



FILED
ALAMEDA COUNTY

NOV 17 2017

CLERK OF THE SUPERIOR COURT
By: *[Signature]* Deputy

1 Edwin Aiwazian (SBN 232943)
Arby Aiwazian (SBN 269827)
2 Joanna Ghosh (SBN 272479)
3 **LAWYERS for JUSTICE, PC**
410 West Arden Avenue, Suite 203
Glendale, California 91203
4 Tel: (818) 265-1020 / Fax: (818) 265-1021

5 *Attorneys for Plaintiff and the Class*

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**SUPERIOR COURT OF THE STATE OF CALIFORNIA
FOR THE COUNTY OF ALAMEDA**

MICHAEL STAYTON, individually, and on behalf of other members of the general public similarly situated and on behalf of other aggrieved employees pursuant to the California Private Attorneys General Act;

Plaintiffs

vs.

MESA ENERGY SYSTEMS, INC., a California corporation; and DOES 1 through 100, inclusive,

Defendants.

Case No.: RG15762333

Honorable Winifred Y. Smith
Department 21

CLASS ACTION

[PROPOSED] FINAL APPROVAL ORDER AND JUDGMENT

Reservation No.: R-1900894
Date: October 27, 2017
Time: 11:00 a.m.
Department: 21

Complaint Filed: March 13, 2015
FAC Filed: December 28, 2016
Jury Trial: None Set

1 This matter has come before the Honorable Winifred Y. Smith in Department 21 of the
2 above-entitled Court, located at the Administration Building, 1221 Oak Street, Oakland,
3 California 94612, on Plaintiff Michael Stayton's ("Plaintiff") Motion for Final Approval of Class
4 Action Settlement, Attorneys' Fees, Costs, and Service Enhancement Payment ("Motion for
5 Final Approval").

6 On June 30, 2017, the Court granted Plaintiff's Motion for Preliminary Approval of Class
7 Action Settlement, and entered an Order Granting Motion for Preliminary Approval of Class
8 Action Settlement ("Preliminary Approval Order"), thereby preliminarily approving the
9 settlement of the above-captioned action ("Action") in accordance with the Joint Stipulation of
10 Class Action Settlement and Release and Amendment No. 1 to Joint Stipulation of Class Action
11 Settlement and Release (collectively, "Settlement," "Agreement" or "Settlement Agreement"),
12 which, together with the exhibits annexed thereto, set forth the terms and conditions for
13 settlement and judgment of the Action.

14 Having duly considered the parties' papers and oral argument, and good cause appearing,

15 **THE COURT HEREBY ORDERS, ADJUDGES, AND DECREES AS FOLLOWS:**

16 1. All terms used herein shall have the same meaning as defined in the Settlement
17 Agreement.

18 2. This Court has jurisdiction over the claims of the Class Members asserted in this
19 proceeding and over all parties to the Action.

20 3. The Court finds that the applicable requirements of California Code of Civil
21 Procedure section 382 and California Rule of Court 3.769, *et seq.* have been satisfied with
22 respect to the Class and the Settlement. The Court hereby makes final its earlier provisional
23 certification of the Class for settlement purposes, as set forth in the Preliminary Approval Order.

24 The Class is hereby defined to include:

25 All current and former hourly/non-exempt employees of Defendant Mesa Energy
26 Systems, Inc. ("Defendant") who worked in the State of California at any time
27 within the period from March 13, 2011 through April 5, 2016.

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1 4. The Notice of Class Action Settlement (“Notice”) and the Claim Form
2 (collectively, the “Settlement Documents”) that were provided to the Class Members, fully and
3 accurately informed the Class Members of all material elements of the Settlement and of their
4 opportunity to make a claim, object to or comment on, or to seek exclusion from, the Settlement;
5 was the best notice practicable under the circumstances; was valid, due, and sufficient notice to
6 all Class Members; and complied fully with the laws of the State of California, the United States
7 Constitution, due process and other applicable law. The Settlement Documents fairly and
8 adequately described the Settlement and provided the Class Members with adequate instructions
9 and a variety of means to obtain additional information.

10 5. Pursuant to California law, the Court hereby grants final approval of the
11 Settlement and finds it reasonable and adequate, and in the best interests of the Class as a whole.
12 More specifically, the Court finds that the Settlement was reached following meaningful
13 discovery and investigation conducted by Class Counsel; that the Settlement is the result of
14 serious, informed, adversarial, and arms-length negotiations between the parties; and that the
15 terms of the Settlement are in all respects fair, adequate, and reasonable. In so finding, the Court
16 has considered all of the evidence presented, including evidence regarding the strength of the
17 Plaintiff’s case; the risk, expense, and complexity of the claims presented; the likely duration of
18 further litigation; the amount offered in the Settlement; the extent of investigation and discovery
19 completed; and the experience and views of Class Counsel. The Court has further considered the
20 one (1) purported objection to the Settlement, as well as the small number of valid requests for
21 exclusion from the Settlement. Accordingly, the Court hereby directs that the Settlement be
22 affected in accordance with the Settlement Agreement and the following terms and conditions.

23 6. A full opportunity has been afforded to the Class Members to participate in the
24 Final Approval Hearing, and all Class Members and other persons wishing to be heard have been
25 heard. The Class Members also have had a full and fair opportunity to exclude themselves from
26 the Settlement and the Class. Accordingly, the Court determines that all Class Members who did
27 not timely and properly execute and submit a request for exclusion to the Settlement
28 Administrator are bound by this Final Approval Order and Judgment.

