-Do-Not-Call Registry. The case settled on a class-wide basis in 2016, and final approval is pending in the United States District Court for the Eastern District of New York.
- *Davenport v. Discover Financial Services, et al.*—Filed on behalf of consumers who received automated solicitation telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis for \$5,000,000 in 2016, and final approval was granted in December 2017.

- *Melito, et al. v. American Eagle Outfitters, Inc., et al.*—Filed on behalf of consumers who received spam text messages on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis in 2016, and final approval was granted in September 2017. The case is currently on appeal with the United States Court of Appeals for the Second Circuit.
- *Ashack v. Caliber Home Loans*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a \$2,895,000 nationwide settlement in 2016, and final approval was granted in June 2017.
- *Joseph v. TrueBlue Inc., et al.*—Filed on behalf of consumers who received spam text messages on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis in 2016, and final approval was granted in March 2017.
- *Booth, et al. v. AppStack, et al.*—TMLG represents a certified class of consumers who received automated, prerecorded solicitation telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis in 2016, and final approval was granted in January 2017.
- *Bee, Denning, Inc., et al. v. Capital Alliance Group, et al.*—TMLG represented two certified classes of consumers who received junk faxes and automated, prerecorded solicitation telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis, and final approval was granted in November 2016.
- *Lushe, et al. v. Verengo, Inc.*—Filed on behalf of consumers who received automated, prerecorded solicitation telephone calls on their cellular and residential telephones without their prior express consent, within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis in 2015, and final approval was granted in May 2016.
- *Rinky Dink, et al. v. Electronic Merchant Systems, Inc., et al.*—Filed on behalf of consumers who received automated, prerecorded solicitation telephone calls on their cellular telephones and Washington landlines without their prior express consent within the

meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.*, the Washington Automatic Dialing and Announcing Device statute, RCW 80.36.400, and the Washington Consumer Protection Act, RCW 19.86 *et seq.* The case settled on a class-wide basis in 2015, and final approval was granted in April 2016.

- *Rinky Dink, et al. v. World Business Lenders, LLC*—Filed on behalf of consumers who received automated, prerecorded solicitation telephone calls on their cellular telephones and Washington landlines without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.*, the Washington Automatic Dialing and Announcing Device statute, RCW 80.36.400, and the Washington Consumer Protection Act, RCW 19.86 *et seq.* The case settled on a class-wide basis in 2015, and final approval was granted in May 2016.
- *Taylor v. Universal Auto Group I*—Filed on behalf of consumers who received automated, prerecorded solicitation telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* The case settled on a class-wide basis, and final approval was granted in February 2016.
- *Gehrich v. Chase Bank USA*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a \$34,000,000 nationwide settlement and final approval was granted in March 2016.
- *Chesbro v. Best Buy Stores, L.P.*—Filed on behalf of consumers who received automated, prerecorded solicitation telephone calls on their residential telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a \$4.5 million settlement, and final approval was granted in September 2014.
- *Rose, et al. v. Bank of America Corp., et al.*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a nationwide settlement of \$32,083,905, and final approval was granted in August 2014.
- *Steinfeld v. Discover Financial Services, et al.*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent

within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated an \$8.7 million settlement, and final approval was granted in March 2014.

- *Hanley v. Fifth Third Bank*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG negotiated a \$4.5 million settlement, and final approval was granted in December 2013.
- *Arthur v. Sallie Mae, Inc.*—Filed on behalf of consumers who received automated, prerecorded collection telephone calls on their cellular telephones without their prior express consent within the meaning of the Telephone Consumer Protection Act, 47 U.S.C. § 227 *et seq.* TMLG worked to negotiate a \$24.15 million nationwide settlement, and final approval was granted in 2012.

Prosecution of this Case

16. Attorneys and paralegals from my firm spent 4,085.2 hours prosecuting this case for a total lodestar of \$1,702,932.50. A table showing the hourly rate, number of hours billed, and total lodestar for each timekeeper is attached as Exhibit A. The information in the chart is taken from contemporaneous, daily time reports prepared and maintained by TMLG attorneys and staff in the regular course of business.

17. Our lodestar calculations are based on reasonable rates. TMLG sets its rates for attorneys and staff members based on a variety of factors, including the experience, skill and sophistication required for the types of legal services typically performed; the rates customarily charged in similar matters; the rates customarily charged by other lawyers of similar skill and experience; and the experience, reputation, and ability of Terrell Marshall's attorneys and staff members.

