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11 Plaintiff MELANIE SPORTSMAN

12 IN THE UNITED STATES DISTRICT COURT

13 FOR THE NORTHERN DISTRICT OF CALIFORNIA

14 MELANIE SPORTSMAN,

15 Plaintiff

16 v.

17 A PLACE FOR ROVER, INC. d/b/a Rover *et*
18 *al.*,

19 Defendants.

Civil Case No. 3:19-cv-03053-WHO

**PLAINTIFF MELANIE SPORTSMAN'S
NOTICE OF MOTION AND MOTION
FOR AWARD OF ATTORNEYS' FEES
AND COSTS AND SERVICE AWARD;
MEMORANDUM OF POINTS AND
AUTHORITIES**

Date: July 19, 2023

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

The Honorable William H. Orrick

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NOTICE OF MOTION AND MOTION

TO ALL INTERESTED PARTIES AND THEIR ATTORNEYS OF RECORD:

NOTICE IS HEREBY GIVEN that on July 19, 2023, at 2:00 p.m., or as soon thereafter as the matter may be heard, in Courtroom 2 of the Northern District of California, San Francisco Division, located at 450 Golden Gate Avenue, San Francisco on the 17th Floor, Plaintiff Melanie Sportsman (“Plaintiff”) will and hereby does move the Court, pursuant to Rules 23(h) and Rule 54(d)(2) of the Federal Rules of Civil Procedure, for an order awarding attorneys’ fees of \$5.94 million and reimbursement of costs of \$64,862.58 payable to Plaintiff’s lead counsel, The Tidrick Law Firm LLP (which shall be responsible for distributing the award of fees and costs with Plaintiff’s appellate counsel pursuant to co-counseling agreements), and a service award of \$10,000 to Plaintiff for her service to the Class. The motion will be based on this Notice, the following Memorandum of Points and Authorities, the declarations of Steven G. Tidrick, Esq., Joel B. Young, Esq., Allison L. Ehlert, Esq., Ari J. Stiller, Esq., and Richard Pearl, Esq., filed herewith, the records, pleadings, and papers filed in this action, and any additional evidence or argument as may be presented at or before the hearing on this motion.

DATED: June 7, 2023

Respectfully submitted,

THE TIDRICK LAW FIRM LLP

By:



STEVEN G. TIDRICK, SBN 224760
JOEL B. YOUNG, SBN 236662

Attorneys for Individual and Representative
Plaintiff MELANIE SPORTSMAN

MEMORANDUM OF POINTS AND AUTHORITIES**I. INTRODUCTION**

Through this motion, Plaintiff seeks an order awarding attorneys’ fees of \$5.94 million and reimbursement of costs of \$64,862.58, payable to Plaintiff’s lead counsel, The Tidrick Law Firm LLP (which shall be responsible for distributing the award of fees and costs with Plaintiff’s appellate counsel pursuant to co-counseling agreements), and a service award of \$10,000 to

1 Plaintiff for her service and assistance to the Class.

2 **II. NEARLY A HALF-DECADE OF HARD-FOUGHT LITIGATION LED TO ONE**
 3 **OF THE LARGEST ‘GIG ECONOMY’ SETTLEMENTS IN STATE HISTORY**

4 **A. The Settlement Is One of the Largest of Its Kind**

5 Plaintiff’s motion for preliminary approval demonstrated that the Settlement is one of the
 6 largest gig economy ‘misclassification’ class action settlements ever in California. *See* ECF No.
 7 121 at 34:27-35:12.¹ The largest such settlements include:

- 8 • *Marko v. Doordash*, Los Angeles Super. Ct. No. BC659841 (Jan. 13, 2022)
 9 (\$100 million settlement covering over 900,000 Doordash drivers and resolving
 10 reimbursement, minimum wage, and overtime claims);
- 11 • *Rimler v. Postmates*, San Francisco Super. Ct. No. CGC-18-567868 (May 6,
 12 2022) (\$32 million settlement covering 380,000 Postmates couriers);
- 13 • *O’Connor v. Uber Techs., Inc.*, 2019 U.S. Dist. LEXIS 54608, at *1 (N.D. Cal.
 14 Mar. 29, 2019) (\$20 million settlement covering 13,600 Uber drivers); and
- 15 • *People v. Maplebear, Inc.*, San Diego Super. Ct. No. 37-2019-00048731 (Jan.
 16 27, 2023) (\$46.5 million settlement covering 300,000 Instacart shoppers).

17 *See id.* This Settlement falls comfortably in the same ballpark as these others, taking into account
 18 class sizes and the defendants’ relative sizes. Moreover, unlike the rest of these other “gig
 19 economy” settlements, Rover’s settlement requires a change in policy that will cement Rover’s
 20 presently disputed compliance with the Referral Agency Exemption.

21 **B. The Prospective Relief Is Worth at Least \$5.5 Million**

22 In addition to providing \$18 million for the non-reversionary cash pool, Rover has
 23 agreed to prospective relief that Plaintiff’s expert conservatively calculates will result in
 24 higher payments to Pet Care Providers totaling at least \$5.5 million over a five-year period.

25 Rover has agreed that, “no later than thirty (30) days after Final Approval, [it will]
 26 modify the Rover Platform such that: (i) pet care providers having user addresses in California

27 _____
 28 ¹ Record citations refer to material in the Electronic Case File (“ECF”); pinpoint citations are to the
 ECF-generated page numbers at the top of the documents.

1 (“California Providers”) enter into the platform the rate(s) they are setting and agree to receive
 2 for their service(s) (“California Provider Billing Rate(s)”), (ii) Rover does not make any
 3 deduction from those California Provider Billing Rates when disbursing payment to the
 4 California Providers for the associated services, and (iii) any fees or other additional charges
 5 Rover charges in connection with such services are added on top of or in addition to the
 6 California Provider Billing Rates and paid by the pet owners under the terms of service or
 7 other relevant agreements applicable to the pet owners.” *See* Settlement § 2.06. In other
 8 words, Rover will no longer use the system that Plaintiff alleges resulted in a deduction of
 9 Rover’s service fee (20%) from Pet Owners’ payments to Pet Care Providers; instead, Pet
 10 Care Providers will receive exactly the rate they specify for their services, and then Rover will
 11 add a fee on top of that rate in the list price to be paid by Pet Owners—an addition that will be
 12 transparent to Pet Care Providers through the pertinent application.

13 Plaintiff’s expert has calculated that over the next five (5) years, the above-described
 14 prospective relief will result in *at least* \$5.5 million in higher payments to the Pet Care
 15 Providers in California. *See* Decl. of Justin Regus (“Regus Decl.”), ECF No. 121-1, ¶ 24. As
 16 Regus explains, that is the lowest dollar amount that the Pet Care Providers will receive as a
 17 result of the settlement’s prospective relief; the actual amount that the Pet Care Providers will
 18 receive will likely be significantly higher. *Id.* at ¶¶ 23-25.

19 Moreover, this change in Rover’s business practice is directly responsive to a key point
 20 that the Court made on May 6, 2021, when the Court granted Rover’s motion for summary
 21 judgment, finding that Rover satisfies the ABC Test for independent contractor status and
 22 finding that Rover had properly classified Sportsman. Specifically, the Court stated the
 23 following with respect to Rover’s argument concerning the Referral Agency Exemption:
 24 “While Rover meets most of the criteria for the referral agency exemption based on the
 25 evidence of record, it does not appear to meet criterion 10 because Rover deducts a service fee
 26 (20%) from the Pet Owner’s payment to Pet Care Providers. . . . Criterion 10 would have been
 27 satisfied if, instead, Rover made the Pet Owners client shoulder the 20% fee by charging them
 28 an extra \$6.60 on top of the \$33 set by the Pet Care Provider.” *Sportsman v. A Place for*

1 *Rover, Inc.*, 537 F. Supp. 3d 1081, 1090 (N.D. Cal. 2021) (ECF No. 93 at 8).

2 Accordingly, this change in Rover's business practice not only equates to an increase in
3 payments to Pet Care Providers in California, but also represents a ***total victory*** for Plaintiff
4 because, upon implementation of this change, Rover will satisfy the Referral Agency
5 Exemption codified at Cal. Lab. Code § 2777. In other words, *Rover will no longer be*
6 *misclassifying its Pet Care Providers because it will be providing the Pet Care Providers with*
7 *a key benefit to which they are entitled under the Referral Agency Exemption.*

8 **C. The Relationship Between the Amount of the Common Fund, the Value of the**
9 **Prospective Relief, and the Requested Fee Award**

10 In determining a reasonable attorneys' fee award, the Court can and should consider not
11 only the \$18 million that Defendant will pay into a common fund, but also the value of the
12 changed business practice which will result in higher payments to Pet Care Providers. *See*
13 *Staton v. Boeing Co.*, 327 F.3d 938, 974 (9th Cir. 2003) (holding that where a settlement
14 includes injunctive relief that benefits class members, and the dollar value is ascertainable,
15 courts may "include such relief as part of the value of a common fund for purposes of
16 applying the percentage method of determining fees"); *Pokorny v. Quixtar, Inc.*, 2013 WL
17 3790896, at *1 (N.D. Cal. July 18, 2013) ("The court may properly consider the value of
18 injunctive relief obtained as a result of settlement in determining the appropriate fee."); *In re*
19 *Netflix Privacy Litig.*, 2013 WL 1120801, at *7 (N.D. Cal. Mar. 18, 2013) (settlement value
20 "includes the size of the cash distribution, the *cy pres* method of distribution, and the
21 injunctive relief"); *In re Zoom Video Communs., Inc. Privacy Litig.*, 2022 U.S. Dist. LEXIS
22 94857, at *32 (N.D. Cal. Apr. 21, 2022) ("When determining the value of a settlement, courts
23 consider the monetary and non-monetary benefits that the settlement confers.").

24 Because the expert's worst-case scenario of the value of the prospective relief is \$5.5
25 million, the real gross value of the settlement is **at the very least** \$23.5 million. Thus, a fee
26 award of \$5.94 million would equate to, at most, 25.3% of the real gross value of the
27 settlement. More likely, it would equate to *much less* than 25.3% given that the value of the
28 prospective relief is likely to be much higher than \$5.5 million. *See* Regus Decl. ¶¶ 23-25.

D. This Outcome Was Hardly Inevitable; Rather, It Was the Product of Many Years of Hard-Fought Litigation

This outcome was hardly inevitable. It has been almost five years since Plaintiff’s counsel The Tidrick Law Firm LLP took the first legal action that ultimately resulted in this settlement. On June 11, 2018, the firm filed a notice letter with the California Labor and Workforce Development Agency (“LWDA”) asserting violations of the California Labor Code. The path from there to this settlement was anything but a straight line.

Indeed, numerous challenges and setbacks over this five-year period might have deterred other plaintiff’s counsel or led them to accept a nominal settlement, for example:

- The case was removed from plaintiff’s choice of forum, San Francisco Superior Court, and plaintiff attempted but failed to have the case remanded;
- The first named plaintiff became unwilling to continue prosecuting the case; and
- Plaintiff suffered a complete loss on cross-motions for summary judgment, resulting in entry of judgment in favor of Rover.

Plaintiff’s counsel never gave up. Rather, throughout this nearly five-year period, Plaintiff’s counsel persisted in aggressively prosecuting the claims. Ultimately, it was Plaintiff’s counsel’s performance on appeal to the Ninth Circuit – shaped largely by the quality of Plaintiff’s counsel’s briefing before this Court – and the Ninth Circuit’s apparent willingness to reverse this Court’s orders on summary judgment, which put Plaintiff in the position of strength that allowed Plaintiff’s counsel to negotiate this extraordinary settlement. *See* Dorothy Atkins, “9th Circ. Doubts Dog-Care App’s Claim It’s Not an Employer,” Law360, August 29, 2022 (Ex. 7 to the Declaration of Steven G. Tidrick, Esq. in Support of Plaintiff’s Motion for Attorneys’ Fees and Costs and Service Award) (“Tidrick Decl.”).

In sum, this settlement is the product of Plaintiff’s counsel’s unyielding commitment, dogged determination, and extraordinary perseverance against all odds.

The Settlement is by all measures an outstanding outcome for the class, as discussed in Plaintiff’s motion for preliminary approval, *see* ECF No. 121, which the Court granted on March 24, 2023 (ECF No. 131). *See also* Reporter’s Transcript of Proceedings, Hearing on Motion for

1 Preliminary Approval, March 15, 2023, at 3:23-24 (“congratulations, first of all, on this
2 resolution. It seems like it is a good result for the class.”) (Ex. 8 to Tidrick Decl.).

3 **III. OTHER BACKGROUND AND PROCEDURAL HISTORY**

4 Plaintiff incorporates by reference the discussion of the background and procedural
5 history in the motion for preliminary approval, ECF No. 121, at 3:21-6:24.

6 Per the Court’s direction at the preliminary approval hearing, the original settlement (ECF
7 No. 120) was amended with respect to the text of the release and the text of the class notice. *See*
8 ECF No. 129 (amended settlement filed March 24, 2023). The Court preliminarily approved the
9 amended settlement. *See* ECF No. 131 (order dated March 24, 2023).

10 **IV. SETTLEMENT TERMS RELEVANT TO THIS MOTION**

11 Plaintiff incorporates by reference the discussion of the settlement terms in the motion for
12 preliminary approval, ECF No. 121, at 6:25-12:18.

13 The settlement states that any award of attorneys’ fees, reimbursement of costs, payments
14 for settlement administration, and service award shall be payable out of the \$18 million cash pool.
15 *See* Settlement Agreement (ECF No. 129) §§ 1.08, 2.03, 2.04, 2.07, 2.08.

16 The settlement provides that Plaintiff’s counsel will apply to the Court for an award of
17 attorneys’ fees not to exceed \$5,940,000, costs not to exceed \$90,000, and a service award not to
18 exceed \$10,000. *See id.* § 2.08. Any such awards and payments are within the Court’s discretion
19 and subject to Court approval. *See id.*

20 **V. ARGUMENT**

21 **A. Plaintiff’s Counsel Are Entitled to Recover Fees from the Common Fund**

22 Federal Rule of Civil Procedure 23 provides that, “[i]n a certified class action, the court
23 may award reasonable attorney’s fees and nontaxable costs that are authorized by law or by the
24 parties’ agreement.” Fed. R. Civ. Proc. 23(h). Rule 23(h) applies to requests for attorney’s fees
25 for settled class actions. *See Staton v. Boeing Co.*, 327 F.3d 938, 964 (9th Cir. 2003) (explaining
26 that “[a]ttorneys’ fees provisions included in proposed class action agreements are, like every
27 other aspect of such agreements, subject to the determination whether the settlement is
28 ‘fundamentally fair, adequate and reasonable’”). Any claim for such an award must be made by a

1 motion under Rule 54(d)(2), and in order to protect the due-process rights of unnamed class
 2 members, the motion must be filed prior to the deadline to object to the settlement. *In re Mercury*
 3 *Interactive Corp. Sec. Litig.*, 618 F.3d 988, 993-95 (9th Cir. 2010) (“*In re Mercury*”); Rule
 4 23(h)(1). *See also Weeks v. Kellogg Co.*, 2011 U.S. Dist. LEXIS 155472, at *80 (C.D. Cal. Nov.
 5 23, 2011) (applying *In re Mercury* and holding that the filing of a fee petition one week before the
 6 objection deadline comported with due process). The present motion, filed fifteen days before the
 7 June 22, 2023 objection deadline, complies with *In re Mercury*.

8 With regard to the merits of the Motion, in analyzing Rule 23(h) fee requests, courts
 9 “‘have an independent obligation to ensure that the award, like the settlement itself, is reasonable,
 10 even if the parties have already agreed to an amount.’” *Vandervort v. Balboa Capital Corp.*, 2014
 11 U.S. Dist. LEXIS 46174 (C.D. Cal. Mar. 27, 2014) (quoting *In re Bluetooth Headset Prods.*
 12 *Litig.*, 654 F.3d 936, 941 (9th Cir. 2011)).

13 The U.S. Supreme Court “has recognized consistently that a litigant or a lawyer who
 14 recovers a common fund . . . is entitled to a reasonable attorney’s fee from the fund as a whole.”
 15 *Boeing Co. v. Van Gemert*, 444 U.S. 472, 478 (1980); *Staton*, 327 F.3d at 967 (same). For
 16 purposes of determining a reasonable fee, “‘courts have discretion to employ either the lodestar
 17 method or the percentage-of-recovery method.’” *Greko v. Diesel U.S.A., Inc.*, 2013 U.S. Dist.
 18 LEXIS 60114, at *23 (N.D. Cal. Apr. 26, 2013). Generally speaking, though, “[t]he lodestar
 19 method is . . . preferable when calculating statutory attorney fees, whereas the percentage-of-
 20 recovery approach is appropriate when the fees will be drawn from a common fund.” *Clark v.*
 21 *Payless Shoesource, Inc.*, 2012 U.S. Dist. LEXIS 105187, at *3-4 (W.D. Wash. July 27, 2012)
 22 (citing *In re Bluetooth Headset Prods. Litig.*, 654 F.3d at 941).

23 The Ninth Circuit has explained that, “[b]ecause the benefit to the class is easily
 24 quantified in common-fund settlements, we have allowed courts to award attorneys a percentage
 25 of the common fund in lieu of the often more time-consuming task of calculating the lodestar.” *In*
 26 *re Bluetooth*, 654 F.3d at 942. *See also Elliott v. Rolling Frito-Lay Sales, LP*, 2014 WL 2761316,
 27 at *9, 2014 U.S. Dist. LEXIS 83796, at *25 (C.D. Cal. June 12, 2014) (“There are significant
 28 benefits to the percentage approach, including consistency with contingency fee calculations in

the private market, aligning the lawyers’ interests with achieving the highest award for the class members, and reducing the burden on the courts that a complex lodestar calculation requires.”).

As explained by the Ninth Circuit, a “common fund” exists “when (1) the class of beneficiaries is sufficiently identifiable, (2) the benefits can be accurately traced, and (3) the fee can be shifted with some exactitude to those benefiting.” *In re Petition of Hill*, 775 F.2d 1037, 1041 (9th Cir. 1985). According to the Supreme Court, “the[se] criteria are satisfied when each member of a certified class has an undisputed and mathematically ascertainable claim to part of a lump-sum [amount].” *Boeing Co.*, 444 U.S. at 479. Here, the Settlement Agreement creates a common fund, as the class of beneficiaries is sufficiently identifiable, the benefits can be accurately traced, and the fee can be shifted with some exactitude to those benefiting. As explained in more detail below, Class Counsel’s requested fee award amount is reasonable.

B. The Requested Fees Are Within the Range of Approval

1. The 25% Benchmark Supports Plaintiff’s Fee Request

The Ninth Circuit has stated that “25 percent of the fund [i]s the ‘benchmark’ award that should be given in common fund cases.” *Six (6) Mexican Workers v. Arizona Citrus Growers*, 904 F.2d 1301, 1311 (9th Cir. 1990). That said, “the exact percentage varies depending on the facts of the case, and in ‘most common fund cases, the award exceeds that benchmark.’” *Johnson v. General Mills, Inc.*, 2013 U.S. Dist. LEXIS 90338, at *20 (C.D. Cal. June 17, 2013) (quoting *Vasquez v. Coast Valley Roofing, Inc.*, 266 F.R.D. 482, 491 (E.D. Cal. 2010). Thirty percent is within the “usual range.” *Vizcaino v. Microsoft Corp.*, 290 F.3d 1043, 1047 (9th Cir. 2002). *See also In re Activision Sec. Litig.*, 723 F. Supp. 1373, 1377-78 (N.D. Cal. 1989) (stating that “nearly all common fund awards range around 30%”). When the Court awards fees above or below the benchmark, the “record must indicate the Court’s reasons for doing so.” *Glass v. UBS Fin. Servs., Inc.*, 2007 U.S. Dist. LEXIS 8476, at *44, 2007 WL 221862 (N.D. Cal. Jan. 26, 2007) (citing *Powers v. Eichen*, 229 F.3d 1249, 1256-57 (9th Cir. 2000)).

The requested fee award is close to the 25 percent benchmark. As discussed above, the real gross value of the settlement is **at least** \$23.5 million, because in addition to the \$18 million cash pool, the prospective relief is worth at least \$5.5 million. Thus, a fee award of \$5.94 million

1 would equate to, at most, 25.3% of the value of the settlement, and more likely would equate to
 2 *much less* than 25.3% because the value of the prospective relief is likely to be much higher than
 3 \$5.5 million. *See supra* at 4 (citing Regus Decl. ¶¶ 23-25).

4 **2. In the Alternative, a Fee Award of 33% Is Reasonable**

5 Relevant case law holds that the Court can and should consider the value of the changed
 6 business practice which will result in higher payments to Pet Care Providers and a total settlement
 7 value of at least \$23.5 million, *see supra* at 4, but even if the Court were not to account for the
 8 value of the higher payments to Pet Care Providers, the requested fee award would still be
 9 appropriate. A fee award of \$5.94 million is 33 percent of the \$18 million cash pool.