1 7. The Court determines that the Class Members, Ricardo R. Gottschau, Mary A.
2 Ramsrud, David M. Rowe, John P. Chiolero III, Sokpheap Oeun, Robert L. Facino, Naomi L.
3 Mitchell, and Ryan J. Goodbrand, have timely and validly opted out of the Settlement and will
4 not be bound by the Agreement and this Final Approval Order and Judgement.

5 8. It is hereby ordered that the Settlement Administrator, Simpluris, Inc., shall issue
6 payment to itself in the amount of \$14,460.41 for the services performed and costs incurred for
7 the notice and administration of the Settlement, in accordance with the Settlement Agreement.

8 9. It is hereby ordered that the Settlement Administrator shall issue the Individual
9 Settlement Payment checks to all Class Members who have not opted out and who have
10 submitted timely and valid Claim Forms ("Qualifying Claimants") according to the methodology
11 and terms set forth in the Settlement Agreement.

12 10. It is further ordered, pursuant to California Code of Civil Procedure section 384,
13 that all Individual Settlement Payment checks issued to Claimants shall remain valid and
14 negotiable for one hundred and eighty (180) calendar days after the date of the check. Any
15 Individual Settlement Payment checks that are not cashed within that 180-day time period will be
16 void, and the funds associated with the settlement checks shall be transmitted to the California
17 Department of Industrial Relations Unclaimed Wages Fund, with an identification of the amount
18 of funds attributable to each Qualified Claimant. The Court specifically finds that the disposition
19 of the funds from voided Individual Settlement Payment checks, as set forth herein, is an
20 alternative distribution within the meaning of California Code of Civil Procedure section
21 384(b)(1), that better serves the interest of the Class because it affords Qualifying Claimants who
22 fail to negotiate their Individual Settlement Payment checks an additional opportunity to obtain
23 monetary benefits from the Settlement.

24 11. The Court finds that the Service Enhancement Payment sought is fair and
25 reasonable for the work performed by Plaintiff Michael Stayton on behalf of the Class. It is
26 hereby ordered that that the Settlement Administrator issue payment to Plaintiff Michael Stayton
27 in the amount of \$10,000, for his Service Enhancement Payment.

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1 12. The Court finds that the allocation of \$4,000 toward penalties under the California
2 Private Attorneys General Act of 2004 (“PAGA”), is fair, reasonable, and appropriate, and
3 hereby approved. The Settlement Administrator shall issue payment in the amount of \$3,000 (or
4 75% of \$4,000) to the California Labor and Workforce Development Agency (“LWDA”), and
5 the remaining penalties allocation in the amount of \$1,000 shall be a part of the Class Member
6 Allocation, according to the terms of the Settlement Agreement.

7 13. The Court finds that the request for an award of attorneys’ fees in the amount of
8 \$253,750 falls within the range of reasonableness, and the results achieved justify the award
9 sought. The requested award of attorneys’ fees is fair, reasonable, and appropriate, and is hereby
10 approved. It is hereby ordered that the Settlement Administrator issue payment in the amount of
11 \$253,750 to Lawyers *for* Justice, PC for attorneys’ fees, as follows: the amount of \$25,375 shall
12 be held in an interest bearing account that is maintained by the Settlement Administrator or Class
13 Counsel, pending the submission and approval of a final compliance status report after
14 completion of the distribution process; the amount of \$228,375 shall be distributed according to
15 the methodology and terms set forth in the Settlement Agreement.

16 14. The Court finds that the litigation costs and expenses in the amount of \$10,000
17 incurred by Class Counsel in prosecuting the Action are reasonable, and hereby approved. It is
18 hereby ordered that the Settlement Administrator issue payment in the amount of \$10,000 to
19 Lawyers *for* Justice, PC for reimbursement of litigation costs and expenses.

20 15. With this final approval of the Settlement, the Court hereby enters judgment by
21 which Class Members who did not submit a valid and timely request for exclusion shall be
22 conclusively determined to have given a release of, and permanently enjoined and forever barred
23 from asserting, any Class Member Released Claims against the Released Parties, as set forth in
24 the Settlement Agreement and the Settlement Documents.

25 16. After entry of this Final Approval Order and Judgment, pursuant to California
26 Rules of Court, Rule 3.769(h), the Court shall retain jurisdiction to construe, interpret,
27 implement, and enforce the Agreement, to hear and resolve any contested challenge to a claim
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1 for settlement benefits, and to supervise and adjudicate any dispute arising from or in connection
2 with the distribution of settlement benefits.

3 17. Notice of entry of this Final Approval Order and Judgment shall be given to the
4 Class Members by posting a copy of the Final Approval Order and Judgment on Simpluris, Inc.'s
5 website for a period of at least sixty (60) calendar days after the date of entry of this Final
6 Approval Order and Judgment.

7 18. A final compliance status report shall be filed after the completion of the
8 distribution process and no later than August 15, 2018.

9 19. A Final Compliance Hearing is set for AUG. 23, 2018 at
10 9:00 a.m. / ~~p.m.~~

11 Dated: September 17, 2017


HONORABLE WINIFRED Y. SMITH
JUDGE OF THE SUPERIOR COURT

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