18. The billable rate for partners for this matter is \$700 per hour and the billable rate for associates is \$450 per hour. I am familiar with the rates of attorneys of similar background and experience nationally and I am confident the rates are reasonable and in keeping with rates used by other attorneys with similar training and experience. Federal courts have awarded fees based on TMLG's billing rates in many cases, including the following:

- December 2017, *In re: Honest Marketing Litigation*, S.D.N.Y. Case No. 1:16-cv-01125-VM;
- May 2016, *Lushe v. Verengo, Inc.*, C.D. Cal. Case No. CV-13-07632-AB (PJWx);
- April 2016, *Rinky Dink, Inc. v. Electronic Merchant Systems, Inc.*, W.D. Wash. Case No. 2:13-cv-01347-JCC;
- September 2014, *Chesbro v. Best Buy Stores, L.P.*, W.D. Wash. Case No. C10-774 RAJ;
- March 2013, *Meilleur v. AT&T Corp.*, W. D. Wash. Case. No. C11-01025 MJP;
- October 2012, *Khadera v. ABM Industries, Inc.*, W.D. Wash. Case No. C08-0417 RSM;
- September 2012, *Arthur v. Sallie Mae, Inc.*, W.D. Wash. Case No. C10-00198 JLR; and
- January 2012, *Milligan v. Toyota Motor Sales, U.S.A., Inc.*, N.D. Cal. Case No. C09-05418 RS.

19. My firm also incurred \$249,575.46 in out of pocket expenses that included expert expenses, travel expenses, transcript costs, copying costs, postage and shipping fees, online and legal research costs, filing fees, and mediator fees. These costs are customarily charged to and paid by hourly clients.

I declare under penalty of perjury under the laws of the State of Washington and the United States of America that the foregoing is true and correct.

EXECUTED this 17th day of January, 2018 at Seattle, Washington.

/s/ Beth E. Terrell, WSBA #26759
Beth E. Terrell, WSBA #26759

Exhibit A

Name and Position	Rate	Hours	Total
Beth E. Terrell Partner J.D., UC Davis School of Law, 1995	\$700	628.6	\$440,020.00
Jennifer Rust Murray Partner J.D., U. of Washington School of Law, 2005	\$700	952.5	\$666,750.00
Amanda M. Steiner Partner J.D., UC Berkeley School of Law, 1997	\$700	23.7	\$16,590.00
Mary B. Reiten Partner J.D., UC Hastings College of Law, 1998	\$700	56.5	\$39,550.00
Blythe H. Chandler Partner (Associate at time of work on case) J.D., U. of Washington School of Law, 2010	\$450	574.7	\$258,615.00
Elizabeth A. Adams Associate J.D., UCLA School of Law, 2012	\$450	50.6	\$22,770.00
Eric R. Nusser Associate (Law Clerk at time of work on case) J.D., Seattle U. School of Law, 2016	\$225	313.2	\$70,470.00
Jennifer Boschen Senior Paralegal	\$200	374.4	\$74,880.00
Rachel Hoover Senior Paralegal	\$200	112.2	\$22,440.00
Eden Nordby Senior Paralegal	\$200	50.1	\$10,020.00
Janelle Chase Legal Assistant	\$150	23.7	\$3,555.00
Samuel Levy Legal Assistant	\$125	24.2	\$3,025.00

Name and Position	Rate	Hours	Total
Bradford Kinsey Legal Assistant	\$100	173.4	\$17,340.00
Amanda Nelson Legal Assistant	\$100	36.6	\$3,660.00
Holly Rota Legal Assistant	\$100	28.2	\$2,820.00
Christine Stanley Legal Assistant	\$100	29.3	\$2,930.00
Razel Agustino Legal Assistant	\$75	43.4	\$3,255.00
Hannelore Ohaus Legal Assistant	\$75	297.9	\$22,342.50
Megan Wildhood Legal Assistant	\$75	292.0	\$21,900.00
Totals		4085.2	\$1,702,932.50

EXHIBIT 5

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF WEST VIRGINIA

IN RE: MONITRONICS INTERNATIONAL,
INC., TELEPHONE CONSUMER
PROTECTION ACT LITIGATION

No. 1:13-md-02493-JPB-JES

THIS DOCUMENT RELATES TO:

ALL CASES

**DECLARATION OF KIM WILLIAMS IN SUPPORT OF PLAINTIFFS' MOTION FOR
FINAL APPROVAL OF SETTLEMENT**

I, Kim Williams, declare as follows:

1. I am a member of the law firm of Williamson and Williams, LLC (“W&W”), counsel of record for Plaintiffs in this matter. I am a member in good standing of the bar of the States of Washington and my partner, Rob Williamson, is a member in good standing of the bars of the states of Washington and California. I make this declaration in support of Plaintiffs’ Motion for Final Approval of Class Action Settlement to describe the work that Mr. Williamson and I have done in identifying and investigating potential claims in the action, to set forth our qualifications to serve as class counsel, including extensive experience in representing plaintiff classes in class actions, and cases brought under the 47 U.S.C. § 227, the Telephone Protection Act (“TCPA”). I respectfully submit this declaration in support of final approval and Plaintiffs’ motion for attorneys’ fees, costs, and service awards to the class representatives. Except as otherwise noted, I have personal knowledge of the facts set forth in this declaration, and could testify competently to them if called to do so.

2. W&W was involved in representing plaintiffs in this action from the outset of the litigation in Washington State in early 2013, including conducting an extensive pre-trial

investigation, analyzing potential claims, drafting and reviewing pleadings, drafting and promulgating discovery and third-party discovery, reviewing documents, assisting plaintiffs in preparation of discovery responses and conferring with co-counsel.

Qualifications of Counsel

3. W&W is a law firm in Seattle, Washington that focuses on complex class actions. Our two attorneys have extensive experience in class actions, collective actions, and other complex matters. We have been appointed lead or co-lead class counsel in numerous cases at both the state and federal level and have prosecuted a variety of multi-million-dollar disputes. The defendants in these cases have included companies such as Intuit, Best Buy, Comcast, Clearwire, Chase Bank, US Bank, Sprint, Verizon, AT&T, Capital One and many others. We have filed, actively litigated and resolved a number of class actions alleging violations of the TCPA arising out of the transmission by businesses of junk faxes, robo-calls, text messages, violations of Do-Not-Call provisions and violations of similar Washington state statutes. We have obtained class certification in many cases in state and federal court, as well as litigated a variety of other issues in the context of autodialer solicitation cases.

4. We successfully defended preemption challenges to the Washington statute forbidding use of automatic dialing and announcing (“ADAD”) devices for purposes of commercial solicitation (RCW 80.36.400) (the Washington Automatic Dialing and Announcing Device statute or the “WADAD”) in *Hovila v. Tween Brands* (USDC Western District of Washington Case No. 09-0491 RSL) and *Palmer v. Sprint*, (USDC Western District of Washington Case No. C09-01211 JLR). We have also defended challenges to WADAD claims made on grounds that, for there to be a violation, the telephone call at issue must involve the potential for a live conversation, after Judge Benjamin Settle of the Western District of Washington ruled to that effect in *Cabbage v. The Talbots, Inc.*, (USDC Western District of

Washington Case No. 09-911 BHS). Following Judge Settle's ruling, other defendants raised the "conversation" argument as a basis for dismissal in five other cases, and we successfully opposed the motions. The judges and cases involved are: Judge Laura Inveen in *Hartman v. United Bank Card Servs., Inc.*, (King County Superior Court Case No. 10-2-14594-0 SEA), Judge Susan Craighead in *Maclean v. Stellar Concepts & Design, Inc.*, (King County Superior Court Case No. 10-2-04301-2 SEA), Judge James Robart in *Hartman v. United Bank Card, Inc., et al.* (USDC Western District of Washington Case No. 11-1753 JLR), and Judge Ronald Leighton in *Anderson v. Domino's Pizza Inc. et al.* (USDC Western District of Washington Case No. 11-902 RBL).

5. Mr. Williamson and I were the founding members of W&W in 1998. Prior to founding our own firm, we both had extensive careers as litigators in Washington State, including as partners in the Seattle law firm of Davies Roberts & Reid where we represented plaintiffs in personal injury and labor and employment matters and Mr. Williamson developed expertise representing plaintiffs in wage and hour class actions. As set forth more fully below, since founding W&W, we have served as class counsel in numerous state and nationwide class actions, with emphases in the areas of TCPA, WADAD and Washington Consumer Protection Act ("WCPA") class litigation.