10 Courts have customarily approved payments of attorneys' fees amounting to one-third of
 11 the common fund. Indeed, judges in this district recognize a one-third fee as consistent with
 12 awards in similar cases, including in comparable wage-and-hour class actions. *See, e.g., Nucci v.*
 13 *Rite Aid Corp.*, No. 3:19-cv-01434-LB, 2022 U.S. Dist. LEXIS 94936, at *16 (N.D. Cal. May 26,
 14 2022) (granting final approval of a wage-and-hour class action settlement and awarding
 15 attorneys' fees of 33.33% of the total settlement amount and finding that this percentage is "in
 16 line with similar wage-and-hour cases where the results obtained were excellent and the risks
 17 were great"); *Zamora v. Lyft, Inc.*, No. 3:16-cv-02558-VC, 2018 WL 4657308, at *3 (N.D. Cal.
 18 Sept. 26, 2018) (one-third award is "consistent with the Ninth Circuit authority and the practice in
 19 this District."); *Wren v. RGIS Inventory Specialists*, No. 06-CV-5778-JCS, 2011 U.S. Dist.
 20 LEXIS 38667, at *79-*80 (N.D. Cal. Apr. 1, 2011) (awarding fees of over 40% of the settlement
 21 fund where class counsel created a gross settlement fund of \$27 million on behalf of more than
 22 62,000 class members in a wage-and-hour case); *Bennett v. SimplexGrinnell LP*, No. 11-cv-
 23 01854-JST, 2015 U.S. Dist. LEXIS 192870, at *19-21 (N.D. Cal. Sep. 3, 2015) (approving
 24 attorneys' fees of approximately 38.8% of the settlement fund in wage-and-hour class action
 25 settlement); *Jones v. CertifiedSafety*, 3:17-cv-02229-EMC, ECF No. 232 (N.D. Cal. June 1, 2020)
 26 (awarding fees based on one-third of the common fund in wage-and-hour class action); *Bergman*
 27 *v. Thelen LLP*, 2016 U.S. Dist. LEXIS 170861, at *20-24 (N.D. Cal. Dec. 9, 2016) (awarding fees
 28 equating to one-third of the common fund in wage-and-hour class action); *Foster v. Adams &*

1 *Assocs.*, No. 18-cv-02723-JSC, 2022 U.S. Dist. LEXIS 25071, at *27-29 (N.D. Cal. Feb. 11,
 2 2022) (granting final approval of an ERISA class action settlement and awarding attorneys' fees
 3 of 33.3% of the total settlement amount); *Bautista-Perez v. Juul Labs, Inc.*, No. 20-CV-01613-
 4 HSG, 2022 WL 2239838, at *9 (N.D. Cal. June 22, 2022) (granting final approval of an
 5 employment class action settlement and awarding attorneys' fees of 30% of the total
 6 settlement amount); *Rodriguez v. Nike Retail Servs., Inc.*, 2022 WL 254349, at *6 (N.D. Cal. Jan.
 7 27, 2022) (awarding 33% in wage-and-hour case); *Boyd v. Bank of Am. Corp.*, 2014 U.S. Dist.
 8 LEXIS 162880, at *28-32 (C.D. Cal. Nov. 18, 2014) (collecting wage-and-hour cases awarding
 9 33% or more, and awarding fees equating to one-third of the common fund in wage-and-hour
 10 class action); *cf. In re Lidoderm Antitrust Litig.*, 2018 U.S. Dist. LEXIS 162425, at *32 (N.D.
 11 Cal. Sept. 20, 2018) (granting request for fee award equating to one-third of common fund in
 12 antitrust class action settlement); *Morris v. Lifescan, Inc.*, 54 Fed. Appx. 663, 664 (9th Cir.
 13 2003) (affirming 33% fee award); *In re Pacific Enterprises Secs. Litig.*, 47 F.3d 373, 379 (9th Cir.
 14 1995) (affirming 33% fee award). These cases further support Plaintiff's attorney's fees request.

15 **3. Relevant Factors Support a Finding That the Requested Fee Award Is** 16 **Reasonable**

17 Among the circumstances the Ninth Circuit has considered relevant in assessing
 18 reasonableness are: (1) the results achieved; (2) the riskiness of prosecuting the litigation;
 19 (3) whether counsel obtained benefits for the Class above and beyond the cash settlement fund
 20 itself; and (4) the financial burden carried by counsel in prosecuting the case on a contingency
 21 basis. *Vizcaino*, 290 F.3d 1043 at 1048-50. In this case, all of those factors favor a finding that
 22 Plaintiff's counsel's fee award request is reasonable.

23 First, Plaintiff's counsel have achieved an outstanding result. As discussed above, the
 24 Settlement is one of the largest gig economy 'misclassification' class action settlements ever in
 25 California. *See supra* at 2. Moreover, the change in Rover's business practice not only equates to
 26 an increase in payments to Pet Care Providers in California, but also represents a **total victory** for
 27 Plaintiff. *Rover will no longer be misclassifying its Pet Care Providers because it will be*
 28 *providing the Pet Care Providers with a key benefit to which they are entitled under the Referral*

1 *Agency Exemption. See supra* at 4. This settlement is an outstanding outcome for the class, as
 2 discussed in Plaintiff’s motion for preliminary approval (ECF No. 121), which the Court granted
 3 (ECF No. 131). It is no exaggeration to predict that without using the class action process, the
 4 relief that members of the class were likely to achieve ranged from negligible to zero.

5 Second, prosecuting the litigation has been risky. The status of Pet Care Providers as
 6 employees or independent contractors, and the applicability of the Referral Agency Exemption,
 7 were blank slates. *See Boyd*, 2014 U.S. Dist. LEXIS 162880, at *24 (“the classification of real
 8 estate appraisers” had “not yet [been] addressed by the Ninth Circuit,” which supported 33% fee
 9 request). This case is not one in which a substantial settlement and a recovery of a large
 10 attorneys’ fee was a foregone conclusion. Indeed, that is why this case had never previously been
 11 brought, even though Rover’s pay practices have long been in effect. Courts recognize the
 12 importance of incentivizing qualified attorneys to devote their time to novel, complex, time-
 13 consuming cases in which they risk nonpayment. *See, e.g., Deposit Guar. Nat’l Bank v. Roper*,
 14 445 U.S. 326, 338-39 (1980) (stating that contingency fee arrangements in class actions play a
 15 role in “vindicating the rights of individuals who otherwise might not consider it worth the candle
 16 to embark on litigation in which the optimum result might be more than consumed by the cost”);
 17 *Vizcaino*, 290 F.3d at 1048 (“Risk is a relevant circumstance.”). The claims asserted are, to a
 18 large extent, complex, as reflected in the operative complaint. ECF No. 115. Numerous
 19 affirmative defenses have been pleaded that, if successful, could bar any recovery. *See* ECF No. 1
 20 (Notice of Removal) at Exhibit I, pages 69-75 (Rover’s Answer).

21 There is the risk that Plaintiff could lose on the merits, either on appeal or at trial. Indeed,
 22 Plaintiff suffered a complete loss on cross-motions for summary judgment, which resulted in
 23 entry of judgment in favor of Rover. The Court ruled as a matter of law that Rover did not
 24 misclassify Pet Care Providers, and that ruling defeats not only the PAGA claims asserted in the
 25 initial complaint but also the class and collective claims in the operative complaint. That and
 26 other challenges and setbacks over the litigation’s five-year history might have deterred other
 27 plaintiff’s counsel or led them to accept a nominal settlement, but Plaintiff’s counsel persevered.
 28 *See supra* at 5-6; *Carlin v. DairyAmerica, Inc.*, 380 F. Supp. 3d 998, 1020 (N.D. Cal. 2019)

1 (“vigorous opposition of claims” by skilled opposing counsel in “complex litigation with
2 unresolved legal issues” supported fee award of 33.3%) (citing *In re Toyota Motor Corp.*,
3 2013 U.S. Dist. LEXIS 94485, at *213-215 (C.D. Cal. June 17, 2013)).

4 Even if Plaintiff were to prevail in her Ninth Circuit appeal, she would still face
5 meaningful barriers to recovery on remand. For one thing, the Court on remand could compel all
6 of Plaintiff’s claims to individual arbitration, including the PAGA claims. Rover did not
7 previously move to compel arbitration in this case. However, after the Court entered judgment in
8 this case, the U.S. Supreme Court issued a ruling that Rover could cite in moving to enforce its
9 arbitration clause, which calls for arbitration on an individual (not on a class or representative)
10 basis. *See Viking River Cruises, Inc. v. Moriana*, 142 S. Ct. 1906, 1924 (2022) (holding that “the
11 FAA preempts the rule of [*Iskanian v. CLS Transp. L.A., LLC*, 59 Cal. 4th 348 (2014)] insofar as
12 it precludes division of PAGA actions into individual and non-individual claims through an
13 agreement to arbitrate”). Rover would argue that after *Viking River*, class and representative
14 action waivers in arbitration agreements preclude not only class actions but also representative
15 actions under PAGA.² If Rover were to succeed in compelling arbitration, other Class members
16 would have to file their own individual arbitrations to obtain relief on the theories Plaintiff has
17 advanced. Even if Plaintiff were to surmount that hurdle and remain in court, the Court could still
18 deny class certification, and a finder of fact on remand could conclude that Rover did not
19 misclassify the Pet Care Providers—in which case the Class recovery would be zero. The risk of
20 that outcome is real because (a) that is what this Court concluded when it entered summary
21 judgment in favor of Rover on the ABC Test, and (b) Rover has presented a well-grounded
22 alternative defense under the Referral Agency Exemption.

23 Indeed, even if this case were to proceed on a classwide basis, there would be the risk that
24 no FLSA collective or Rule 23 class would be certified, the risk that an order certifying an FLSA
25 collective or a Rule 23 class would be overturned on appeal, and the risk that a certified class

26 ² The ultimate effect of *Viking River* remains in flux due to ongoing litigation. Nevertheless,
27 Rover succeeded in compelling to arbitration both class claims and PAGA claims that another
28 plaintiff filed against Rover during the pendency of Sportsman’s appeal. *See* ECF No. 121-4, at 2-3 (¶ 4).

1 would later be decertified, each of which is a significant risk in a case such as this. *See, e.g.,*
 2 *David v. Bankers Life & Cas. Co.*, 2015 WL 3994975, at *8 (W.D. Wash. June 30, 2015)
 3 (granting defendant’s motion to decertify class in case alleging misclassification of insurance
 4 agents as independent contractors, reasoning that “individualized fact questions” as to each
 5 agent’s work experience would “predominate over common ones.”); *Collins v. Barney’s Barn,*
 6 *Inc.*, 2013 WL 1668984, at *1 (E.D. Ark. Apr. 17, 2013) (denying motion for conditional
 7 certification of an FLSA collective in a case alleging that exotic dancers were misclassified as
 8 independent contractors); *Edwards v. Publishers Circulation Fulfillment, Inc.*, 268 F.R.D. 181,
 9 189 (S.D.N.Y. 2010) (declining to certify class of workers claiming to be employees where case
 10 required “an individualized assessment of [defendant’s] relationship” with each worker); *Ali v.*
 11 *U.S.A. Cab Ltd.*, 176 Cal. App. 4th 1333, 1350, 1354 (2009) (affirming trial court’s order denying
 12 motion for class certification in case alleging misclassification of taxi drivers as independent
 13 contractors, reasoning that “[a]lthough the leases and training manuals [were] uniform, the [trial]
 14 court reasonably found the testimony of putative class members would be required on the issues
 15 of employment and fact of damage”).

16 There are other risks that Plaintiff may have no ability to overcome. A California ballot
 17 measure to repeal PAGA, which has qualified for the 2024 ballot, could pass, in which case the
 18 Court presumably would dismiss the PAGA claims. Moreover, litigation pending in the Central
 19 District of California alleges that A.B. 5 violates the Equal Protection Clause of the United States
 20 Constitution. If the plaintiffs in that case prevail, that could provide another basis for Plaintiff’s
 21 claims here to be dismissed. The risk of this is significant because the Ninth Circuit recently held
 22 that those claims may proceed. *See Olson v. State of Cal.*, 62 F.4th 1206, 1223 (9th Cir. 2023)
 23 (holding that “the district court erred by dismissing Plaintiffs’ Equal Protection claims”).

24 Even if Plaintiff were to overcome all of these risks and prevail on liability, the amount of
 25 damages or penalties awarded could fall within a wide range, based on a large number of
 26 factors—and no experienced practitioner in this area of the law would expect a recovery against
 27 Rover at the high end of that range. For example, if the Court were to find that Rover did not
 28 “willfully” misclassify the Pet Care Providers, the recovery would be orders of magnitude less,

1 both for the class claims and for the PAGA claims. And because the Court concluded that Rover
 2 *did not* misclassify Pet Care Providers at all, it seems highly unlikely that Plaintiff could convince
 3 the Court that Rover *willfully* misclassified them—even if Plaintiff were to win in the Ninth
 4 Circuit.³

5 In sum, this case presents a risk to Plaintiff of not prevailing on appeal or on remand, the
 6 risk of being compelled to arbitration, and the probability of lengthy litigation in the absence of a
 7 settlement, with the prospect that, absent a classwide settlement, most individual Class members
 8 would obtain no relief, or relief of only a few dollars apiece.

9 Third, Plaintiff’s counsel obtained benefits for the class above and beyond the cash
 10 settlement fund. Changing industry practices has always been a major goal of this lawsuit. The
 11 changed business practices are a major step forward in securing compliance with labor laws, and
 12 fulfill important goals of this lawsuit. The financial benefits to Pet Care Providers are significant.

13 Fourth, the financial burden carried by Plaintiff’s counsel in prosecuting the case on a
 14 contingency basis has been significant. To date, Plaintiff’s counsel have received no fees during
 15 the pendency of this case. The duration of this case has been much longer than average. Whereas
 16 the median case in this district lasts 8.4 months,⁴ and the average duration of settled class actions
 17 is about three years,⁵ here it has been almost five years since Plaintiff’s counsel filed a notice

18 ³ Cf. *Thurman v. Bayshore Transit Mgmt., Inc.*, 203 Cal. App. 4th 1112, 1136 (2012) (finding that
 19 it would be unjust to award the maximum penalty amount when “defendants took their
 20 obligations under Wage Order No. 9 seriously and attempted to comply with the law”); *Fleming*
 21 *v. Covidien, Inc.*, 2011 WL 7563047, at *4, 2011 U.S. Dist. LEXIS 154590, at *8-9 (C.D. Cal.
 22 Aug. 12, 2011) (“Defendants were not aware that the wage statements violated the law and took
 prompt steps to correct all violations once notified. Given these circumstances, the Court finds a
 \$2.8 million penalty unjust according to § 2699(e)(2). Accordingly, in its discretion, the Court
 reduces the [PAGA] penalty to \$500,000.”).

23 ⁴ See Table C-5—U.S. District Courts—Civil Statistical Tables for the Federal Judiciary, Median
 24 Time from Filing to Disposition of Civil Cases, by Action Taken—During the 12-Month Period
 Ending December 31, 2022, [uscourts.gov](https://www.uscourts.gov/statistics/table/c-5/statistical-tables-federal-judiciary/2022/12/31) (last visited June 6, 2023), available at
 25 <https://www.uscourts.gov/statistics/table/c-5/statistical-tables-federal-judiciary/2022/12/31>.

26 ⁵ See *In re Chambers Dev. Sec. Litig.*, 912 F. Supp. 822, 838 (W.D. Pa. 1995) (“By class
 27 action standards, three years between filing suit and settlement are about average”); Brian
 28 T. Fitzpatrick, An Empirical Study of Class Action Settlements and Their Fee Awards, 7 J.
 EMPIRICAL L. STUD. 811, 820 (2010) (finding median time-to-final-approval just below three
 years and mean time just above three years).

1 letter with the LWDA asserting labor law violations on June 11, 2018, and they have also
 2 advanced costs, despite the risk of no recovery. *See* Tidrick Decl. ¶ 39.

3 **C. The Lodestar “Cross-Check” Confirms That the Requested Attorneys’ Fees**
 4 **Are Reasonable**

5 When setting a fee award, courts can—and should—apply the alternative lodestar method
 6 to provide “perspective on the reasonableness of a given percentage award.” *Vizcaino*, 290 F.3d at
 7 1050. According to the Ninth Circuit, “[c]alculation of the lodestar, which measures the lawyers’
 8 investment of time in the litigation, provides a check on the reasonableness of the percentage
 9 award.” *Id.* “Lodestar calculations are determined by multiplying the number of hours reasonably
 10 expended during the litigation by a reasonable hourly rate.” *In re Heritage Bond Litig.*, 2005 U.S.
 11 Dist. LEXIS 13555, at *19 (citing *Hanlon v. Chrysler Corp.*, 150 F.3d 1011, 1029 (1998)). It is
 12 “common for a counsel’s lodestar figure to [then] be adjusted upward by some multiplier
 13 reflecting a variety of factors such as the effort expended by counsel, the complexity of the case,
 14 and the risks assumed by counsel.” *Id.* at *71-72 (noting that “from 2001 to 2003, the average
 15 multiplier approved in common fund cases was 4.35”) (citing *In re Linerboard Antitrust Litig.*,
 16 2004 U.S. Dist. LEXIS 10532, at *50, 2004 WL 1221350, at *16 (E.D. Pa. June 2, 2004), which
 17 also noted that “during [the] 30 year period from 1973-2003, [the] average multiplier approved in
 18 common fund class actions was 3.89”) (citing Stuart J. Logan, et al., *Attorney Fee Awards in*
 19 *Common Fund Class Actions*, 24 CLASS ACTION REPORTS 167 (2003)), disapproved on other
 20 grounds as stated in *In re ATM Fee Antitrust Litig.*, 686 F.3d 741, 755 n.7 (9th Cir. 2011)).

21 Here, based on detailed, contemporaneously-kept time records, Plaintiff’s counsel’s
 22 combined unadjusted lodestar (*i.e.*, with no multiplier) is \$4,555,130.70. That is the sum of the
 23 lodestars of Plaintiff’s appellate counsel, Allison Ehlert, Esq. and Ari J. Stiller, Esq., and The
 24 Tidrick Law Firm LLP, computed as a function of the hours and rates described in the
 25 declarations filed herewith. *See* Decl. of Steven G. Tidrick, Esq., at ¶¶ 9, 10; Decl. of Joel B.
 26 Young, Esq., at ¶ 3; Decl. of Allison L. Ehlert, Esq., at ¶ 19; Decl. of Ari J. Stiller, Esq., at ¶ 12.
 27 That amount reflects Plaintiff’s counsel’s combined unadjusted lodestar as of March 2023, as
 28 summarized in the declaration of Steven G. Tidrick, Esq. filed on March 24, 2023. *See* ECF No.

1 130 at 3:2-13 (¶¶ 6-8). The calculation of the lodestar is conservative because it does not account
 2 for work performed subsequently. That subsequent work includes, for example, reviewing and
 3 monitoring the work of the settlement administrator, preparing the motion for final approval,
 4 communicating with the settlement administrator and Rover’s counsel, responding to inquiries
 5 from class members, and preparing this motion. *See* Tidrick Decl. ¶ 38.

6 The hours and hourly rates are reasonable. As to the rates, “[t]he proper reference point in
 7 determining an appropriate fee award is the rates charged by private attorneys in the same legal
 8 market as prevailing counsel.” *Rutti v. Lojack Corp.*, 2012 U.S. Dist. LEXIS 107677, at *30
 9 (C.D. Cal. July 31, 2012) (quoting *Trevino v. Gates*, 99 F.3d 911, 925 (9th Cir. 1996)). The rates
 10 charged by private attorneys in the same legal market, in turn, are the “prevailing market rate[s]
 11 in the relevant community” for lodestar purposes. *Davis v. City of San Francisco*, 976 F.2d 1536,
 12 1547 (9th Cir. Cal. 1992) (quoting *Bouman v. Block*, 940 F.2d 1211, 1235 (9th Cir. 1991), cert.
 13 denied, 112 S.Ct. 640 (1991), and citing *Blum v. Stenson*, 465 U.S. 886, 895 (1984), vacated in
 14 part on other grounds by 984 F.2d 345 (9th Cir. 1993)). The relevant community is “the forum
 15 district.” *Anderson v. Nextel Retail Stores, LLC*, 2010 U.S. Dist. LEXIS 71598 at *6 (C.D. Cal.
 16 June 30, 2010) (quoting *Gates v. Deukmejian*, 987 F.2d 1392, 1405 (9th Cir. 1992)). *See also*
 17 *Cuviello v. Feld Ent., Inc.*, No. 13-cv-04951-BLF, 2015 U.S. Dist. LEXIS 4155, 2015 WL
 18 154197, at *2 (N.D. Cal. Jan. 12, 2015) (“The Court has broad discretion in setting the reasonable
 19 hourly rates used in the lodestar calculation.”); *Ketchum v. Moses*, 24 Cal. 4th 1122, 1132, 104
 20 Cal. Rptr. 2d 377, 17 P.3d 735 (2001) (court can rely on its own experience); *accord Open Source*
 21 *Sec. v. Perens*, 803 F. App’x 73, 77 (9th Cir. 2020).

22 The hourly rates are comparable to, or lower than, rates charged by other law firms in
 23 California prosecuting claims on behalf of workers and consumers. For example, in *Nitsch v.*
 24 *DreamWorks Animation SKG Inc.*, 2017 WL 2423161, at *9 (N.D. Cal. June 5, 2017), an
 25 employment class action, the court found that hourly rates of up to \$1,200 per hour—significantly
 26 above Class Counsel’s hourly rates here—for plaintiffs’ class action lawyers based in California
 27 were “fair, reasonable, and market-based, particularly for the ‘relevant community’ in which
 28 counsel work.” Similarly, in *Nucci v. Rite Aid Corp.*, Case No. 3:19-cv-01434-LB, 2022 U.S.

1 Dist. LEXIS 94936, at *16 (N.D. Cal. May 26, 2022), the court approved attorney hourly rates of
 2 up to \$1,005 and a paralegal rate of \$275, and found that “the billing rates are normal and
 3 customary for timekeepers with similar qualifications and experience in the relevant market.” *See*
 4 *id.* at ECF No. 132 (declaration of Hallie Von Rock, Esq.) at 26 (¶ 82). *See also Fleming v. Impax*
 5 *Lab’ys Inc.*, 2022 U.S. Dist. LEXIS 125595, at *28 (N.D. Cal. July 15, 2022) (approving attorney
 6 hourly rates of up to \$1,325 and paralegal hourly rates of up to \$425 in a securities class action,
 7 and citing cases in this District approving attorney hourly rates of up to \$1,600 and \$1,250 and
 8 paralegal rates of up to \$490); *Cottle v. Plaid Inc.*, 2022 WL 2829882, at *11 (N.D. Cal. July 20,
 9 2022) (approving attorney hourly rates of up to \$1,025 and paralegal hourly rates of up to \$425 in
 10 a consumer class action); *Foster v. Adams & Assocs.*, 2022 U.S. Dist. LEXIS 25071, at *24-25
 11 (N.D. Cal. Feb. 11, 2022) (approving hourly rates of up to \$975 in an ERISA class action); *Brown*
 12 *v. Google LLC*, 4:20-cv-03664-YGR (N.D. Cal.) at ECF No. 597-1, ECF page 5 of 6 (request for
 13 reimbursement of attorneys’ fees incurred by Boies Schiller Flexner LLP, Susman Godfrey L.L.P,
 14 and Morgan & Morgan filed on June 3, 2022 in the Northern District of California showing
 15 partner hourly rates of \$1,020, \$800, \$725, \$775, \$1,030, \$1,000, \$1,000, \$1,350, \$1,110, \$1,070,
 16 \$875, \$1,300, and \$1,950) (plaintiffs’ counsel in consumer class action) (Tidrick Decl. Ex. 2).⁶

17 The Tidrick Law Firm LLP’s hourly rates, including the hourly rates requested here, have
 18 been approved as being reasonable. *See Roe v. SFBSC Mgmt., LLC*, Case No. 3:14-cv-03616-LB,
 19 2022 U.S. Dist. LEXIS 215122, at *54 (N.D. Cal. Nov. 29, 2022), ECF No. 286 at 34:18-19
 20 (finding Mr. Tidrick’s hourly rate of \$973/hour to be reasonable, and likewise with respect to Mr.
 21 Young’s hourly rate of \$873/hour, stating that “the billing rates are normal and customary for
 22 timekeepers with similar qualifications and experience in the relevant market”); *Lucas v. Amazon*
 23 *Logistics, Inc.*, American Arbitration Association Case No. 01-20-0000-3892, Final Award (Nov.
 24 9, 2022). In *Lucas*, an individual wage-and-hour case, the Arbitrator ruled in favor of the plaintiff
 25 on several causes of action. *See* Tidrick Decl. ¶ 19. The Arbitrator found that, as the prevailing

26 ⁶ *Cf. Hadsell v. City of Baldwin Park*, Los Angeles Super. Ct. No. BC548602 (partner rate of
 27 \$1,100 approved); *Indep. Living Center v. Kent*, 2020 U.S. Dist. LEXIS 13019 (C.D. Cal. Jan. 24,
 28 2020) (partner rate of \$1,025 approved); *Nozzi v. Housing Auth.*, 2018 U.S. Dist. LEXIS 26049
 (C.D. Cal. Feb. 15, 2018) (partner rate of \$1,150 approved); *Banas v. Volcano Corp.* 47 F. Supp.
 3d 957 (N.D. Cal. 2014) (partner rate of \$1,095 and paralegal rates of \$245-\$275 approved).

1 party, plaintiff was entitled to recovery of attorneys’ fees and costs pursuant to fee-shifting
 2 statutes. *Id.* The respondent opposed the fee application and argued that the hours and hourly rates
 3 were too high. *Id.* The Arbitrator awarded the full amount of attorneys’ fees and costs requested
 4 by our law firm. *Id.* The Arbitrator stated: “Messrs. Tidrick and Young . . . are first-rate
 5 attorneys.” *Id.* The Arbitrator also stated: “The Arbitrator has reviewed the hourly rates requested
 6 by Claimant’s counsel and the other evidence presented. The Arbitrator is persuaded and finds
 7 that the hourly rates requested by Messrs. Tidrick and Young, \$973 and \$873, respectively, are
 8 reasonable given their experience and qualifications and that those rates are comparable to the
 9 rates charged by other attorneys doing similar work in the local marketplace – particularly when
 10 the effect of the billing judgment they have exercised is added to the mix.” *Id.*

11 Other courts have approved as reasonable the hours and hourly rates of The Tidrick Law
 12 Firm LLP that were previously in effect. *See, e.g., Roe v. Jose Torres L.D. Latin Club Bar, Inc.*,
 13 Case No. 3:19-cv-06088-LB (N.D. Cal.), Order of Aug. 27, 2020, ECF No. 34 at 16:22-23
 14 (finding that “[t]he billing rates [of Mr. Tidrick at \$825/hour and Mr. Young at \$740/hour] are
 15 normal and customary (and thus reasonable) for lawyers of comparable experience doing similar
 16 work”); *Munoz v. Big Bus Tours Limited*, Case No. 3:18-cv-05761-SK (N.D. Cal.), Order of Feb.
 17 12, 2020 (finding Mr. Tidrick’s hours and hourly rate of \$825/hour to be reasonable, and likewise
 18 with respect to Mr. Young’s hours and hourly rate of \$740/hour, stating “the court finds that
 19 Class Counsel’s hours and hourly rates are reasonable”); *Kinney v. National Express Transit*
 20 *Servs. Corp.*, Case No. 2:14-cv-01615-TLN-DB (E.D. Cal. Jan. 23, 2018) (finding Mr. Tidrick’s
 21 hours and hourly rate of \$825/hour to be reasonable, and likewise with respect to Mr. Young’s
 22 hours and hourly rate of \$740/hour, stating “The Court finds that Class Counsel’s hours and
 23 hourly rates are reasonable.”); *Jones v. San Diego Metro. Transit Sys.*, 2017 WL 5992360, at *5
 24 (S.D. Cal. Nov. 30, 2017) (finding Mr. Tidrick’s hours and hourly rate of \$825/hour to be
 25 reasonable, and likewise with respect to Mr. Young’s hours and hourly rate of \$740/hour, stating
 26 “The Court finds that counsel’s hours and hourly rates are reasonable.”); *Enamorado v. Lush, Inc.*,
 27 Case No. RG19018678 (Alameda County Superior Court), Order of Feb. 18, 2020, at ¶ 5 (finding
 28 Mr. Tidrick’s hours and hourly rate of \$825/hour to be reasonable, and likewise with respect to

1 Mr. Young’s hours and hourly rate of \$740/hour, stating “Plaintiff’s counsel’s hours and hourly
 2 rates are reasonable”). The firm’s paralegal hours and hourly rate of \$180/hour have also been
 3 approved as being reasonable. *See Kinney*, Case No. 2:14-cv-01615-TLN-DB (E.D. Cal. January
 4 23, 2018); *Jones*, 2017 WL 5992360, at *5. *See Tidrick Decl.* ¶ 20.

5 The hours and hourly rates of Plaintiff’s appellate counsel, Allison Ehlert, Esq. and Ari J.
 6 Stiller, Esq., are also reasonable, as discussed in detail in their declarations filed herewith. *See*
 7 *Decl. of Allison L. Ehlert, Esq.*, at ¶¶ 1-19, 21-22; *Decl. of Ari J. Stiller, Esq.*, at ¶¶ 3-12, 17-35.

8 The declaration of a leading expert on the subject of attorneys’ fees, Richard M. Pearl,
 9 Esq., filed herewith, explains in detail why the hourly rates reflected in this motion for attorneys’
 10 fees are reasonable. *See Pearl Decl.* ¶¶ 12-24.

11 The attorneys’ fees requested here, \$5.94 million, is about 130% of Plaintiff’s counsel’s
 12 combined unadjusted lodestar (*i.e.*, with no multiplier), which is \$4,555,130.70.

13 The facts here warrant a positive multiplier. Indeed, the circumstances described above
 14 that support a finding of reasonableness, *supra* at 10-15, also support a positive multiplier. *See*
 15 *Vizcaino*, 290 F.3d 1043 at 1048-50. For example, in *Boyd v. Bank of Am. Corp.*, 2014 U.S. Dist.
 16 LEXIS 162880 (C.D. Cal. Nov. 18, 2014), the court considered those same factors in approving a
 17 30% award where the lodestar was significantly less than the amount requested, such that the
 18 court accepted a multiplier of 2.58. *See id.* at *31 (finding that a multiplier of 2.58 is “not out of
 19 the range of fees awarded for class action settlements” and citing *Vizcaino v. Microsoft Corp.*,
 20 290 F.3d 1043, 1051 n.6 (9th Cir. 2002) for its “finding [that] multiples ranging from one to four
 21 are frequently applied in common fund cases”). *See, e.g., In re Lidoderm Antitrust Litig.*, 2018
 22 U.S. Dist. LEXIS 162425, at *32 (N.D. Cal. Sept. 20, 2018) (finding that “Class counsel’s
 23 requested fee award of one-third of the settlement amounts represents a modest upward
 24 adjustment of 1.37 on their lodestar” and awarding fees equating to one-third of common fund).

25 In cases where compensation is contingent on success, attorneys generally expect to
 26 receive significantly higher effective hourly rates, particularly where, as in this case, the result is
 27 uncertain. As the case law recognizes, this does not result in any undue “bonus” or “windfall.” In
 28 the legal marketplace, a lawyer who assumes a significant financial risk on behalf of a client

1 reasonably expects that his or her compensation will be significantly greater than if no risk was
 2 involved (for example, if the client paid the bill on a monthly basis), and that the greater the risk,
 3 the greater the “enhancement.” Adjusting court-awarded fees upward in contingent fees cases to
 4 reflect the risk of recovering no compensation whatsoever for hundreds of hours of labor makes
 5 those fee awards consistent with the legal marketplace, and thus helps to ensure that meritorious
 6 cases will be prosecuted, important public policies will be enforced, and individuals with
 7 meritorious legal claims will be better able to obtain qualified attorneys.

8 For all these reasons, the attorneys’ fee request is therefore reasonable.

9 **D. Plaintiff’s Counsel’s Requested Expense Reimbursement Is Proper**

10 “The prevailing view is that expenses are awarded in addition to the fee percentage.”
 11 *Jefferson v. H&M Hennes & Mauritz, L.P.*, 2013 U.S. Dist. LEXIS 2875, at *9 (C.D. Cal. Jan. 7,
 12 2013) (quoting 1 ALBA CONTE, ATTORNEY FEE AWARDS § 2:08 at 50-51). Counsel have advanced
 13 costs incurred in this case. As reflected in the declaration of Steven G. Tidrick, the total incurred
 14 litigation expenses are \$64,862.58, and do not include the modest, but real, expenses that will be
 15 incurred in the future. These costs are reasonable. *See* Tidrick Decl. ¶ 39 & Ex. 6. *See generally*
 16 *Odrick v. UnionBanCal Corp.*, 2012 WL 6019495, at *6, 2012 U.S. Dist. LEXIS 171413, at *17
 17 (N.D. Cal. Dec. 3, 2012) (in a common-fund settlement, noting that class counsel were seeking
 18 reimbursement of “costs for a retained expert, mediation, travel, copying, mailing, legal research,
 19 and other litigation-related costs,” and concluding that “reimbursement of these costs and
 20 expenses in their entirety is justified”); *Knight v. Red Door Salons, Inc.*, 2009 U.S. Dist. LEXIS
 21 11149, at *20 (N.D. Cal. Feb. 2, 2009) (in a common-fund settlement, stating that class counsel’s
 22 expenses “relate to online legal research, travel, postage and messenger services, phone and fax
 23 charges, court costs, and the costs of travel”; that “[a]ttorneys routinely bill clients for all of these
 24 expenses”; and that “it is therefore appropriate for counsel here to recover these costs from the
 25 [s]ettlement [f]und”). Moreover, the amount requested is less than the \$90,000 that the settlement
 26 permits Plaintiff’s counsel to request. The request should therefore be approved in full.

27 **E. The Requested Service Award Is Reasonable**

28 The court has discretion to award “enhancement,” “incentive,” or “service” awards to

1 compensate plaintiffs for work done on behalf of the class and in consideration of the risk
 2 undertaken in prosecuting the action. *Rodriguez v. West Publ'g Corp.*, 563 F.3d 948, 958-59 (9th
 3 Cir. 2009). Courts often assess the reasonableness of a requested service award by taking into
 4 consideration: “(1) the risk to the class representative in commencing a suit, both financial and
 5 otherwise; (2) the notoriety and personal difficulties encountered by the class representative;
 6 (3) the amount of time and effort spent by the class representative; (4) the duration of the
 7 litigation; and (5) the personal benefit (or lack thereof) enjoyed by the class representative as a
 8 result of the litigation.” *Van Vranken v. Atl. Richfield Co.*, 901 F. Supp. 294, 299-300 (N.D. Cal.
 9 1995) (approving incentive award of fifty thousand dollars (\$50,000)).

10 In this district, a service award of five thousand dollars (\$5,000) is presumptively
 11 reasonable, *see Pierce v. Rosetta Stone, Ltd.*, 2013 U.S. Dist. LEXIS 138921, at *20, 2013 WL
 12 5402120, at *6 (N.D. Cal. Sept. 26, 2013), and service awards of \$10,000 are regularly approved.
 13 *See, e.g., In re Lidoderm Antitrust Litig.*, 2018 U.S. Dist. LEXIS 162425, at *41 (N.D. Cal. Sept.
 14 20, 2018) (approving service awards of \$10,000 to each class representative, stating that the
 15 “requested awards are . . . consistent with similar service awards regularly approved in class
 16 actions in this district”) (citing *Alvarez v. Farmers Ins. Exch.*, 2017 U.S. Dist. LEXIS 119128,
 17 2017 WL 2214585, at *1 (N.D. Cal. Jan. 18, 2017) (approving nine \$10,000 service awards that
 18 in the aggregate were 1.8% of the settlement value)).

19 Service awards serve a function more than just reimbursement for time; they are to
 20 overcome the fear of reprisal, real or perceived. *See, e.g., Rodriguez*, 563 F.3d at 958-59 (such
 21 awards “are intended to compensate class representatives for work done on behalf of [a] class, to
 22 make up for financial or reputational risk undertaken in bringing the action, and, sometimes, to
 23 recognize their willingness to act as a private attorney general”), vacated on other grounds, 688
 24 F.3d 645, 660 (9th Cir. 2012). Courts should consider “the risk to the class representative in
 25 commencing suit, both financial and otherwise,” as well as “the amount of time and effort spent
 26 by the class representative.” *Smith v. CRST Van Expedited, Inc.*, 2013 U.S. Dist. LEXIS 6049, at
 27 *16, 2013 WL 163293 at *6 (S.D. Cal. Jan. 14, 2013).

28 An enhancement payment to Plaintiff Melanie Sportsman in the amount of \$10,000 for

1 her service and assistance to the class is warranted for several reasons.

2 First, Plaintiff devoted significant personal time to this litigation. The declaration of
3 Melanie Sportsman filed on February 7, 2023 (ECF No. 121-3) describes the numerous activities
4 she performed to support the litigation. She spent a significant amount of personal time (about 40
5 hours) assisting in the prosecution of the lawsuit. *See* Declaration of Melanie Sportsman, ECF
6 No. 121-3, at 4:18-22 (¶ 13).

7 Second, the enhancement payment requested is also justified because, in addition to
8 spending time on the case, Plaintiff also incurred personal risk, including risks undertaken for
9 payment of attorneys' fees and costs and stigma in connection with future employment
10 opportunities. *See, e.g., Graham v. Overland Solutions, Inc.*, 2012 U.S. Dist. LEXIS 130113, at
11 *22-23 (S.D. Cal. Sept. 12, 2012) (preliminarily approving settlement that requested service
12 awards of \$25,000 each for class representatives in part because "risks undertaken for the
13 payment of costs in the event this action had been unsuccessful" and "stigma upon future
14 employment opportunities for having initiated an action against a former employer"); *Davis v.*
15 *Eastman Kodak Co.*, 2010 WL 11558014, at *18 (W.D.N.Y. Sept. 3, 2010) ("Employees, former
16 and current, take huge risks when they agree to be named plaintiffs in a class action bringing legal
17 claims of unlawful bad acts by employers. Retaliation, isolation, ostracism by co-workers, 'black
18 listing' by future employers, emotional trauma, and fear of having to pay defendants' legal fees
19 are among the most obvious."); *Navarro v. Servisair*, 2010 WL 1729538, at *4 (N.D. Cal. Apr.
20 27, 2010) ("[a]n employee who lends his name to a lawsuit against a current or former employer
21 is placed in a financially vulnerable position. Plaintiffs who take on this risk for the genuine
22 enforcement of wage and hour provisions should be encouraged."); *Koehl v. Verio*, 142 Cal. App.
23 4th 1313, 1328 (2006) (in wage and hour action where defendant prevailed at trial, named
24 plaintiffs were held liable, jointly and severally, for defendant's attorneys' fees); *E.E.O.C. v.*
25 *Peplemark, Inc.*, 732 F.3d 584 (6th Cir. 2013) (affirming district court's award of attorneys' fees
26 to prevailing defendant, a temporary employment agency, in a case brought by the Equal
27 Employment Opportunity Commission alleging that the defendant violated Title VII by denying
28 employment opportunities to persons with felony records); *Murphy v. Bd. of Educ. of Rochester*

1 *City Sch. Dist.*, 420 F. Supp. 2d 131 (W.D.N.Y. 2006) (awarding attorneys' fees to prevailing
 2 defendants in employment discrimination case brought by a teacher); *Harper v. City of Cleveland*,
 3 2020 WL 127683, at *1 (N.D. Ohio Jan. 10, 2020) (awarding attorneys' fees to prevailing
 4 defendant in action brought by a former police officer alleging employment discrimination);
 5 *Whiteway v. FedEx Kinkos Off. & Print Servs., Inc.*, 2007 WL 4531783, at *4 (N.D. Cal. Dec. 17,
 6 2007) (awarding Rule 54 costs to defendant in a wage-and-hour case); *see also Villalpando v.*
 7 *Exel Direct Inc.*, 2016 U.S. Dist. LEXIS 182130, at *4, 2016 WL 7785852, at *2 (N.D. Cal. Dec.
 8 9, 2016). Given this case's novelty, the potential for an adverse outcome carried a higher amount
 9 of risk than is typical.

10 Third, while some courts have found that a service award of \$5,000 to a class plaintiff is
 11 "presumptively reasonable," *see, e.g., Pierce v. Rosetta Stone, Ltd.*, 2013 WL 5402120, at *6
 12 (N.D. Cal. Sept. 26, 2013), that line of cases generally dates back to the year 2000, when the
 13 Ninth Circuit approved incentive awards of \$5,000 each to two plaintiff representatives. *See In re*
 14 *Mego Fin. Corp. Sec. Litig.*, 213 F.3d 454, 463 (9th Cir. 2000). When adjusted for inflation,
 15 \$5,000 in 2000 is equivalent to \$8,808.45 in 2023 (nationwide average), and even more in San
 16 Francisco, specifically, \$9,345.03. *See Young Decl.* ¶ 2 & Ex. A. The purposes of service awards
 17 would be well served by taking into account the decreased value of the dollar over time.