6. In terms of our educational and employment backgrounds, Mr. Williamson is a graduate of Princeton University in 1966, studied Philosophy of Law at University College London for a year, and then attended Harvard Law School, graduating in 1970. After law school, he was in private practice for a brief period in Los Angeles, and then, from 1972 through 1979, was Director of Clinical Studies at Southwestern University School of Law in Los Angeles, and a tenured law professor teaching Lawyering Skills, Family Law, and

Community Property. He moved to Seattle in 1979 and served as the Regional Training Coordinator for the Legal Services Corporation, and a Litigation Coordinator for Evergreen Legal Services. He has been in private practice in Seattle since 1981, first with the law firm of Davies, Roberts and Reid and with W&W since April 1998.

7. I graduated from Whitman College in Walla Walla, Washington in 1974 and from Willamette University College of Law in Salem, Oregon in 1978. After law school, I practiced law for 6 years with the firm of Critchlow & Williams in Richland, Washington where my practice involved representation of individuals in personal injury, employment law, domestic relations and criminal matters. I have been in private practice in Seattle since 1985, first with the law firm of Hafer Price Rinehart & Schwerin (1985-1989), then with Davies Roberts & Reid (1989-1998), and, lastly, with W&W since April, 1998. My practice at the Hafer firm involved representation of labor unions and employee benefit trusts, including in litigation matters, and my practice at the Davies firm was a litigation practice emphasizing representation of injured persons and consumers, labor unions and their members, and employee benefit trusts, in a variety of labor and employment, personal injury and other litigation matters.

8. Both Mr. Williamson and I have been active in our legal community, including being long-standing members of the Washington State Associated for Justice, and I am a past board member of that organization. Until recently, we were both board members of the Northwest Consumer Law Center, and we have both served as speakers at legal education seminars in the Seattle area. Both of us have also been awarded an "AV" rating in Martindale Hubble by our peers.

9. Further, Mr. Williamson and I have been involved in complex personal-injury matters in both state and federal court, primarily in Washington, some cases involving railroad

injuries in Oregon and Montana, and maritime injury claims. We have represented numerous clients in medical negligence, product liability and premises liability litigation, and have also represented over 170 engineers and oilers with hearing loss claims against the Washington State Ferries.

10. In addition, we have been extensively involved in federal multi-district litigation. For seven years beginning in the late 1990s, we represented over 50 claimants, mostly healthcare providers, with product liability claims for latex allergy against various latex glove manufacturers. I served as Lead Plaintiffs' Counsel in the Western and Eastern Districts of Washington for latex glove product liability claimants following remand of their cases from MDL 1148 (United States District Court, Eastern District of Pennsylvania). In conjunction with co-counsel, we represented over 30 claimants with products liability claims for myocardial infarction and stroke against Merck & Company, the manufacturer of the arthritis drug Vioxx; the Vioxx injury litigation was consolidated for pre-trial processing in MDL 1657 (United States District Court for the Eastern District of Louisiana).

Other TCPA Cases Litigated by W&W

11. As indicated above, W&W has actively and successfully litigated class action lawsuits under the TCPA, as well as the Washington State analog, the WADAD, the violation of which also violates the WCPA.

12. W&W, alone or with co-counsel, has served as class counsel in the following TCPA and/or WADAD/WCPA class actions which are designated below as settled and as plaintiff's counsel and putative class counsel in other such class actions which are currently pending:

- *Scannell v. Verizon Directories Corp., et al* (King County Superior Court Case No. 06-2-07169-7 SEA)(settled)

- *In re Capital One Telephone Consumer Protection Act Litigation* (United States Judicial Panel on Multidistrict Litigation, MDL No. 2416)(settled)
- *Meilleur v. AT&T Corp.* (USDC Western District of Washington Case No. 11-01025 MJP)(settled)
- *Chesbro v. Best Buy Stores* (USDC Western District of Washington Case No C10-774 RAJ)(settled)
- *Gardner v. Capital Options LLC, et al* (USDC Western District of Washington Case No. 07-1918 JCC)(settled)
- *Clark, et al v. Payless Shoe Source, et al* (USDC Western District of Washington Case No. 09-0915 JCC)(settled)
- *Hovila v. Tween Brands* (USDC Western District of Washington Case No. 09-0491 RSL)(settled)
- *Global Education Services, Inc. v. Intuit, Inc. et al* (USDC Western District of Washington Case No. 09-0944 RSL)(settled)
- *Hartman, et al v. Comcast Business Communications, LLC, et al* (USDC Western District of Washington Case No. 10-00413 RSL)(settled)
- *Baron v. Direct Capital, Inc.* (USDC Western District of Washington Case No. 09-669 JLR)(settled)
- *Palmer v. Sprint Solutions, Inc., et al* (USDC Western District of Washington Case No. C09-01211 JLR)(settled)
- *Kwan, et al v. Clearwire Corporation, et al* (USDC Western District of Washington Case No. C09-1392 JLR)(settled)
- *Ott et al v. Mortgage Investors Corporation, et al* (USDC District of Oregon Case No. 3:14-00645 ST)(settled)
- *Cabbage v. The Talbots, Inc., et al* (USDC Western District of Washington Case No. 2-09-00911 BHS)(settled)
- *Rinky Dink, Inc. d/b/a Pet Stop v. US Merchant Systems, LLC* (King County Washington Superior Court Case No. 11-2-18834-5 SEA)(settled)