18 Fourth, the reasonableness of the amount of the requested service award is confirmed
 19 by a comparison to awards of service payments in other cases, which are frequently many
 20 times larger than the amounts requested here. For example, in *Van Vranken v. Atl. Richfield*
 21 *Co.*, 901 F. Supp. 294, 299-300 (N.D. Cal. 1995), the court approved an incentive award of
 22 fifty thousand dollars (\$50,000). *See also Graham*, 2012 U.S. Dist. LEXIS 130113, at *22-23
 23 (preliminarily approving settlement that requested service awards of \$25,000 each for class
 24 representatives); *Glass v. UBS Fin. Servs., Inc.*, 2007 WL 221862, at *16-17 (N.D. Cal. Jan.
 25 26, 2007) (approving service awards of \$25,000 per class representative); *In re Heritage Bond*
 26 *Litig.*, 2005 WL 159440 at *18 (C.D. Cal., June 10, 2005) (awarding amounts from \$5,000 to
 27 \$15,000 to each named plaintiff); *Cook v. Niedert*, 142 F.3d 1004, 1016 (7th Cir. 1998)
 28 (affirming \$25,000 service award to class representative in ERISA case); *In re Dun &*

1 *Bradstreet Credit Servs. Customer Litig.*, 130 F.R.D. 366, 374 (S.D. Ohio 1990) (two
 2 incentive awards of \$55,000, and three incentive awards of \$35,000); *Brotherton v. Cleveland*,
 3 141 F. Supp. 2d 907, 913-14 (S.D. Ohio 2001) (granting a \$50,000 incentive award); *Enter.*
 4 *Energy Corp. v. Columbia Gas Transmission Corp.*, 137 F.R.D. 240, 251-252 (S.D. Ohio
 5 1991) (\$50,000 awarded to each class representative).

6 Fifth, the requested service award of \$10,000 is less than six-hundredths of one percent
 7 (0.055%) of the cash pool of \$18,000,000. Courts have used that metric as a basis for finding that
 8 a requested service award is reasonable. *See, e.g., Messineo v. Ocwen Loan Servicing, LLC*, 2017
 9 WL 733219, at *10 (N.D. Cal. Feb. 24, 2017) (finding that “the service award makes up only less
 10 than one percent, a ‘tiny fraction of the common fund,’ justifying the amount to be awarded.”)
 11 (quoting *Van Vranken*, 901 F. Supp. at 299).

12 Sixth, “the duration of the litigation,” *Van Vranken*, 901 F. Supp. at 299, which here was
 13 much longer than the average case, also supports the requested service award. *See supra* at 14-15.

14 Seventh, the lack of “personal benefit . . . enjoyed by the class representative as a result of
 15 the litigation,” *Van Vranken*, 901 F. Supp. at 299, also supports the requested service award. By
 16 the terms of the settlement, Plaintiff’s payout will be calculated the same way as all class
 17 members. She will receive no preferential treatment despite all the work that went into achieving
 18 the settlement. She selflessly agreed to resolve her individual claims in the context of a class
 19 action settlement so that all class members could benefit.

20 In light of the foregoing, the requested service award is reasonable.

21 **VI. CONCLUSION**

22 Plaintiff respectfully requests that the Court grant Plaintiff’s motion and enter the
 23 proposed order filed herewith.

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1 DATED: June 7, 2023

Respectfully submitted,

2 THE TIDRICK LAW FIRM LLP

3
4 By:



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11 Plaintiff MELANIE SPORTSMAN

12 UNITED STATES DISTRICT COURT

13 NORTHERN DISTRICT OF CALIFORNIA

14 MELANIE SPORTSMAN,
15
16 Plaintiff,

17 v.

18 A PLACE FOR ROVER, INC. d/b/a Rover *et*
19 *al.*,

20 Defendants.

Case No. 3:19-cv-03053-WHO

**DECLARATION OF STEVEN G.
TIDRICK, ESQ. IN SUPPORT OF
PLAINTIFF'S MOTION FOR
ATTORNEYS' FEES AND COSTS AND
SERVICE AWARD**

Date: July 19, 2023

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

Judge: The Honorable William H. Orrick

1 I, Steven G. Tidrick, declare:

2 1. I am an attorney with The Tidrick Law Firm LLP, attorneys of record for
3 Plaintiff in the above-entitled action. I am licensed to practice before all of the courts of the
4 State of California, the Commonwealth of Massachusetts, and the Cherokee Nation, all U.S.
5 District Courts in the State of California, and the U.S. Courts of Appeals for the First and
6 Ninth Circuits. I have personal knowledge of the facts set forth herein and, if called as a
7 witness, I could and would competently testify thereto.

8 2. The Tidrick Law Firm LLP, founded in 2008, concentrates its practice in class
9 action litigation, other complex litigation, and arbitrations. The firm has represented numerous
10 clients in employment, wage and hour, and consumer cases, including in class actions, PAGA
11 representative actions, and in individual cases in court and in arbitration. The firm regularly
12 engages in major complex litigation, and has significant experience in wage and hour actions
13 that are similar in size, scope, and complexity to this action.

14 3. Of particular relevance to this case, The Tidrick Law Firm LLP has significant
15 experience representing workers in employment class actions and PAGA representative
16 actions, as exemplified by our firm's appointment as Class Counsel in a lawsuit certified as a
17 Rule 23(b)(3) class action on behalf of a class of more than three thousand individuals who
18 were employed by the City and County of San Francisco as bus or train operators. In that case,
19 after the court granted the plaintiffs' motion for class certification, we obtained a settlement of
20 \$8 million. *See Stitt v. San Francisco Mun. Transp. Agency*, Case No. 4:12-cv-03704-YGR
21 (N.D. Cal. July 19, 2017) (granting final approval of \$8 million settlement in wage-and-hour
22 class action). *See also Roe v. SFBSC Management, LLC*, Case No. 3:14-cv-03616-LB (N.D.
23 Cal. Nov. 29, 2022), ECF No. 286 (granting final approval of \$6.5 million settlement in wage-
24 and-hour class action); *Zelko v. Maplebear, Inc.*, Case No. RG20062046 (Alameda Super. Ct.
25 Aug. 12, 2021) (granting approval of \$5.43 million PAGA settlement); *Rai v. Santa Clara*
26 *Valley Transp. Authority*, Case No. 5:12-cv-04344-PSG, ECF. No. 300 (N.D. Cal. May 17,
27 2016) (granting final approval of \$4.2 million settlement in wage-and-hour class action). Our
28 firm has also obtained settlements of \$1.5 million in *Brown v. In-N-Out Burgers*, Case No.

1 RG12646351 (Alameda Super. Ct. July 7, 2017) (employment discrimination class action),
 2 and \$1.7 million in *Margulies v. Tri-County Metropolitan Transp. Dist. of Oregon*, Case No.
 3 13-cv-00475-PK (D. Oregon Oct. 26, 2016) (wage-and-hour class action). In all of these
 4 cases, our firm served as lead plaintiffs' counsel or as the only plaintiffs' counsel. In addition
 5 to these examples, our firm has represented plaintiffs in many other employment class actions
 6 and PAGA representative actions, as discussed below.

7 4. The Tidrick Law Firm LLP also has significant class action trial experience. In
 8 one such case, we represented bus operators in a wage-and-hour class action against a private
 9 company, obtained class certification, took the case to trial, and obtained a unanimous jury
 10 verdict, which resulted in a judgment of \$870,834.26 (not including an additional amount for
 11 attorneys' fees) for a class of 84 bus operators, which yielded an average recovery of
 12 \$10,367.07 per class member. *See Robinson v. Open Top Sightseeing San Francisco, LLC*,
 13 Case No. 4:14-cv-00852-PJH, ECF No. 239 (N.D. Cal. Feb. 14, 2018). TopVerdict identified
 14 the judgment in that case as being the largest court award resulting from a class action trial in
 15 California in 2018. *See* <https://topverdict.com/lists/2018/california/50-court-awards>.

16 5. In all of the cases referenced above, our firm served either as lead plaintiffs'
 17 counsel or as the only plaintiffs' counsel. In this declaration, I have singled out the cases
 18 referenced above because they are some publicly-available examples of our experience with
 19 substantive employment law issues similar to the issues in this case. They are just a few
 20 examples of our relevant experience. We have represented clients in many other cases where
 21 the cases or outcomes are confidential. Over the last fourteen years, our firm has prosecuted
 22 numerous individual employment cases in court and in arbitration, and more than twenty
 23 putative class actions and PAGA representative actions in which we have served either as lead
 24 plaintiffs' counsel or as the only plaintiffs' counsel. Our firm has obtained more than
 25 \$100 million in settlements and judgments.

26 **Experience of Steven G. Tidrick, Esq.**

27 6. I am a graduate of Harvard College (A.B. *magna cum laude* 1994, Phi Beta
 28 Kappa 1993) and Harvard Law School (J.D. 1999), where I was an editor of the *Harvard Law*

1 *Review*. After graduating from law school, I clerked for the Honorable M. Margaret
 2 McKeown, U.S. Court of Appeals for the Ninth Circuit (1999-2000). In 2000, upon
 3 completion of my clerkship, I became a litigation associate in Boston, Massachusetts at the
 4 law firm of Foley, Hoag & Eliot LLP (later re-named Foley Hoag LLP), took the
 5 Massachusetts bar exam, and was admitted to the Massachusetts bar in 2001. I worked as a
 6 litigation associate at Foley Hoag until 2003, when I became an associate at Boies, Schiller &
 7 Flexner LLP (later re-named Boies Schiller Flexner LLP), in its Oakland, California office,
 8 and was admitted to the California Bar. From 2003 until 2007, my practice focused on
 9 complex civil litigation and class actions. In 2007, I switched from representing primarily
 10 defendants to representing primarily plaintiffs in class actions, when I became a partner at the
 11 law firm of Girard Gibbs LLP in San Francisco. I founded The Tidrick Law Firm in 2008 and
 12 since that time, my principal practice area has been and is representing plaintiffs in
 13 employment litigation. I am a member of the Federal Bar Association (the “FBA”) and the
 14 FBA’s Labor and Employment Law Section, the California Employment Lawyers Association
 15 (“CELA”), the Labor and Employment Law Section of California Lawyers Association, and
 16 the National Employment Law Project (“NELP”)’s Just Pay Community (also known as the
 17 Wage and Hour Clearinghouse), among other organizations.

18 **Experience of Joel B. Young, Esq.**

19 7. My law partner Joel B. Young is a graduate of the University of California,
 20 Berkeley (B.A. 2000) and the University of California, Berkeley School of Law, Boalt Hall
 21 (J.D. 2004). He was admitted to the California Bar in June 2005 and is also admitted in
 22 various federal courts including the Northern District of California. Before joining The
 23 Tidrick Law Firm, Mr. Young was associated with Gunderson Dettmer LLP and Reed Smith
 24 LLP. Mr. Young is a former officer of the Charles Houston Bar Association. Mr. Young has
 25 worked with me on all of the firm’s class actions and PAGA representative actions. In light of
 26 his recognized leadership in the field of employment law, Mr. Young was selected to speak at
 27 the American Bar Association’s 15th Annual Section of Labor and Employment Law
 28 Conference in November 2021.

Experience of Paralegal Carrie McAfee

8. Carrie McAfee received her bachelor's degree from Indiana University, Bloomington, in 2002, and earned a Paralegal Studies Certificate from Indiana University in 2014. Before joining The Tidrick Law Firm, Ms. McAfee was employed by three other law firms and served as a Public Benefits Advocate for Americorps-Legal Corps.

Plaintiff's Counsel's Lodestar

9. Plaintiff's counsel's combined lodestar is \$4,555,130.70. That is the sum of the lodestars of Plaintiff's appellate counsel, Allison Ehlert, Esq. and Ari J. Stiller, Esq., whose lodestars are \$444,618.90 and \$31,247.50 respectively (based on 509.3 hours by Ehlert at \$873/hour and 43.1 hours by Stiller at \$725/hour) and our law firm, The Tidrick Law Firm LLP, as set forth below.

10. Based on detailed contemporaneous time records, the lodestar of The Tidrick Law Firm LLP for work performed in this action is \$4,079,264.30, which is the sum of the following:

- a. Partner Steven G. Tidrick, Esq., 1,986.2 hours at \$973/hour;
- b. Partner Joel B. Young, Esq., 2,448.9 hours at \$873/hour; and
- c. Paralegal Carrie McAfee, 48.9 hours at \$180/hour.

True and correct task-based summaries are attached hereto as **Exhibit 1** (my hours), **Exhibit 2** (Mr. Young's hours), and **Exhibit 3** (Ms. McAfee's hours), per the Northern District of California's Procedural Guidance for Class Action Settlements.

11. The amount of the requested attorneys' fees, \$5.94 million, equates to about 130% of the combined lodestar of Plaintiff's appellate counsel and our law firm.

The Value of the Prospective Relief

12. In addition to providing \$18 million in cash, Defendant has agreed to prospective relief that Plaintiff's expert conservatively calculates will result in higher payments to Pet Care Providers totaling at least \$5.5 million over a five-year period.

13. Defendant has agreed that, "no later than thirty (30) days after Final Approval, [it will] modify the Rover Platform such that: (i) pet care providers having user

addresses in California (“California Providers”) enter into the platform the rate(s) they are setting and agree to receive for their service(s) (“California Provider Billing Rate(s)”), (ii) Rover does not make any deduction from those California Provider Billing Rates when disbursing payment to the California Providers for the associated services, and (iii) any fees or other additional charges Rover charges in connection with such services are added on top of or in addition to the California Provider Billing Rates and paid by the pet owners under the terms of service or other relevant agreements applicable to the pet owners.” *See* Settlement § 2.06. In other words, Rover will no longer use the system that Plaintiff alleges resulted in a deduction of Rover’s service fee (20%) from Pet Owners’ payments to Pet Care Providers; instead, pursuant to this change, Pet Care Providers in California will receive exactly the rate they specify for their services, and then Rover will add a fee on top of that rate in the list price to be paid by Pet Owners—an addition that will be transparent to Pet Care Providers through the pertinent application.

14. Plaintiff’s expert has calculated that over the next five (5) years, the above-described prospective relief will result in *at least* \$5.5 million in higher payments to the Pet Care Providers in California. *See* Decl. of Justin Regus (“Regus Decl.”), ECF No. 121-1, ¶ 24. As Regus explains, that is the lowest dollar amount that the Pet Care Providers will receive as a result of the settlement’s prospective relief; the actual amount that the Pet Care Providers will receive will likely be significantly higher. *Id.* at ¶¶ 23-25.

15. Moreover, this change in Rover’s business practice is directly responsive to a key point that the Court made on May 6, 2021, when the Court granted Rover’s motion for summary judgment, finding that Rover satisfies the ABC Test for independent contractor status and finding that Rover had properly classified Sportsman. Specifically, the Court stated the following with respect to Rover’s argument concerning the Referral Agency Exemption: “While Rover meets most of the criteria for the referral agency exemption based on the evidence of record, it does not appear to meet criterion 10 because Rover deducts a service fee (20%) from the Pet Owner’s payment to Pet Care Providers. . . . Criterion 10 would have been satisfied if, instead, Rover made the Pet Owners client shoulder the 20% fee by charging them

1 an extra \$6.60 on top of the \$33 set by the Pet Care Provider.” *Sportsman v. A Place for*
 2 *Rover, Inc.*, 537 F. Supp. 3d 1081, 1090 (N.D. Cal. 2021) (ECF No. 93 at 8).

3 16. Accordingly, this change in Rover’s business practice not only equates to an
 4 increase in payments to Pet Care Providers in California, but also represents a ***total victory*** for
 5 Plaintiff because, upon implementation of this change, Rover will satisfy the Referral Agency
 6 Exemption codified at Cal. Lab. Code § 2777. In other words, *Rover will no longer be*
 7 *misclassifying its Pet Care Providers because it will be providing the Pet Care Providers with*
 8 *a key benefit to which they are entitled under the Referral Agency Exemption.*

9 **Relationship Between the Amount of the Common Fund, the Value of the Prospective**
 10 **Relief, and the Requested Fee Award**

11 17. In determining a reasonable attorneys’ fee award, the Court can and should
 12 consider not only the \$18 million that Defendant will pay into a common fund, but also the
 13 value of the changed business practice which will result in higher payments to Pet Care
 14 Providers. *See Staton v. Boeing Co.*, 327 F.3d 938, 974 (9th Cir. 2003) (holding that where a
 15 settlement includes injunctive relief that benefits class members, and the dollar value is
 16 ascertainable, courts may “include such relief as part of the value of a common fund for
 17 purposes of applying the percentage method of determining fees”); *Pokorny v. Quixtar, Inc.*,
 18 2013 WL 3790896, *1 (N.D. Cal. July 18, 2013) (“The court may properly consider the value
 19 of injunctive relief obtained as a result of settlement in determining the appropriate fee.”); *In*
 20 *re Netflix Privacy Litig.*, 2013 WL 1120801, *7 (N.D. Cal. Mar. 18, 2013) (settlement value
 21 “includes the size of the cash distribution, the *cy pres* method of distribution, and the
 22 injunctive relief”); *In re Zoom Video Communs., Inc. Privacy Litig.*, 2022 U.S. Dist. LEXIS
 23 94857, at *32 (N.D. Cal. Apr. 21, 2022) (“When determining the value of a settlement, courts
 24 consider the monetary and non-monetary benefits that the settlement confers.”).

25 18. Because the expert’s worst-case scenario of the value of the prospective relief
 26 is \$5.5 million, the real gross value of the settlement is ***at the very least*** \$23.5 million. Thus, a
 27 fee award of \$5.94 million would equate to, at most, 25.3% of the real gross value of the
 28 settlement. More likely, it would equate to *much less* than 25.3% given that the value of the

prospective relief is likely to be much higher than \$5.5 million. *See* Regus Decl. ¶¶ 23-25.

Reasonableness of the Hours and Hourly Rates

19. The Tidrick Law Firm LLP's hourly rates, including the hourly rates requested in this fee application, have been approved as being reasonable. *See Roe v. SFBSC Management, LLC*, Case No. 3:14-cv-03616-LB, 2022 U.S. Dist. LEXIS 215122, at *54 (N.D. Cal. Nov. 29, 2022), ECF No. 286 at 34:18-19 (finding my hourly rate of \$973/hour to be reasonable, and likewise with respect to Mr. Young's hourly rate of \$873/hour, stating that "the billing rates are normal and customary for timekeepers with similar qualifications and experience in the relevant market"); *Lucas v. Amazon Logistics, Inc.*, American Arbitration Association Case No. 01-20-0000-3892, Final Award (Nov. 9, 2022). In *Lucas*, an individual wage-and-hour case, the Arbitrator ruled in favor of our client on several causes of action. The Arbitrator found that, as the prevailing party, our client was entitled to recovery of attorneys' fees and costs pursuant to fee-shifting statutes. The respondent opposed our client's fee application and argued that our law firm's hours and hourly rates were too high. The Arbitrator awarded the full amount of attorneys' fees and costs requested by our law firm. The Arbitrator stated: "Messrs. Tidrick and Young . . . are first-rate attorneys." The Arbitrator also stated: "The Arbitrator has reviewed the hourly rates requested by Claimant's counsel and the other evidence presented. The Arbitrator is persuaded and finds that the hourly rates requested by Messrs. Tidrick and Young, \$973 and \$873, respectively, are reasonable given their experience and qualifications and that those rates are comparable to the rates charged by other attorneys doing similar work in the local marketplace – particularly when the effect of the billing judgment they have exercised is added to the mix."

20. In previous years, courts have approved as being reasonable our firm's hourly rates that were in effect from September 2017 through August 2022. *See, e.g., Roe v. Jose Torres L.D. Latin Club Bar, Inc.*, Case No. 3:19-cv-06088-LB (N.D. Cal.), Order of Aug. 27, 2020, ECF No. 34 at 16:22-23 (finding that "[t]he billing rates [of our law firm, *i.e.*, my rate of \$825/hour and Mr. Young's rate of \$740/hour] are normal and customary (and thus reasonable) for lawyers of comparable experience doing similar work"); *Munoz v. Big Bus*

1 *Tours Ltd.*, Case No. 3:18-cv-05761-SK (N.D. Cal.), Order of Feb. 12, 2020 (finding my
 2 hours and hourly rate of \$825/hour to be reasonable, and likewise with respect to Mr. Young's
 3 hours and hourly rate of \$740/hour, stating "the court finds that Class Counsel's hours and
 4 hourly rates are reasonable"); *Kinney v. National Express Transit Servs. Corp.*, Case No.
 5 2:14-cv-01615-TLN-DB (E.D. Cal. Jan. 23, 2018) (finding my hours and hourly rate of
 6 \$825/hour to be reasonable, and likewise with respect to Mr. Young's hours and hourly rate of
 7 \$740/hour, stating "The Court finds that Class Counsel's hours and hourly rates are
 8 reasonable."); *Jones v. San Diego Metro. Transit Sys.*, 2017 WL 5992360, at *5 (S.D. Cal.
 9 Nov. 30, 2017) (finding my hours and hourly rate of \$825/hour to be reasonable, and likewise
 10 with respect to Mr. Young's hours and hourly rate of \$740/hour, stating "The Court finds that
 11 counsel's hours and hourly rates are reasonable."); *Enamorado v. Lush, Inc.*, Case No.
 12 RG19018678 (Alameda County Super. Ct.), Order of Feb. 18, 2020, at ¶ 5 (finding my hours
 13 and hourly rate of \$825/hour to be reasonable, and likewise with respect to Mr. Young's hours
 14 and hourly rate of \$740/hour, stating "Plaintiff's counsel's hours and hourly rates are
 15 reasonable"). The firm's paralegal hours and hourly rate of \$180/hour have also been
 16 approved as being reasonable. *See Kinney*, Case No. 2:14-cv-01615-TLN-DB (E.D. Cal.
 17 January 23, 2018); *Jones*, 2017 WL 5992360, at *5.

18 21. Similarly, prior to September 2017, courts approved as being reasonable our
 19 firm's hourly rates that were then in effect. *See, e.g., Williams v. SuperShuttle Int'l, Inc.*, Case
 20 No. 3:12-cv-06493-WHO, 2015 U.S. Dist. LEXIS 19341, at *5 (N.D. Cal. Feb. 12, 2015)
 21 (finding my hours and hourly rate of \$750/hour to be reasonable, and likewise with respect to
 22 Mr. Young's hours and hourly rate of \$675/hour, stating "The Court finds that Class
 23 Counsel's hours and hourly rates are reasonable"); *Bradford v. Lux Bus America Co.*, Civil
 24 Case No. CGC-12-526030 (San Francisco Superior Court), Order of April 16, 2015, at 4:27-
 25 28 (finding my hours and hourly rate of \$750/hour to be reasonable, and likewise with respect
 26 to Mr. Young's hours and hourly rate of \$675/hour, stating "The Court finds that Class
 27 Counsel's hours and hourly rates are reasonable."); *Armstrong v. Bauer's Intelligent Transp.,*
 28 *Inc.*, Case No. 3:13-cv-02691-MMC, 2015 U.S. Dist. LEXIS 134863, at *6 (N.D. Cal. Sept.

21, 2015) (finding my hours and hourly rate of \$750/hour to be reasonable, and likewise with respect to Mr. Young's hours and hourly rate of \$675/hour, stating "The Court finds that Class Counsel's hours and hourly rates are reasonable."); *Rai v. Santa Clara Valley Transp. Authority*, Case No. 5:12-cv-04344-PSG, ECF No. 300, ¶ 22 (N.D. Cal. May 17, 2016) (finding my hours and hourly rate of \$750/hour to be reasonable, and likewise with respect to Mr. Young's hours and hourly rate of \$675/hour, stating "The Court finds that Class Counsel's hours and hourly rates are reasonable.").

Increase in Hourly Rates in 2022

22. The rates reflected in this fee application reflect a reasonable increase in our law firm's hourly billing rates that went into effect in September 2022. Prior to that, the last time that our law firm's hourly rates increased was five year earlier, in September 2017. At that time, my hourly rate increased from \$750 to \$825, Mr. Young's hourly rate increased from \$675 to \$740, and the paralegal rate increased from \$165 to \$180. As discussed above in paragraph 19, our current rates have already twice been approved as reasonable.

23. During the five-year timeframe between the time of our law firm's prior increase in hourly rates and the time of the most recent increase (*i.e.*, from September 2017 to September 2022), our law firm achieved the milestone of obtaining more than \$100 million in settlements and judgments. Also, in February 2018, because of our success in obtaining a unanimous jury verdict in a wage-and-hour class action trial in federal court, we obtained the judgment that TopVerdict identified as the largest court award resulting from a class action trial in California in 2018, as discussed above in paragraph 4. Moreover, in November 2021, my law partner Mr. Young was selected to speak at the American Bar Association's 15th Annual Section of Labor and Employment Law Conference, in light of his recognized leadership in the field of employment law. These are just three examples reflecting the growth in our experience and our reputation in the legal community subsequent to our law firm's last increase in hourly rates five years earlier.

24. Moreover, during that time frame (*i.e.*, from September 2017 to September 2022), prices for legal services increased by 12.95%, according to the U.S. Bureau of Labor

1 Statistics. Attached hereto as **Exhibit 4** is a true and correct copy of a summary of the
 2 increase of the Consumer Price Index for legal services during that time frame, which was
 3 printed from [https://www.in2013dollars.com/Legal-services/price-inflation/2017-to-](https://www.in2013dollars.com/Legal-services/price-inflation/2017-to-2022?amount=100)
 4 [2022?amount=100](https://www.in2013dollars.com/Legal-services/price-inflation/2017-to-2022?amount=100) (visited July 18, 2022).

5 **Declaration by Richard M. Pearl, Esq. Filed Herewith**

6 25. The author of the leading California attorney fee treatise, Richard M. Pearl,
 7 Esq., has provided a declaration in which he provides his expert opinion that our firm's hourly
 8 rates are reasonable as they "are well in line with the rates charged by comparably qualified
 9 San Francisco Bay Area attorneys for comparable services." *See* Declaration of Richard M.
 10 Pearl, Esq. ("Pearl Decl."), filed herewith, ¶ 16. Many federal courts have referenced Mr.
 11 Pearl's expert testimony favorably. *See id.* ¶ 9. Mr. Pearl's opinion in this case is based on
 12 (1) his long experience and expertise regarding attorneys' fees, as noted in numerous reported
 13 cases; (2) numerous judicial determinations that our firm's rates were and are reasonable;
 14 (3) numerous recent judicial rate determinations listed in Exhibit B to his declaration; (4) the
 15 reported rates of numerous local law firms set out in Exhibit C to his declaration, which
 16 consists of data he has gathered from declarations, surveys, articles, and correspondence;
 17 (5) relevant surveys including The Real Rate Report by Wolters Kluwer and the Peer Monitor
 18 Public Rates survey. *See id.* at ¶¶ 17-24.

19 26. Mr. Pearl attests to his expert opinion that our hourly rates that went into effect
 20 in September 2022 reflect "only a very modest increase" over our hourly rates that courts have
 21 approved in prior years, and that the increase is "firmly justified by rate increases in the legal
 22 marketplace." *See id.* at ¶ 18. ("In fact, listed billing rates, court awards, and published articles
 23 show that over the past four years, San Francisco area rates have risen an average of 4-6% per
 24 year. For example, in *Planned Parenthood Federation of America, Inc. v. Center for Medical*
 25 *Progress*, 2020 U.S. Dist. LEXIS 241035, at *13 (N.D. Cal. Dec. 22, 2020), the district court
 26 applied a 25% rate increase for the period from 2016 to 2020. More recently, similar rate
 27 increases in the legal marketplace have been observed by commentators. *See, e.g.*, Bloomberg
 28 Law (Bureau of National Affairs, Inc.), "Rising Rates Are Law Firms' Salve as Layoffs and

1 Pay Cuts Surge” (Jan. 19, 2023) (new 2023 hourly rates for some commercial firms reflect
 2 averaged increases over 2022 rates of 10%); “What We’re Watching – Alarming Rates?”,
 3 Law.Com Morning Minute, Jan. 25, 2022 (rates rose 4% in 2021 and likely to rise “as much
 4 or more” in 2022); *Aggressive Billing Rate Increases Appear Likely, but Can Clients Stomach*
 5 *It?* Maloney, *The American Lawyer* (Jan. 24, 2022) (rates rose “nearly 4%” in 2021; Simons,
 6 *Big Law Should Raise Partner Billing Rates 10+ Percent Now*, *The Recorder* (Nov. 15, 2018)
 7 at 3 (“In a normal year, partner rates would go up around 5 or 6 percent”).” *See id.* at ¶ 18.

8 27. Therefore, in light of the trends in the legal marketplace, and in light of the
 9 additional half-decade of experience that Mr. Young and I have gained since the last time that
 10 our hourly rates increased, *i.e.*, since September 2017 (about five years ago), the increase of
 11 about eighteen percent (18%) in our hourly rates (*i.e.*, an increase from \$825 to \$973 for me,
 12 and an increase from \$740 to \$873 for Mr. Young) that went into effect in September 2022
 13 was reasonable and consistent with trends in the legal marketplace. Moreover, as discussed
 14 above in paragraph 19, our current rates have already twice been approved as reasonable.

15 **Other Evidence of Reasonableness**

16 28. The hourly rates requested in this application are comparable to, or lower than,
 17 rates charged by other law firms in California prosecuting claims on behalf of workers and
 18 consumers. For example, in *Nitsch v. DreamWorks Animation SKG Inc.*, 2017 WL 2423161,
 19 at *9 (N.D. Cal. June 5, 2017), an employment class action, the court found that hourly rates
 20 of up to \$1,200 per hour—significantly above Class Counsel’s hourly rates here—for
 21 plaintiffs’ class action lawyers based in California were “fair, reasonable, and market-based,
 22 particularly for the ‘relevant community’ in which counsel work.” Similarly, in *Nucci v. Rite*
 23 *Aid Corp.*, Case No. 3:19-cv-01434-LB, 2022 U.S. Dist. LEXIS 94936, at *16 (N.D. Cal.
 24 May 26, 2022), the court approved attorney hourly rates of up to \$1,005 and a paralegal rate
 25 of \$275, and found that “the billing rates are normal and customary for timekeepers with
 26 similar qualifications and experience in the relevant market.” *See id.* at ECF No. 132
 27 (declaration of Hallie Von Rock, Esq.) at 26 (¶ 82). *See also Fleming v. Impax Lab’ys Inc.*,
 28 2022 U.S. Dist. LEXIS 125595, at *28 (N.D. Cal. July 15, 2022) (approving attorney hourly

1 rates of up to \$1,325 and paralegal hourly rates of up to \$425 in a securities class action, and
 2 citing cases in this District approving attorney hourly rates of up to \$1,600 and \$1,250 and
 3 paralegal rates of up to \$490); *Cottle v. Plaid Inc.*, 2022 WL 2829882, at *11 (N.D. Cal. July
 4 20, 2022) (approving attorney hourly rates of up to \$1,025 and paralegal hourly rates of up to
 5 \$425 in a consumer class action); *Foster v. Adams & Assocs.*, 2022 U.S. Dist. LEXIS 25071,
 6 at *24-25 (N.D. Cal. Feb. 11, 2022) (approving hourly rates of up to \$975 in an ERISA class
 7 action). Attached hereto as **Exhibit 5** is a copy of a request for reimbursement of attorneys’
 8 fees incurred by Boies Schiller Flexner LLP, Susman Godfrey L.L.P, and Morgan & Morgan
 9 filed on June 3, 2022 in the Northern District of California showing partner hourly rates of
 10 \$1,020, \$800, \$725, \$775, \$1,030, \$1,000, \$1,000, \$1,350, \$1,110, \$1,070, \$875, \$1,300, and
 11 \$1,950 (plaintiffs’ counsel in consumer class action). *Cf. Hadsell v. City of Baldwin Park*, Los
 12 Angeles Super. Ct. No. BC548602 (partner rates of \$1,100 approved); *Indep. Living Center of*
 13 *S. Cal. v. Kent*, 2020 U.S. Dist. Lexis 13019 (C.D. Cal. 2020) (partner rates of \$1,025
 14 approved); *Nozzi v. Housing Auth.*, 2018 U.S. Dist. LEXIS 26049 (C.D. Cal. 2018) (partner
 15 rates of \$1,150 approved); *Banas v. Volcano Corp.* 47 F. Supp. 3d 957 (N.D. Cal. 2014)
 16 (approving partner rates of \$1,095 and paralegal rates of \$245-\$275).

17 29. Moreover, in assessing reasonableness, courts often refer to the “*Laffey*”
 18 matrix, “[a] widely recognized compilation of attorney . . . rate data” for the District of
 19 Columbia, “so named because of the case that generated the index,” *Laffey v. Northwest*
 20 *Airlines, Inc.*, 572 F. Supp. 354 (D.D.C. 1983). *In re Chiron Sec. Litig.*, 2007 WL 4249902 at
 21 *6 (N.D. Cal. Nov. 30, 2007). *See also Langer v. Dodaiton, Inc.*, 2015 U.S. Dist. LEXIS
 22 64805, at *36-39 & n.53 (C.D. Cal. May 18, 2015) (noting that the court “looks to the the
 23 Laffey Matrix as merely another factor bearing on reasonableness”). Of course, several years
 24 have passed since the *In re Chiron* decision, and when setting rates, courts should use
 25 attorneys’ current rates, as discussed below. *See infra* ¶¶ 31-32. Therefore, after *In re Chiron*
 26 was decided, an “adjusted” *Laffey* matrix has been published annually “using a methodology
 27 advocated by economist Dr. Michael Kavanaugh” that “has been used by the United States
 28 District Court for the District of Columbia to determine the amount of a reasonable fee.”

1 *Bywaters v. United States*, 670 F.3d 1221, 1226 n.4 (Fed. Cir. 2012). As explained by the
 2 Federal Circuit, the adjusted *Laffey* matrix “more accurately reflects the prevailing rates for
 3 legal services.” *Id.* See also *Hash v. United States*, 2012 WL 1252624, at *22 (D. Idaho Apr.
 4 13, 2012) (agreeing that the “adjusted” Laffey matrix “is the most accurate representation of
 5 rates for legal services . . . giv[ing] weight to the Federal Circuit’s recent statement implying
 6 acceptance of the use of the Updated Laffey Matrix”) (citing *Bywaters*, 670 F.3d at 1226 n.4);
 7 *DL v. District of Columbia*, 267 F. Supp. 3d 55, 69 (D.D.C. 2017) (approving the
 8 methodology of calculation and benchmarking for the Updated Laffey Matrix).

9 30. Mr. Pearl attests that the LSI Laffey Matrix (www.laffeymatrix.com) rate for
 10 attorneys with 20 or more years of experience is **\$997** per hour “which when adjusted to
 11 account for the rate differential between the Washington D.C. Area and the San Francisco Bay
 12 Area equals **\$1,113** per hour.” See Pearl Decl. at ¶ 23. Therefore, my rate of \$973 is in line
 13 with the LSI Laffey Matrix. *Id.* Mr. Pearl also attests: “As 18 and 19-year attorneys, Mr.
 14 Young’s and Ms. Ehler’s LSI rates would be \$829 per hour, adjusted to \$919 per hour. As a
 15 10-year attorney, Mr. Stiller’s LSI rate would be \$733 per hour, adjusted to \$810 per hour.
 16 Thus, Plaintiff’s attorneys’ rates here are well in line with the LSI Laffey Matrix.” *Id.*

17 31. The hourly rates set forth in the *Laffey* matrix reflect those rates that are
 18 charged where full payment is expected promptly upon the rendition of the billing and without
 19 consideration of factors other than hours and rates. If any substantial part of the payment were
 20 to be contingent or deferred for any substantial period of time, the fee arrangement would
 21 typically be adjusted so as to compensate the attorneys for those factors.

22 32. Fee awards are almost always determined based on current rates, *i.e.*, the
 23 attorney’s rate at the time when a motion for fees is made, rather than the historical rate at the
 24 time when the work was performed. This is a common and accepted practice that provides
 25 some compensation to attorneys for the delay in being paid. See, *e.g.*, *Wit v. United Behav.*
 26 *Health*, 2022 WL 45057, at *5 (N.D. Cal. Jan. 5, 2022) (“the Court finds that Plaintiffs’
 27 request that the lodestar be calculated using current rates to account for the nearly six-year
 28 delay in compensation is reasonable.”); *LeBlanc-Sternberg v. Fletcher*, 143 F.3d 748, 764

(2nd Cir. 1998) (“[C]urrent rates, rather than historical rates, should be applied in order to compensate for the delay in payment”) (citing *Missouri v. Jenkins*, 491 U.S. 274, 283-84 (1989)); *Theme Promotions, Inc. v. News Am. Mktg. FSI, Inc.*, 731 F. Supp. 2d 937, 948 (N.D. Cal. 2010) (“To compensate plaintiffs’ attorneys for the delay in payment of the attorney fees, district courts have the discretion to either apply the attorneys’ current rates to all hours billed during the course of the litigation or use the attorneys’ historical rates to which is added a prime rate enhancement.”); *In re Washington Pub. Power Supply Sys. Sec. Litig.*, 19 F.3d 1291, 1305 (9th Cir. 1994) (“The district court has discretion to compensate delay in payment in one of two ways: (1) by applying the attorneys’ current rates to all hours billed during the course of the litigation; or (2) by using the attorneys’ historical rates and adding a prime rate enhancement.”).

33. In cases where compensation is contingent on success, attorneys are frequently compensated at significantly higher effective hourly rates, particularly where, as in this case, the result is uncertain. As the case law recognizes, this does not result in any undue “bonus” or “windfall.” In the legal marketplace, a lawyer who assumes a significant financial risk on behalf of a client reasonably expects that his or her compensation will be significantly greater than if no risk was involved (for example, if the client paid the bill on a monthly basis), and that the greater the risk, the greater the “enhancement.” As Judge Virginia Phillips has stated, “Adjusting court-awarded fees upward in contingent fee cases to reflect the risk of recovering no compensation for hundreds of hours of work makes those fee awards consistent with the legal marketplace, and in so doing, helps to ensure that meritorious cases will be brought to enforce important public interest policies and that clients who have meritorious claims, but lack financial resources, will be better able to obtain qualified counsel.” *Jeter-Polk v. Casual Male Store, LLC*, 2016 WL 9450452, at *8 (C.D. Cal. Mar. 4, 2016).

34. The attorneys’ fees request here, \$5.94 million, is about 130% of the combined lodestar of Plaintiff’s appellate counsel and our law firm.

35. The attorneys’ fees request here is reasonable, among other reasons, because of risks associated with contingent-based representation. Our law firm undertook all of our work

1 in this action on a pure contingency basis, and to date we have received no compensation for
 2 this work. “It is an established practice to reward attorneys who assume representation on a
 3 contingent basis with an enhanced fee to compensate them for the risk that they might be paid
 4 nothing at all.” *Thieriot v. Celtic Ins. Co.*, 2011 WL 1522385 at *6 (N.D. Cal. Apr. 21, 2011).

5 36. Courts have held that customary privately negotiated contingent percentages
 6 may be taken into account in determining a reasonable fee, and such percentages typically
 7 range from 33% to 40% of any recovery. *See, e.g., Lealao v. Beneficial California, Inc.*, 82
 8 Cal. App. 4th 19, 49-50 (2000) (“a trial court has discretion to adjust the basic lodestar
 9 through the application of a positive or negative multiplier where necessary to ensure that the
 10 fee awarded is within the range of fees freely negotiated in the legal marketplace in
 11 comparable litigation.”); *Fernandez v. Victoria Secret Stores, LLC*, 2008 WL 8150856, at *16
 12 (C.D. Cal. July 21, 2008) (“Awarding a percentage fee of 34% is supported by the fact that
 13 typical contingency fee agreements provide that class counsel will recover 33% if the case is
 14 resolved before trial and 40% if the case is tried.”). In my experience, privately negotiated
 15 contingency agreements in employment matters in California typically range from 33% to
 16 40% of any recovery. *See, e.g., Fernandez*, 2008 WL 8150856, at *12, *16 (“Cara Eisenberg
 17 is an experienced employment law litigator, whose efforts have resulted in verdicts and
 18 settlements in excess of \$10,000,000. . . . Eisenberg states that the retainer agreement between
 19 counsel and plaintiffs provided for a 35% fee ‘pre-litigation’ and a 40% fee ‘post-
 20 litigation.’”). *Cf. Cotchett, Pitre & McCarthy v. Universal Paragon Corp.*, 187 Cal. App. 4th
 21 1405, 1415 (2010), *as modified on denial of reh’g* (Sept. 21, 2010) (“Contingency fees, in
 22 Judge Westerfeld’s experience, typically range from 33 percent to 40 percent of a settlement
 23 amount, and a contingency of 50 percent is not unconscionable.”); Lester Brickman, *Effective*
 24 *Hourly Rates of Contingency-Fee Lawyers: Competing Data and Non-Competitive Fees*, 81
 25 WASH. U.L.Q. 653, 659 n. 11 (“In some jurisdictions, standard contingency fee rates are 33%
 26 if the case settles before trial, 40% if a trial commences, and 50% if the trial is completed”).

27 **Significant Billing Discretion Has Been Exercised**

28 37. Significant billing judgment has been exercised. In light of the duration of this

1 litigation, the billing is quite modest. Indeed, we staffed this case very efficiently.