- *Rinky Dink, Inc. d/b/a Pet Stop v. World Business Lenders* (USDC Western District of Washington Case No. 2:14-00268-JCC)(settled)

Other Class Action Cases Litigated by W&W

13. W&W has also served as plaintiffs' counsel and been appointed class counsel in numerous class action cases involving a variety of types of claims, including wage and hour claims, "fax blasting" claims, real estate mortgage fee claims and others. A partial list of those cases is as follows:

Unpaid overtime claims:

- *McKenzie, et al v. Preston Gates & Ellis* (King County Washington Superior Court Case No. 02-2-34954-4 SEA)
- *Pinget, et al v. Dryers Brand Ice Cream, Inc.* (King County Washington Superior Court No. 02-2-25028-9 KNT)
- *Hill, et al v. Aramark Uniform & Career Apparel* (King County Washington Superior Court No. 01-2-31156-5 SEA)
- *Miller, et al v. Farmer Brothers Co.* (King County Washington Superior Court Case No. 00-2-20684-4 SEA)
- *Kovacevich, et al v. Entenmann's Inc., et al* (King County Washington Superior Court Case No. 99-2-07267-SEA)
- *Waters v. Gai's Bakery* (King County Washington Superior Court Case No. 95-2-285-78-3 SEA)

Claims for illegal fees charged by banks or servicers at the time of real estate sale or refinance:

- *Davis v. Homecomings Financial Network* (USDC Western District of Washington Case No. 05-1466 RSL)
- *McCune v. Wilshire Credit Corporation* (USDC Western District of Washington Case No. 05-1511 TSZ)
- *Hardie, et al v. Countrywide Home Loan Servicing LP* (USDC Western District of Washington Case No. 08-CV-1286 RSL)

- *Campbell v. Boeing Employees Credit Union* (King County Superior Court Case No. 05-2-06283-5 SEA)
- *Sunada, et al v. Washington Mutual Bank* (King County Superior Court Case No. 00-2-31212-1 SEA)
- *Hammer, et al v. Wells Fargo Home Mortgage* (King County Superior Court Case No. 11-2-04830-6 SEA)
- *Groombridge v. World Savings Bank* (King County Superior Court Case No. 04-2-03798-1 SEA)

Prosecution of this Case

14. I spent 288 hours prosecuting this case, and Mr. Williamson spent 261.5 hours doing so, for total partner hours of 549.5 and a total lodestar of \$384,650. This lodestar calculation is based on reasonable hourly rates for our time. W&W sets its rates for attorneys based on a variety of factors, including the experience, skill and sophistication required for the types of legal services typically performed; the rates customarily charged in similar matters; the rates customarily charged by other lawyers of similar skill and experience; and our experience, reputation, and ability.

15. The billable rate for each of us as partners with considerable experience in TCPA and other class action litigation is \$700 per hour. We are familiar with the rates of attorneys of similar background and experience nationally and we are confident the rates are reasonable and in keeping with rates used by other attorneys with similar training and experience. Federal courts in the majority of our TCPA cases listed above have awarded fees based on rates in this range.

16. Our firm also incurred \$9,779.44 in out of pocket expenses that included travel expenses, transcript costs, copying costs, postage and shipping fees, service fees and online and legal research costs. These costs are customarily charged to and paid by hourly clients.

I declare under penalty of perjury under the laws of the State of Washington and the United States of America that the foregoing is true and correct.

EXECUTED this 17th day of January, 2018.

/s/ Kim Williams, WSBA #9077
Kim Williams, WSBA #9077