2 38. Moreover, our law firm has not charged for attorney time spent on
 3 administrative or clerical tasks, or for the work performed after we submitted the lodestar
 4 calculation to the Court in March 2023. *See* ECF No. 130. That subsequent work includes, for
 5 example, reviewing and monitoring the work of the settlement administrator, preparing the
 6 motion for final approval, communicating with the settlement administrator and Rover's
 7 counsel, and responding to inquiries from class members, and preparing this motion. Such
 8 work is compensable when applying for attorneys' fees in connection with a class action
 9 settlement. *See, e.g., Californians for Disability Rts. v. California Dep't of Transp.*, 2010 WL
 10 8746910, at *16 (N.D. Cal. Dec. 13, 2010), *report and recommendation adopted sub*
 11 *nom. Californians for Disability Rts., Inc. v. California Dep't of Transp.*, 2011 WL 8180376
 12 (N.D. Cal. Feb. 2, 2011) ("In the Ninth Circuit, it is well established that the time spent by
 13 counsel in establishing the right to a fee award is compensable.") (class action settlement)
 14 (citing *Davis v. City & Cnty. of San Francisco*, 976 F.2d 1536, 1544 (9th Cir. 1992), *opinion*
 15 *vacated in part on denial of reh'g*, 984 F.2d 345 (9th Cir. 1993)); *Parks v. Eastwood Ins.*
 16 *Servs., Inc.*, 2005 WL 6007833, at *4 (C.D. Cal. June 28, 2005) ("time spent by counsel in
 17 establishing the right to a fee award is compensable") (settlement of FLSA representative
 18 action), *aff'd in part, rev'd in part on other grounds, and remanded*, 240 F. App'x 172 (9th
 19 Cir. 2007). *Cf. D'Emanuele v. Montgomery Ward & Co.*, 904 F.2d 1379, 1387-88 (9th
 20 Cir.1990); *Clark v. City of Los Angeles*, 803 F.2d 987, 992 (9th Cir. 1986); *In Re Nucorp*
 21 *Energy, Inc.*, 764 F.2d 655, 659-660 (9th Cir. 1985).

22 Reimbursement of Costs

23 39. The Settlement Agreement permits a request for reimbursement for incurred
 24 litigation costs. The attached **Exhibit 6** is a true and correct accounting of the total litigation
 25 expenses incurred and advanced by our law firm and by our co-counsel in this matter, totaling
 26 \$64,862.58, and does not include modest, but real, expenses that will be incurred by our law
 27 firm in the future in this matter. All of these costs have been necessary to the prosecution of
 28 this litigation and would normally have been billed to a client paying for counsel's services on

1 a regular basis. These costs are reasonable.

2 Other Exhibits

3 40. Attached here as **Exhibit 7** is a true and correct copy of the following article
4 published in Law360: Dorothy Atkins, “9th Circ. Doubts Dog-Care App’s Claim It’s Not an
5 Employer,” Law360, August 29, 2022.

6 41. Attached here as **Exhibit 8** is a true and correct copy of the Reporter’s
7 Transcript of Proceedings, Hearing on Motion for Preliminary Approval, March 15, 2023.

8 Conclusion

9 42. The financial risk that The Tidrick Law Firm LLP incurred in prosecuting this
10 case was substantial. As a two-partner law firm, we filed and litigated this case understanding
11 from the outset that the result of the action would be uncertain, and that there was no hope of
12 compensation or reimbursement unless we succeeded. If this case had been unsuccessful, we
13 would not receive compensation for any of our billable time. *Cf. Boyd v. Bank of Am. Corp.*,
14 2014 U.S. Dist. LEXIS 162880, at *28-29 (C.D. Cal. Nov. 18, 2014) (“Both of the firms
15 representing the Class are small firms with fewer than fifteen attorneys. Firms of this size face
16 even greater risks in litigating large class actions with no guarantee of payment. The Court
17 finds that the considerable risk in this case due to the uncertain legal terrain, coupled with
18 Counsel’s contingency fee arrangement, weigh in favor of an increase from the benchmark
19 rate. . . . Decisions in analogous wage and hour suits have found awards of one third of the
20 common fund appropriate.”) (citing cases and ordering attorneys’ fee award of one-third of
21 the common fund).

22 I declare under penalty of perjury that the foregoing is true and correct.

23 Executed on June 7, 2023.



24
25 STEVEN G. TIDRICK

Exhibit 1

Sportsman v. A Place for Rover, Inc.
Hours of Partner Steven G. Tidrick, Esq.

TASK-BASED SUMMARY

<u>Litigation through summary judgment</u>	<u>Hours</u>
communicating with prospective clients	16.2
conferring with clients	2.9
reviewing documents provided by clients and witnesses	28.2
investigating claims	193.7
researching and drafting PAGA letter and amendments	16.2
researching and drafting complaint and amended complaint	18.7
preparing summons and civil cover sheet	0.1
reviewing Rover's removal papers; research re same	14.2
drafting rule 26 disclosures	7.2
reviewing Rover's motion to dismiss; research re same	9.2
researching and drafting opposition to motion to dismiss	73.4
researching and drafting motion to remand	58.4
reviewing Rover's opposition to motion to remand; research re same	14.2
researching and drafting reply in support of motion to remand	43.2
drafting case management statements	8.6
preparing for and attending 9/18/19 hearing on motion to remand and motion to dismiss	21.8
drafting discovery requests	7.6
drafting responses to discovery requests	16.4
researching and drafting notice of voluntary dismissal of Maloney and withdrawal of remand motion	9.2
researching and drafting motion to substitute proposed PAGA representative	28.2
reviewing Rover's opposition to motion to substitute; research re same	18.4
researching and drafting reply in support of motion to substitute	29.2
preparing for 12/11/19 hearing on motion to substitute (JBY attended)	2.6
reviewing and preparing plaintiff document productions; gathering new evidence	26.2
preparing for case management conference on 5/12/20 (SGT attended)	2.3
reviewing Rover's documents	133.2
discovery meet-and-confers; drafting correspondence re same	18.1
drafting joint letter brief re discovery	0.8
preparing for deposition of E. Miller	2.2
preparing for deposition of M. Sportsman	3.4
preparing for and participating in deposition of Rover's 30(b)(6) witness	139.4
researching and drafting motion for summary judgment and supporting papers	144.3
reviewing Rover's summary judgment motion; researching and drafting opposition	130.6
reviewing Rover's opposition to summary judgment; researching and drafting reply	117.6
preparing for and attending hearing on summary judgment motions on 3/31/21	28.1

reviewing order on summary judgment motions; research re same	23.2
Subtotal	1,407.2

<u>Appeal</u>	<u>Hours</u>
preparing notice of appeal	2.4
completing Ninth Circuit mediation questionnaire	1.1
identifying and interviewing potential appellate co-counsel	8.2
reviewing excerpts of record	7.9
researching and revising appeal opening brief	72.6
reviewing and researching Rover's appeal answering brief	63.7
researching and revising appeal reply brief	56.9
preparing for oral argument	12.4
observing oral argument; conferring during breaks and discussing next steps	1.8
drafting stipulated motion to remand for settlement purposes	1.1
Subtotal	228.1

<u>Mediations and settlement</u>	<u>Hours</u>
conferring with experts regarding valuation of claims and changed business practices; drafting mediation briefs; drafting PowerPoint presentation for mediation; preparing for mediations; mediations with M. Loeb and A. Piazza; research re issues in mediation; drafting correspondence re same; negotiating settlement; drafting settlement; drafting stipulated motion to remand; drafting second amended complaint for settlement purposes; researching and drafting motion for preliminary approval; preparing for hearing on preliminary approval	223.8
Subtotal	223.8

<u>Miscellaneous</u>	<u>Hours</u>
conferring internally (among and between attorneys and/or paralegal); conferring with opposing counsel; conferring with appellate co-counsel; reviewing correspondence and emails; drafting correspondence and emails; reviewing docket	127.1
Subtotal	127.1

TOTAL	1,986.2
--------------	----------------

Exhibit 2

Sportsman v. A Place for Rover, Inc.
Hours of Partner Joel B. Young, Esq.

TASK-BASED SUMMARY

<u>Litigation through summary judgment</u>	<u>Hours</u>
communicating with prospective clients	23.8
conferring with clients	34.7
reviewing documents provided by clients and witnesses	61.4
researching and drafting PAGA letter and amendments	19.6
researching and drafting complaint and amended complaint	22.9
preparing summons and civil cover sheet	0.5
drafting discovery requests	26.1
reviewing Rover's removal papers; research re same	16.4
drafting rule 26 disclosures	6.7
investigating claims	214.8
reviewing Rover's motion to dismiss; research re same	32.5
researching and drafting opposition to motion to dismiss	51.9
researching and drafting motion to remand	81.6
reviewing Rover's opposition to motion to remand; research re same	63.6
researching and drafting reply in support of motion to remand	55.4
drafting case management statements	15.0
preparing for and attending 9/18/19 hearing on motion to remand and motion to dismiss	53.6
reviewing Rover's documents	215.3
drafting responses to discovery requests	23.2
discovery meet-and-confers; drafting correspondence re same	44.1
researching and drafting notice of voluntary dismissal of Maloney and withdrawal of remand motion	10.7
researching and drafting motion to substitute proposed PAGA representative	19.8
reviewing Rover's opposition to motion to substitute; research re same	6.2
researching and drafting reply in support of motion to substitute	4.1
preparing for 12/11/19 hearing on motion to substitute (JBY attended)	34.6
reviewing and preparing plaintiff document productions; gathering new evidence	91.1
preparing for case management conference on 5/12/20 (SGT attended)	5.7
drafting joint letter brief re discovery	15.6
preparing for and attending deposition of E. Miller	18.9
preparing for and attending deposition of M. Sportsman	20.7
preparing for and participating in deposition of Rover's 30(b)(6) witness	109.9
researching and drafting motion for summary judgment and supporting papers	85.5
reviewing Rover's summary judgment motion; researching and drafting opposition	91.7
reviewing Rover's opposition to summary judgment; researching and drafting reply	49.1
preparing for and attending hearing on summary judgment motions on 3/31/21	73.7

reviewing order on summary judgment motions; research re same	17.3
Subtotal	1,717.7

<u>Appeal</u>	<u>Hours</u>
preparing notice of appeal	0.5
completing Ninth Circuit mediation questionnaire	0.6
identifying and interviewing potential appellate co-counsel	9.3
reviewing excerpts of record	41.6
researching and revising appeal opening brief	65.9
reviewing and researching Rover's appeal answering brief	32.3
researching and revising appeal reply brief	20.8
preparing for oral argument	21.8
observing oral argument; conferring during breaks and discussing next steps	1.1
drafting stipulated motion to remand for settlement purposes	2.3
Subtotal	196.2

<u>Mediations and settlement</u>	<u>Hours</u>
conferring with experts regarding valuation of claims and changed business practices; drafting mediation briefs; drafting PowerPoint presentation for mediation; preparing for mediations; mediations with M. Loeb and A. Piazza; research re issues in mediation; drafting correspondence re same; negotiating settlement; drafting settlement; drafting stipulated motion to remand; drafting second amended complaint for settlement purposes; researching and drafting motion for preliminary approval; preparing for hearing on preliminary approval	347.1
Subtotal	347.1

<u>Miscellaneous</u>	<u>Hours</u>
conferring internally (among and between attorneys and/or paralegal); conferring with opposing counsel; conferring with appellate co-counsel; reviewing correspondence and emails; drafting correspondence and emails; reviewing docket	187.9
Subtotal	187.9

TOTAL	2,448.9
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Exhibit 3

Sportsman v. A Place for Rover, Inc.
Hours of Paralegal Carrie McAfee

TASK-BASED SUMMARY

<u>Paralegal Task Summaries</u>	<u>Hours</u>
Gathering evidence about Rover	10.9
Investigating pet care services pricing	31.1
Miscellaneous clerical tasks	6.9
Total	48.9

Exhibit 4

Legal services priced at \$100 in 2017 → \$112.95 in 2022

Legal Services Inflation Calculator

Cost

\$ 100

Start year

2017

End year

2022

Calculate Inflation

See price inflation for:

- Denver, Colorado
- New cars
- St Louis, Missouri
- Full list of CPI categories



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Prices for Legal Services, 2017-2022 (\$100)

According to the U.S. Bureau of Labor Statistics, prices for legal services are 12.95% higher in 2022 versus 2017 (a \$12.95 difference in value).

Between 2017 and 2022: Legal services experienced an average inflation rate of 2.47% per year. This rate of change indicates significant inflation. In other words, legal services costing \$100 in the year 2017 would cost \$112.95 in 2022 for an equivalent purchase. Compared to the overall inflation rate of 3.30% during this same period, inflation for legal services was lower.



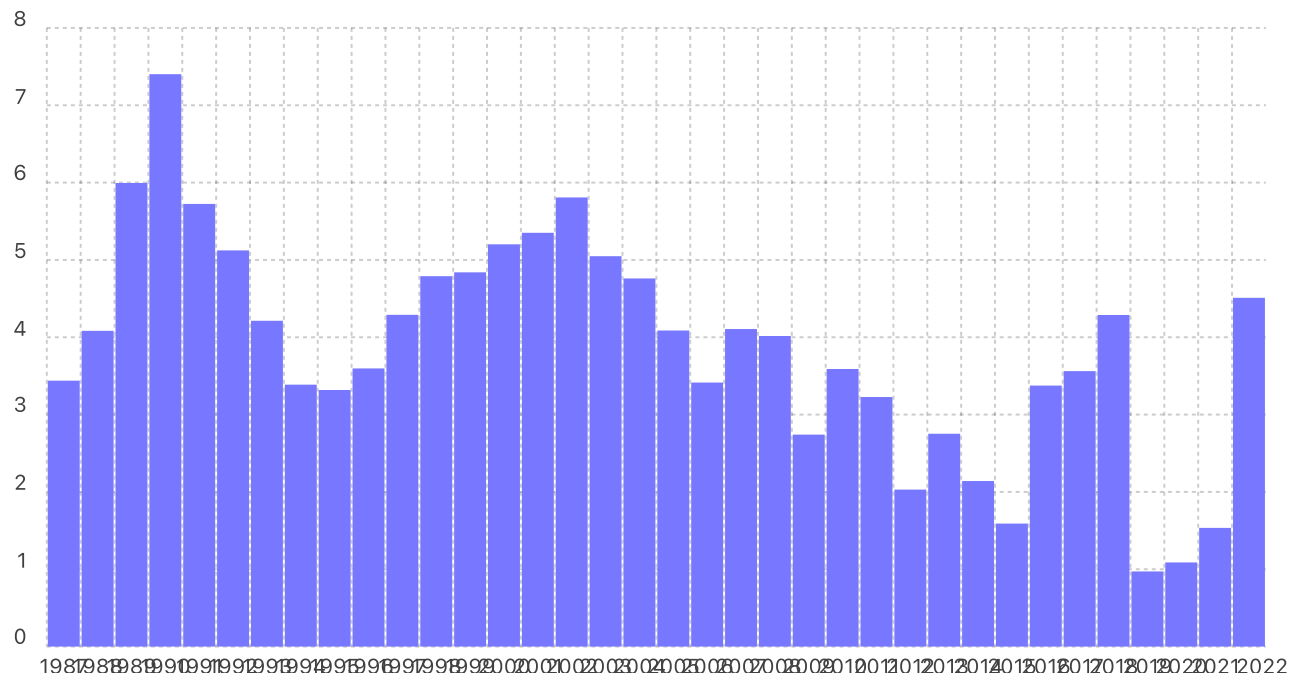
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Price Inflation for Legal services since 1986

Consumer Price Index, U.S. Bureau of Labor Statistics



Years with the largest changes in pricing: 1990 (7.40%), 1989 (5.99%), and 2002 (5.81%).

View price changes for other categories

[Wine at home](#) · [Housing](#) · [New cars](#) · [Hospital services](#) · [More](#)

Buying power of \$100.00 since 2017

Below are calculations of equivalent buying power for Legal services, over time, for \$100 beginning in 2017. Each of the amounts below is equivalent in terms of what it could buy at the time:

Year	USD Value	Inflation Rate
------	-----------	----------------



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Year	USD Value	Inflation Rate
2018	\$104.29	4.29%
2019	\$105.30	0.97%
2020	\$106.45	1.09%
2021	\$108.08	1.53%
2022	\$112.95	4.51%*

Raw Consumer Price Index data from U.S. Bureau of Labor Statistics for *Legal services*:

Year	1986	1987	1988	1989	1990	1991	1992	1993	1994
CPI	100.000	103.438	107.662	114.115	122.562	129.577	136.215	141.954	146.265

Adjust legal services prices for inflation

Start with the inflation rate formula:

$$\text{CPI in 2022} / \text{CPI in 2017} * 2017 \text{ USD value} = 2022 \text{ USD value}$$

Then plug in historical CPI values from above. The CPI for Legal services was 346.391 in the year 2017 and 391.265 in 2022:

$$391.265 / 346.391 * \$100 = \mathbf{\$112.95}$$

Therefore, according to U.S. Bureau of Labor Statistics, \$100 in 2017 has the same "purchasing power" as \$112.95 in 2022 (in the CPI category of Legal services).

Source: U.S. Bureau of Labor Statistics began tracking the [Consumer Price Index](#) for Legal services in 1986. In addition to legal services, the index produces monthly data on changes in prices paid by urban consumers for a variety of goods and services.



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- Canada Inflation
- U.K. Inflation
- Australia Inflation
- Euro Inflation
- Venezuela Inflation

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Exhibit 5

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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

CHASOM BROWN, WILLIAM BYATT,
 JEREMY DAVIS, CHRISTOPHER
 CASTILLO, and MONIQUE TRUJILLO
 individually and on behalf of all similarly
 situated,

Plaintiffs,

vs.

GOOGLE LLC,

Defendant.

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Case No.: 4:20-cv-03664-YGR-SVK

**PLAINTIFFS' REQUEST FOR
 REIMBURSEMENT OF ATTORNEYS'
 FEES AND COSTS INCURRED FOR
 SUCCESSFUL SANCTIONS MOTION**

The Honorable Susan van Keulen

1 Pursuant to the Court's Order granting in part Plaintiffs' motion for sanctions for discovery
2 misconduct (Dkt. 588) and Federal Rule of Civil Procedure 37(b)(2)(c), Plaintiffs respectfully seek
3 reimbursement of the fees and costs incurred in bringing their motion for sanctions.

4 The Court has already found that Google committed discovery misconduct, including by
5 violating Court orders and concealing from Plaintiffs key Google employees and relevant data
6 sources. The Court accordingly issued evidentiary sanctions against Google, and the Court also
7 concluded that "Google must pay all attorneys' fees and costs incurred by Plaintiffs in filing the
8 Sanctions Motion, including expert consultant and witness fees." Dkt. 588 at 7; *see also* Fed. R.
9 Civ. P. 37(b)(2)(c) (requiring offending party to "pay the reasonable expenses, including attorney's
10 fees, caused by the failure" to comply). Consistent with that order, Plaintiffs respectfully submit
11 this request for reimbursement. As noted in Exhibit A to the Declaration of Mark Mao filed with
12 this request, Plaintiffs incurred \$992,172.00 in attorneys' fees, \$28,892.00 in experts' fees, and
13 \$57,860.43 in costs, for a total of \$1,078,924.43.

14 The attorney time incurred included: (1) drafting the motion for sanctions and all
15 supporting materials, including detailed review of late-breaking documents produced by Google
16 from the custodial files of Bert Leung that revealed Google's use of the maybe_chrome_incognito
17 bit; (2) drafting the supplement to the motion and supporting materials following Google's
18 disclosure of the is_chrome_incognito and is_chrome_non_incognito bits; (3) reviewing Google's
19 opposition to the sanctions motion, including the 90 exhibits attached to Google's opposition; (4)
20 drafting the reply brief in support of Plaintiffs' sanctions motion and the supporting materials; (5)
21 drafting the proposed findings of fact and conclusions of law; and (6) preparing for and
22 participating in a full-day evidentiary hearing that included an examination of Plaintiffs' consultant
23 and examinations of four Google engineers; and (7) drafting Plaintiffs' second supplement to the
24 sanctions motion. Mao Decl. ¶ 4. Plaintiffs did not include in their request any attorney time
25 devoted to (1) preparing for or taking depositions of any witnesses; (2) hearings and conferences
26 before the Special Master, or (3) attorney travel time in connection with the April 21 evidentiary
27 hearing on the sanctions motion. Mao Decl. ¶ 5.

Should the Court so request, Plaintiffs are willing to (1) submit detailed time records for *in camera* review, and / or (2) submit additional briefing and materials concerning their hourly rates and fees.

Dated: June 4, 2022

Respectfully submitted,

By: /s/Mark Mao

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**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

CHASOM BROWN, WILLIAM BYATT,
 JEREMY DAVIS, CHRISTOPHER
 CASTILLO, and MONIQUE TRUJILLO
 individually and on behalf of all similarly
 situated,

Plaintiffs,

vs.

GOOGLE LLC,

Defendant.

William Christopher Carmody
 (admitted *pro hac vice*)
 Shawn J. Rabin (admitted *pro hac vice*)
 Steven M. Shepard (admitted *pro hac vice*)
 Alexander Frawley (admitted *pro hac vice*)
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Case No.: 4:20-cv-03664-YGR-SVK

**DECLARATION OF MARK C. MAO IN
 SUPPORT OF PLAINTIFFS' REQUEST
 FOR REMIMBURSEMENT OF
 ATTORNEYS' FEES AND COSTS
 INCURRED FOR SUCCESSFUL
 SANCTIONS MOTION**

The Honorable Susan van Keulen

DECLARATION OF MARK C. MAO

I, Mark C. Mao, declare as follows.

1. I am a partner with the law firm of Boies Schiller Flexner LLP, counsel for Plaintiffs in this matter. I am an attorney at law duly licensed to practice before all courts of the State of California. I have personal knowledge of the matters set forth herein and am competent to testify.

2. I submit this Declaration pursuant to the Court's Order granting in part Plaintiffs' motion for sanctions for discovery misconduct (Dkt. 588) and in support of Plaintiffs' request for reimbursement of attorneys' fees and costs incurred.

3. Attached hereto as **Exhibit A** is a summary of the fees and costs incurred by Plaintiffs in connection with their sanctions motion. Exhibit A breaks down Plaintiffs' fees by attorney, rates, and hours billed. Exhibit A also lists the expenses incurred by Plaintiffs for consultant fees, research, printing, graphics, and attorney travel expenses.

4. The attorney time incurred included: (1) drafting the motion for sanctions and all supporting materials, including detailed review of late-breaking documents produced by Google from the custodial files of Bert Leung that revealed Google's use of the maybe_chrome_incognito bit; (2) drafting the supplement to the motion and supporting materials following Google's disclosure of the is_chrome_incognito and is_chrome_non_incognito bits; (3) reviewing Google's opposition to the sanctions motion, including the 90 exhibits attached to Google's opposition; (4) drafting the reply brief in support of Plaintiffs' sanctions motion and the supporting materials; (5) drafting the proposed findings of fact and conclusions of law; and (6) preparing for and participating in a full-day evidentiary hearing that included an examination of Plaintiffs' consultant and examinations of four Google engineers; and (7) drafting Plaintiffs' second supplement to the sanctions motion.

5. Plaintiffs did not include in their request any attorney time devoted to (1) preparing for or taking depositions of any witnesses, (2) hearings and conferences before the Special Master, or (3) attorney travel time.

1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct. Executed this 4th day of June, 2022, at San Francisco, California.

3 /s/ Mark Mao
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Exhibit A

I. Attorneys' Fees

Name	Title	Rate	Hours	Total
Abalos, Jianna	Paralegal	\$300	10.20	\$3,060
Amen, Ra	Associate	\$475	3.00	\$1,425
Anderson, Alison	Partner	\$1020	62.70	\$63,954.00
Arborn, Christopher	Administrative Staff	\$310	5.10	\$1,581
Baeza, Rossana	Associate	\$680	52.00	\$35,360
Barthle, Patrick	Partner	\$800	0.40	\$320
Boies, Alexander	Counsel	\$870	54.70	\$47,589
Boies, David	Managing Partner	\$1,950	49.10	\$95,745
Bonn, Amanda	Partner	\$725	132.80	\$96,280
Cabezas, Jennifer	Paralegal	\$225	6.60	\$1,485
Cividini, Augusto	Associate	\$660	23.40	\$15,444
Crosby, Ian	Partner	\$775	0.50	\$387.50
Frawley, Alex	Associate	\$550	172.20	\$94,710
Keleshyan, Tina	Paralegal	\$380	2.40	\$912
Lee, James	Partner	\$1,030	13.50	\$13,905
Mao, Mark	Partner	\$1,000	92.90	\$92,900
Martin, Jean	Partner	\$1,000	1.50	\$1,500
McGee, Ryan	Associate	\$800	182.80	\$146,240
Nyborg-Burch, Erika	Associate	\$760	83.20	\$63,232
Rabin, Shawn	Partner	\$1,350	2.50	\$3,375
Ram, Michael	Partner	\$1,100	12.10	\$13,310
Reblitz-Richardson, Beko	Partner	\$1,070	68.20	\$72,974
Reddy, Kenya	Associate	\$950	6.20	\$5,890
Rodriguez, Theresa	Paralegal	\$310	11.30	\$3,503
Romero Garcilazo, Gabriela	Paralegal	\$310	17.80	\$5,518
Santos, Vanessa	Paralegal	\$325	13.90	\$4,517.50
Shepard, Steven	Partner	\$875	1.50	\$1,312.50
Sila, Ryan	Associate	\$575	7.10	\$4,082.50
Yanchunis, John	Partner	\$1,300	78.20	\$101,660
TOTAL			1167.80	\$992,172

II. Expert Fees

Name	Title	Rate	Hours	Total
Chris Thompson	Consulting Expert	\$275	55.83	\$15,355
Lillian Dai	Consulting Expert	\$450	30.08	\$13,537
TOTAL			85.91	\$28,892

III. Expenses

Name	Total
Computer Research	\$20,906.34
Printing	\$4,304.44
Graphics Support	\$13,309.70
Attorneys' Travel to April 21 Hearing, Lodging, Meals	\$19,339.95
TOTAL	\$57,860.43

TOTAL **\$1,078,924.43**

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 Beko Reblitz-Richardson, CA Bar No. 238027
 Erika Nyborg-Burch, CA Bar No. 342125
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Attorneys for Plaintiffs

**UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA**

CHASOM BROWN, WILLIAM BYATT,
 JEREMY DAVIS, CHRISTOPHER
 CASTILLO, and MONIQUE TRUJILLO
 individually and on behalf of all similarly
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Case No.: 4:20-cv-03664-YGR-SVK

**[PROPOSED] ORDER GRANTING
 PLAINTIFFS' REQUEST FOR
 REIMBURSEMENT OF ATTORNEYS'
 FEES AND COSTS INCURRED FOR
 SUCCESSFUL SANCTIONS MOTION**

The Honorable Susan van Keulen

1 **[PROPOSED] ORDER**

2 Before the Court is Plaintiffs' request for reimbursement of attorneys' fees and costs
3 incurred in bringing their motion for sanctions for discovery misconduct ("Plaintiffs' Request").
4 The Court has already found that Google committed discovery misconduct. The Court accordingly
5 issued evidentiary sanctions against Google, and the Court also concluded that "Google must pay
6 all attorneys' fees and costs incurred by Plaintiffs in filing the Sanctions Motion, including expert
7 consultant and witness fees." Dkt. 588 at 7; *see also* Fed. R. Civ. P. 37(b)(2)(c) (requiring
8 offending party to "pay the reasonable expenses, including attorney's fees, caused by the failure").

9 Therefore, the Court now **GRANTS** Plaintiffs' Request. Exhibit A to the Declaration of
10 Mark Mao filed with Plaintiffs' Request shows that Plaintiffs incurred \$1,078,924.43 in attorneys'
11 fees and costs in connection with their sanctions motion. Within one week of this Order, Google
12 must pay that amount to Plaintiffs. Plaintiffs shall provide counsel for Google with wiring
13 instructions.

14
15 **IT IS SO ORDERED.**

16
17 DATED: _____

18 Honorable Susan van Keulen
19 United States Magistrate Judge

Exhibit 6

Sportsman v. A Place for Rover, Inc.**Case Expenses - The Tidrick Law Firm LLP & Ehlert Hicks**

<u>Date</u>	<u>Payee</u>	<u>Description</u>	<u>Amount</u>
6/11/18	USPS	PAGA notice letter mailed certified with return receipt	\$ 6.24
6/11/18	LWDA	PAGA notice letter filed with LWDA	\$ 75.00
8/22/18	Ace Attorney Service, Inc.	Case filed S.F. Superior Court	\$ 96.91
8/22/18	S.F. Superior	Filing fee	\$ 450.00
8/24/18	Ace Attorney Service, Inc.	Summons and complaint served on Rover	\$ 272.25
10/1/18	Ace Attorney Service, Inc.	PAGA notice letter served on Rover	\$ 39.16
10/1/18	Ace Attorney Service, Inc.	PAGA notice letter served on Maloney	\$ 39.16
11/9/18	Ace Attorney Service, Inc.	Dismissal and proposed order - chambers copy	\$ 89.96
11/20/18	Ace Attorney Service, Inc.	Case filed S.F. Superior Court	\$ 596.56
12/12/18	Ace Attorney Service, Inc.	Amended complaint filed S.F. Superior	\$ 40.00
4/29/19	Ace Attorney Service, Inc.	Service of summons etc. on Rover	\$ 279.25
5/21/19	Ace Attorney Service, Inc.	Service of summons etc. on Maloney	\$ 96.16
7/2/19	Ace Attorney Service, Inc.	Filing of opposition	\$ 97.81
7/3/19	Ace Attorney Service, Inc.	Chambers copy	\$ 98.56
7/9/19	Ace Attorney Service, Inc.	Chambers copy	\$ 47.21
9/19/19	Ace Attorney Service, Inc.	Chambers copy	\$ 98.81
9/19/19	Ace Attorney Service, Inc.	PAGA notice letter served on Rover	\$ 40.12
9/19/19	LWDA	PAGA notice letter filed with LWDA	\$ 75.00
9/23/19	Ace Attorney Service, Inc.	Chambers copy	\$ 98.56
11/6/19	Ace Attorney Service, Inc.	Filing S.F. Superior	\$ 50.45
11/27/19	Ace Attorney Service, Inc.	Filing of reply	\$ 69.99
4/23/20	Ace Attorney Service, Inc.	Document delivery to client Miller	\$ 129.54
2/24/21	Ace Attorney Service, Inc.	Chambers copy including flash drive of electronic docs	\$ 705.66
3/4/21	Jo Ann Bryce, CSR, RMR, CRR	Transcript of 5/12/20 hearing	\$ 36.30
3/4/21	Marla F. Knox, RPR, CRR, RMR	Transcript of 12/11/19 hearing	\$ 36.30
4/12/21	Vine Group	Investigative services re lobbying by Rover	\$ 2,000.00
6/29/21	Debra Pas, CRR	Transcript of 3/31/21 hearing	\$ 15.32
6/29/21	Ruth Levine Ekhaus, RMR, RDR, FCRR	Transcript of 9/18/19 hearing	\$ 6.30
11/1/21	Gregory Edwards LLC	30(b)(6) depo transcript and video services	\$ 3,261.43

9/18/22	Agility Economics	Analysis -- value of claims	\$ 2,000.00
9/18/22	JAMS, Inc.	Michael J. Loeb mediation	\$ 7,975.00
10/11/22	Antonio Piazza	Antonio Piazza mediation	\$ 20,000.00
10/11/22	Citibank	Fee for wire transfer to Piazza	\$ 17.00
10/13/22	InfoBridge	Investigative services re investor presentations	\$ 551.30
10/17/22	GoDaddy	Registration of domain for updates to class members	\$ 20.36
11/25/22	Econ One	Consulting re value of claims	\$ 972.50
2/3/23	Agility Economics	Issue research/analysis	\$ 17,590.00
3/21/23	LYB Analytics LLC	Consulting re company valuation and cashflow analysis	\$ 4,895.00
3/22/23	JAMS, Inc.	Michael J. Loeb mediation -- balance due	\$ 1,000.00
3/22/23	Incurred by Ehlert	Copying, printing, binding appeal briefs	\$ 739.90
3/22/23	UPS charges incurred by Ehlert	Delivering briefs to Ninth Circuit	\$ 153.51
			\$ 64,862.58

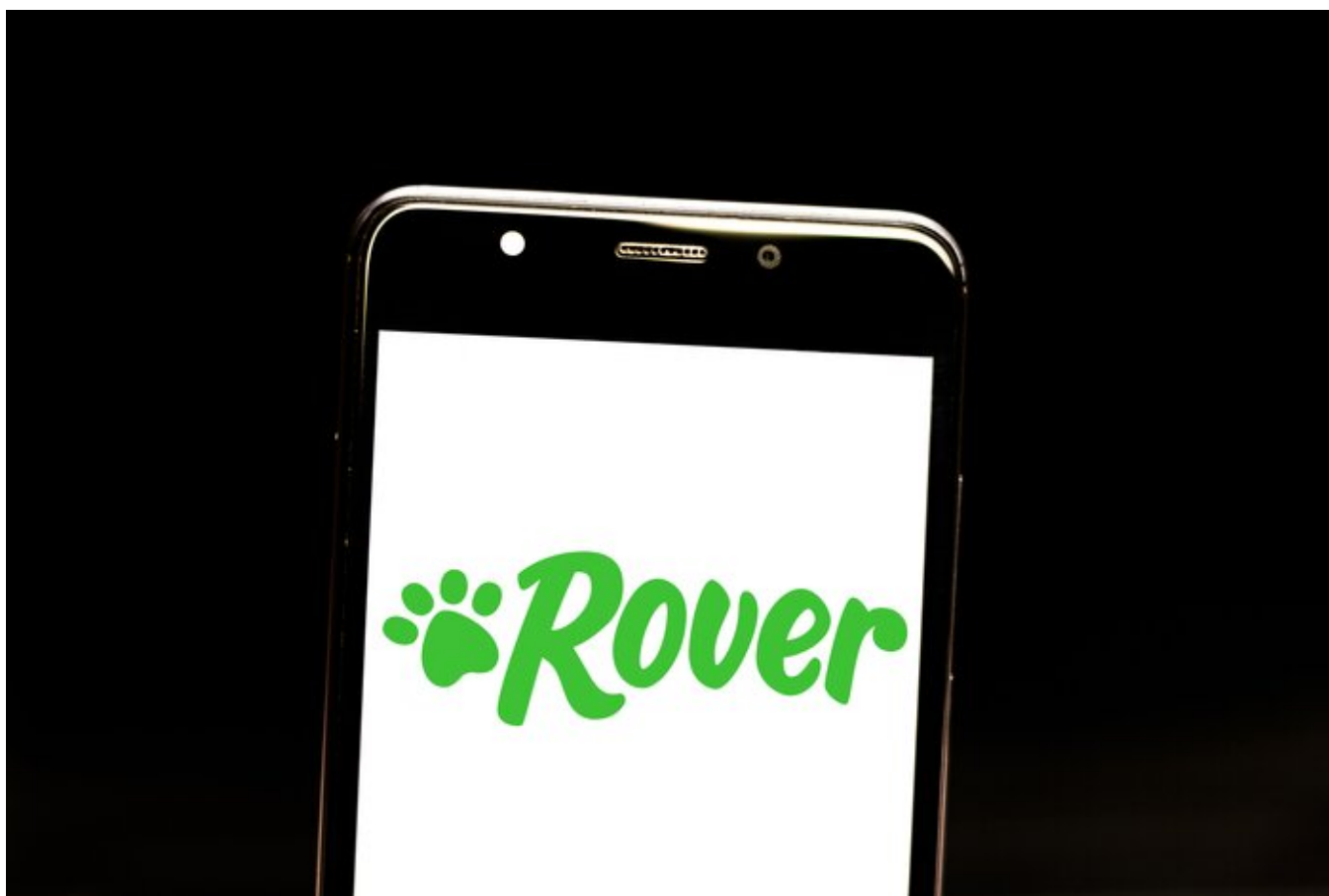
Exhibit 7

9th Circ. Doubts Dog-Care App's Claim It's Not An Employer

By **Dorothy Atkins**

Law360 (August 29, 2022, 8:41 PM EDT) -- A Ninth Circuit panel appeared open Monday to reviving proposed class claims that the dog-walking app A Place for Rover Inc. misclassified dog walkers as independent contractors, with each judge pointing out ways the app controls workers and one judge saying Rover is "not just sort of an inanimate bulletin board."


The judge's comments came during a hearing before a three-judge panel in San Francisco on Melanie Sportsman's **hotly contested appeal** of U.S. District Judge William Orrick's May 2021 ruling that granted summary judgment in favor of the Seattle-based app maker.



A dog walker is seeking to revive proposed class claims that Rover misclassified workers as independent contractors. (Rafael Henrique/SOPA Images/LightRocket via Getty Images)

Sportsman alleges that Rover misclassified pet care professionals who found clients through the Rover app as independent contractors, and she accuses the company of failing to pay workers minimum wage, overtime and expenses.

Sportsman's counsel, Ariel Stiller-Shulman of the Stiller Law Firm, told the panel Monday that Judge Orrick got it wrong in finding that Rover is merely a marketplace linking service providers and owners and not an employer.

Stiller-Shulman said Sportsman and other dog walkers are employees under California's three-part ABC test laid out under the California Supreme Court's **2018 decision** in **Dynamex Operations West Inc. v. the Superior Court of Los Angeles County**  that was later enshrined into law with the enactment of Assembly Bill 5. Under that test, a worker is considered an employee unless a business can show the worker is free from its control, performs work outside its line of business and operates as an independent entity.

The attorney said the app also doesn't meet the 11 criteria to qualify for an exemption as a referral agency, particularly since the company has a screening process and automatically collects 20% in fees from workers who use its app to connect with clients.

But Rover's attorney, John P. LeCrone of Davis Wright Tremaine LLP, said Judge Orrick's finding is in line with the law, and Sportsman's appeal inappropriately attempts to create a "bright line" between services and products.

However, all three judges on the panel made comments suggesting they disagreed with LeCrone's position.

U.S. Circuit Judge William A. Fletcher pointed out that the company implements multiple initiatives to ensure the quality of the workers' pet-watching service. For instance, Rover implements a screening process of dog walkers and pet sitters who want to advertise and only approximately 15% to 18% of applicants pass the screening, the judge said.

Judge Fletcher added that the app does have "some control" over the workers, and he said given its pay structure, the app appears to be similar to the control Uber has over drivers.

"They're not just sort of an inanimate bulletin board," he said.

Another judge on the panel, U.S. Circuit Judge Lawrence Vandyke, appeared to agree that Rover controls at least some of the workers' conduct. Judge Vandyke repeatedly pointed out that the company's "marketplace" is in the same business as the service providers, and its relationship with the dog walkers is not akin to a restaurant that hires an electrician to fix a power outage.

The third judge on the panel, U.S. Circuit Judge Jay Bybee, noted that Rover launched a campaign in which it called itself "the dog people," which he said may have been a poor business choice in hindsight. Nevertheless, the campaign suggests that the company is in the same business as the dog walkers to satisfy at least a part of the ABC test, Judge Bybee said.

Judge Bybee also repeatedly questioned LeCrone on whether Rover makes any additional money from advertising, or if its sole source of revenue is from the 20% commission it takes from pet sitters and dog walkers who use its platform.

LeCrone replied that the "dog people" campaign was just one marketing initiative out of many, and he acknowledged that the company's revenues derive solely from the commission it charges workers.

However, he noted that the fee also includes taxes and he emphasized that unlike Uber, Rover workers can set their prices, determine where they work, what type of dogs they walk and create their unique ads.

On rebuttal, Stiller-Shulman fired back at the suggestion that Rover's flexible price-setting policies are enough to classify workers as independent contractors. He said the fact that Rover dog walkers can set their own hourly prices "is a distinction without a difference" for the purpose of determining whether Rover is an employer, since the company offers pricing suggestions and takes a 20% commission regardless of the price.

Stiller-Shulman wrapped the argument highlighting that Rover CEO Aaron Easterly sat down with CNBC "Mad Money" host Jim Cramer and discussed the company's worker screening process, suggesting Rover wants to be selective.

At the end of the hearing, the panel took the arguments under submission.

Judges William A. Fletcher, Jay Bybee and Lawrence Vandyke sat on the panel for the Ninth Circuit.

Sportsman is represented by Ariel Stiller-Shulman of the Stiller Law Firm and Steven G. Tidrick and Joel

B. Young of The Tidrick Law Firm LLP.

A Place for Rover is represented by John P. LeCrone of Davis Wright Tremaine LLP.

The case is Melanie Sportsman v. A Place for Rover Inc., case number 21-15935, in the U.S. Court of Appeals for the Ninth Circuit.

--Additional reporting by Gina Kim and Jon Steingart. Editing by Stephen Berg.

Update: This story has been updated to include additional counsel information for Sportsman.

Exhibit 8

1 UNITED STATES DISTRICT COURT
2 IN THE NORTHERN DISTRICT OF CALIFORNIA
3 SAN FRANCISCO DIVISION
4

5 MELANIE SPORTSMAN,)
6 Plaintiff,) No. CV 19-3053-WHO
7 vs.) San Francisco, California
8 A PLACE FOR ROVER, INC.) March 15, 2023
d/b/a ROVER, et al.,) 2:00 p.m.
9 Defendants.)
10

11
12 BEFORE: THE HONORABLE WILLIAM H. ORRICK, JUDGE
13

14 REPORTER'S TRANSCRIPT OF PROCEEDINGS
15

16 HEARING ON MOTION FOR PRELIMINARY APPROVAL
17
18
19
20

21 Official Court Reporter:
22 Scott M. Coniam, RDR, CRR
23 Sandra Day O'Connor U.S. Courthouse, Suite 312
401 West Washington Street, Spc 43
Phoenix, Arizona 85003-2151
(602) 322-7257
24

25 Proceedings Reported by Stenographic Court Reporter
Transcript Prepared by Computer-Aided Transcription

A P P E A R A N C E S

For the Plaintiff Sportsman:
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By: Steven G. Tidrick, Esq.
Joel B. Young, Esq.
1300 Clay Street, Suite 600
Oakland, California 94612

For Defendant A Place For Rover:
DAVIS WRIGHT TREMAINE LLP
By: John P. LeCrone, Esq.
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Los Angeles, California 90017-2566

DAVIS WRIGHT TREMAINE LLP
By: Stephen M. Rummage
920 Fifth Avenue, Suite 3300
Seattle, Washington 98104-1610

P R O C E E D I N G S

(Proceedings convened at 1:59 p.m.)

THE CLERK: We'll get started with Case Number 19-3053, Sportsman vs. A Place For Rover, Incorporated.

Counsel, if you would, please, state your appearance for the record.

THE COURT: You'll need to unmute yourself, Mr. Tidrick.

MR. TIDRICK: Thank you.

Good afternoon. Steven Tidrick on behalf of plaintiff Sportsman and the putative class.

MR. YOUNG: Joel Young on behalf of plaintiff Sportsman as well.

MR. LECRONE: John LeCrone on behalf of defendant A Place For Rover, Inc.

MR. RUMMAGE: And Steve Rummage, Your Honor, on behalf of defendant A Place For Rover.

THE COURT: Great. Good afternoon, everybody.

Mr. Young, I know in the future you will show up at these hearings with a jacket. And -- and I know that Mr. Tidrick is presenting.

So, congratulations, first of all, on this resolution. It seems like it is a good result for the class. I have two edits that I think are appropriate and then I need a couple of

1 pieces of information in order to move forward. 02:00:24

2 First, the scope of the release is a little broad and 02:00:27
3 I want to make sure that you are willing to limit it to the 02:00:37
4 claims that were asserted or could have been asserted, 02:00:40
5 specifically the misclassification of the derivative claims 02:00:44
6 that are listed in the release. 02:00:48

7 As it stands right now, the language "that relate to 02:00:52
8 the claims and without limitations" is just a little -- is 02:00:57
9 broader than what the -- what the case that was before the 02:01:01
10 court. 02:01:04

11 So is everybody in agreement that the release can be 02:01:05
12 edited in that way? 02:01:09

13 MR. RUMMAGE: I think, Your Honor, as long as it's 02:01:13
14 clear that it is all claims that actually were brought or could 02:01:14
15 have been brought in this proceeding, I think that that's 02:01:17
16 satisfactory. Sure. 02:01:20

17 THE COURT: Okay. And I will put that in the minute 02:01:21
18 order so you can see exactly what the language should be. 02:01:24

19 And then the other thing, in the notice, I think it's 02:01:28
20 on page 9, the last -- I think it's the last sentence -- with 02:01:35
21 respect to the objection language, anyway, it's the sentence 02:01:45
22 that reads: Class members who fail to object in the manner 02:01:47
23 specified above will waive any objections to the settlement and 02:01:51
24 have no ability to appeal from the final judgment approving the 02:01:55
25 settlement. 02:01:59

1 That's within my ken as opposed to the parties', so 02:02:00
2 that sentence should be struck. 02:02:07

3 But aside from that, I think the notice looks fine. 02:02:09

4 And then the two things that I need under the -- our 02:02:15
5 district's class action guidance that were not presented, one 02:02:21
6 was lead class counsel's history, if any, of work with the 02:02:26
7 settlement administrator during the last two years. And so 02:02:33
8 that's -- if you could send in a declaration with that. And 02:02:38
9 also you need to submit the lodestar calculation before 02:02:41
10 preliminary approval. 02:02:48

11 So, Mr. Tidrick, if you can -- if you would file a 02:02:51
12 declaration with that information and -- and revise the notice 02:02:55
13 as -- and the order as I've described, I think you'll have a 02:03:03
14 deal. 02:03:09

15 MR. TIDRICK: All right. Thank you, Your Honor. 02:03:12

16 THE COURT: Okay. Is there anything that anybody 02:03:13
17 wants to say at this point? 02:03:15

18 MR. LECRONE: No. 02:03:18

19 THE COURT: Excellent. 02:03:19

20 MR. RUMMAGE: Your Honor, thank you very much. 02:03:19

21 THE COURT: It does seem like this is a good result 02:03:21
22 for the class and I will look forward to seeing you at the 02:03:23
23 final hearing -- at the approval hearing. Thank you. 02:03:27

24 (Proceedings adjourned at 2:03 p.m.) 02:03:29
25

C E R T I F I C A T E

I, SCOTT M. CONIAM, do hereby certify that I am duly appointed and qualified to act as Official Court Reporter for the United State District Court.

I FURTHER CERTIFY that the foregoing pages constitute a full, true, and accurate transcript of all of that portion of the proceedings contained herein, had in the above-entitled cause on the date specified therein, and that said transcript was prepared under my direction and control.

DATED this 17th day of March 2023.

s/Scott M. Coniam
SCOTT M. CONIAM, RDR, RMR, CRR

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10 Attorneys for Individual and Representative
11 Plaintiff MELANIE SPORTSMAN

12 UNITED STATES DISTRICT COURT

13 NORTHERN DISTRICT OF CALIFORNIA

14 MELANIE SPORTSMAN,

15 Plaintiff,

16 v.

17 A PLACE FOR ROVER, INC. d/b/a Rover *et*
18 *al.*,

19 Defendants.

Case No. 3:19-cv-03053-WHO

**DECLARATION OF JOEL B. YOUNG,
ESQ. IN SUPPORT OF PLAINTIFF'S
MOTION FOR ATTORNEYS' FEES AND
COSTS AND SERVICE AWARD**

Date: July 19, 2023

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

Judge: The Honorable William H. Orrick

1 I, Joel B. Young, declare:

2 1. I am a partner with The Tidrick Law Firm LLP, attorneys of record for Plaintiff
3 in the above-entitled action. I am licensed to practice before all of the courts of the State of
4 California, all U.S. District Courts in the State of California, and the U.S. Court of Appeals
5 for the Ninth Circuit. I have personal knowledge of the facts set forth herein and, if called as a
6 witness, I could and would competently testify thereto.

7 2. Attached hereto as **Exhibit A** is a true and correct copy of an inflation
8 calculation generated by the website www.in2013dollars.com. Based on that calculation,
9 when adjusted for inflation, \$5,000 in U.S. Dollars in 2000 is equivalent to \$8,808.45 in 2023
10 (nationwide average), and even more in San Francisco, specifically, \$9,345.03.

11 3. The summary of my time entries included in the declaration of Steven G.
12 Tidrick, Esq. accurately describes my hours worked in this action.

13 I declare under penalty of perjury that the foregoing is true and correct.

14 Executed on June 7, 2023.

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JOEL B. YOUNG

Exhibit A

\$5,000 in 2000 is worth \$8,808.45 today

Amount

\$ 5000

Start year

2000

End year

2023

Calculate

\$5,000 in **2005** → 2023

\$5,000 in **1995** → 2023

Inflation rate in **2023**

[Future inflation calculator](#)

Value of \$5,000 from 2000 to 2023

\$5,000 in 2000 is equivalent in purchasing power to about \$8,808.45 today, an increase of \$3,808.45 over 23 years. The dollar had an average inflation rate of 2.49% per year between 2000 and today, producing a cumulative price increase of 76.17%.

This means that today's prices are 1.76 times as high as average prices since 2000, according to the Bureau of Labor Statistics consumer price index. A dollar today only buys 56.764% of what it could buy back then.

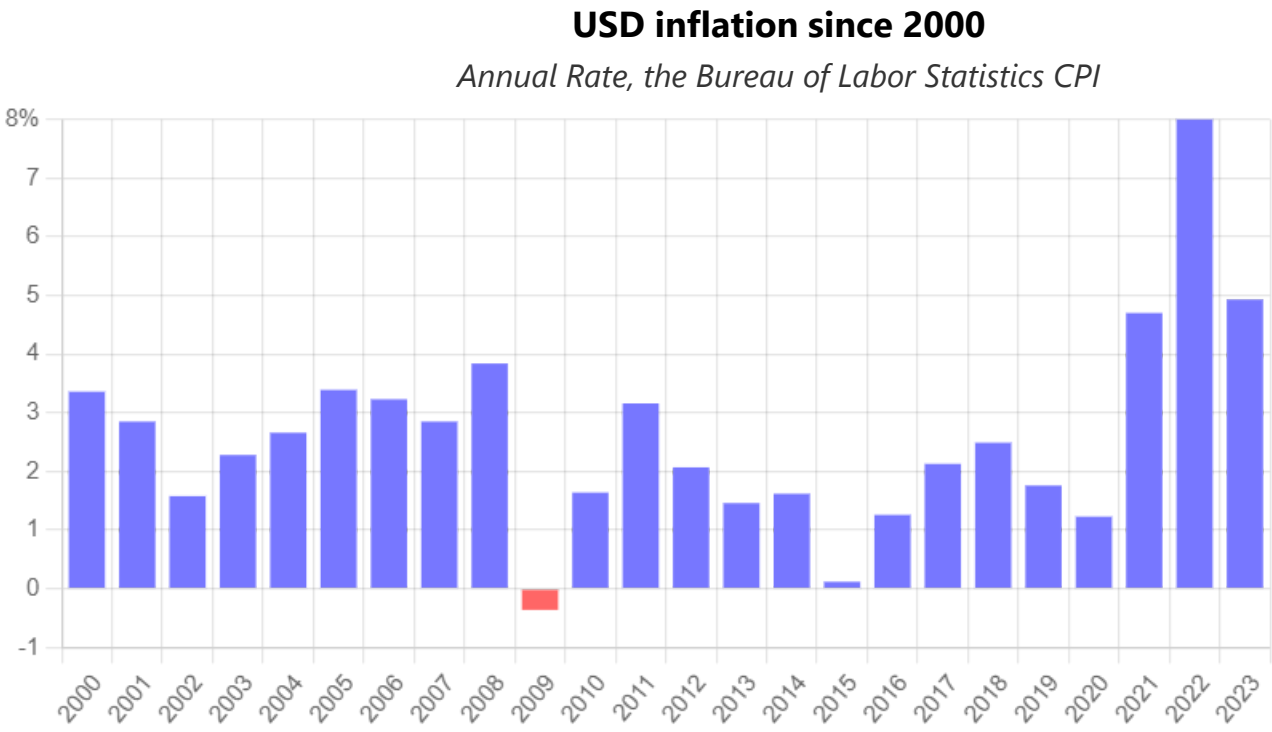
The inflation rate in 2000 was 3.36%. The current inflation rate compared to last year is now 4.93%. If this number holds, \$5,000 today will be equivalent in buying power to \$5,246.52 next year. The [current inflation rate](#) page gives more detail on the latest inflation rates.

Contents

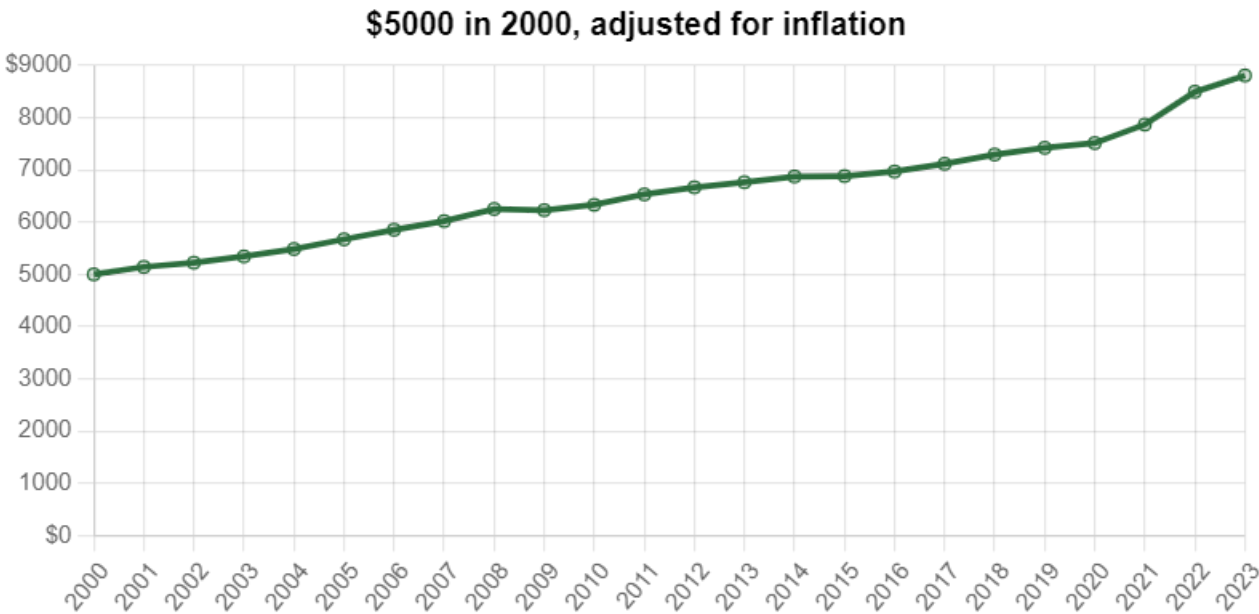
1. Overview
2. Buying Power of \$5,000
3. Inflation by City / Country
4. Inflation by Spending Category
5. Formulas & How to Calculate
6. Alternate Measurements



Inflation from 2000 to 2023	
Cumulative price change	76.17%
Average inflation rate	2.49%
Converted amount \$5,000 base	\$8,808.45
Price difference \$5,000 base	\$3,808.45
CPI in 2000	172.200
CPI in 2023	303.363
Inflation in 2000	3.36%
Inflation in 2023	4.93%
\$5,000 in 2000	\$8,808.45 in 2023

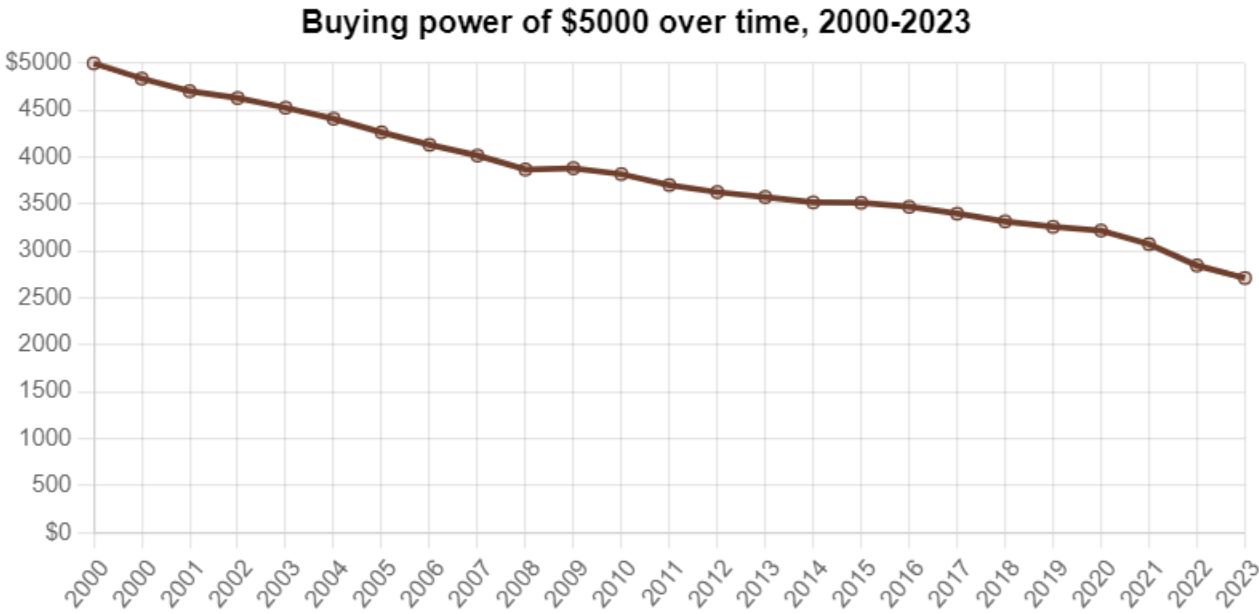


For example, if you started with \$5,000, you would need to end with \$8,808.45 in order to "adjust" for inflation (sometimes referred to as "beating inflation").



When \$5,000 is equivalent to \$8,808.45 over time, that means that the "real value" of a single U.S. dollar decreases over time. In other words, a dollar will pay for fewer items at the store.

This effect explains how inflation erodes the value of a dollar over time. By calculating the value in 2000 dollars, the chart below shows how \$5,000 is worth less over 23 years.



According to the Bureau of Labor Statistics, each of these USD amounts below is equal in terms of what it could buy at the time:



Year	Dollar Value	Inflation Rate
2000	\$5,000.00	3.36%
2001	\$5,142.28	2.85%
2002	\$5,223.58	1.58%
2003	\$5,342.62	2.28%
2004	\$5,484.90	2.66%
2005	\$5,670.73	3.39%
2006	\$5,853.66	3.23%
2007	\$6,020.38	2.85%
2008	\$6,251.54	3.84%
2009	\$6,229.30	-0.36%
2010	\$6,331.48	1.64%
2011	\$6,531.33	3.16%
2012	\$6,666.49	2.07%
2013	\$6,764.14	1.46%
2014	\$6,873.87	1.62%
2015	\$6,882.03	0.12%
2016	\$6,968.84	1.26%
2017	\$7,117.31	2.13%
2018	\$7,294.72	2.49%
2019	\$7,423.27	1.76%
2020	\$7,514.86	1.23%
2021	\$7,867.89	4.70%

Year	Dollar Value	Inflation Rate
2022	\$8,497.56	8.00%
2023	\$8,808.45	3.66%*

* Compared to previous annual rate. Not final. See [inflation summary](#) for latest 12-month trailing value.

[Download as CSV/Excel](#)

This conversion table shows various other 2000 amounts in today's dollars, based on the 76.17% change in prices:

Conversion: 2000 dollars today	
Initial value	Equivalent value
\$1 dollar in 2000	\$1.76 dollars today
\$5 dollars in 2000	\$8.81 dollars today
\$10 dollars in 2000	\$17.62 dollars today
\$50 dollars in 2000	\$88.08 dollars today
\$100 dollars in 2000	\$176.17 dollars today
\$500 dollars in 2000	\$880.84 dollars today
\$1,000 dollars in 2000	\$1,761.69 dollars today

Inflation by City

Inflation can vary widely by city, even within the United States. Here's how some cities fared in 2000 to 2023 (figures shown are purchasing power equivalents of \$5,000):

- **San Diego, California:** 3.97% average rate, \$5,000 → \$11,767.45, cumulative change of 135.35%
- **Miami-Fort Lauderdale, Florida:** 2.97% average rate, \$5,000 → \$9,796.20, cumulative change of 95.92%
- **Tampa, Florida:** 2.91% average rate, \$5,000 → \$9,389.05, cumulative change of 87.78%
- **Seattle, Washington:** 2.76% average rate, \$5,000 → \$9,355.00, cumulative change of 87.10%
- **San Francisco, California:** 2.76% average rate, \$5,000 → \$9,345.03, cumulative change of 86.90%
- **Denver, Colorado:** 2.60% average rate, \$5,000 → \$8,788.22, cumulative change of 75.76%
- **Boston, Massachusetts:** 2.51% average rate, \$5,000 → \$8,852.30, cumulative change of 77.05%
- **Atlanta, Georgia:** 2.48% average rate, \$5,000 → \$8,780.12, cumulative change of 75.60%
- **New York:** 2.46% average rate, \$5,000 → \$8,738.44, cumulative change of 74.77%
- **Dallas-Fort Worth, Texas:** 2.38% average rate, \$5,000 → \$8,586.01, cumulative change of 71.72%



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- **Minneapolis-St Paul, Minnesota:** 2.37% average rate, \$5,000 → \$8,377.66, cumulative change of 67.55%
 - **Houston, Texas:** 2.36% average rate, \$5,000 → \$8,546.66, cumulative change of 70.93%
 - **Philadelphia, Pennsylvania:** 2.33% average rate, \$5,000 → \$8,493.14, cumulative change of 69.86%
 - **St Louis, Missouri:** 2.18% average rate, \$5,000 → \$8,034.09, cumulative change of 60.68%
 - **Detroit, Michigan:** 2.16% average rate, \$5,000 → \$8,167.05, cumulative change of 63.34%
 - **Chicago, Illinois:** 2.09% average rate, \$5,000 → \$8,038.04, cumulative change of 60.76%

San Diego, California experienced the highest rate of inflation during the 23 years between 2000 and 2023 (3.97%).

Chicago, Illinois experienced the lowest rate of inflation during the 23 years between 2000 and 2023 (2.09%).

Note that some locations showing 0% inflation may have not yet reported latest data.

Inflation by Country

Inflation can also vary widely by country. For comparison, in the UK £5,000.00 in 2000 would be equivalent to £10,767.72 in 2023, an absolute change of £5,767.72 and a cumulative change of 115.35%.

In Canada, CA\$5,000.00 in 2000 would be equivalent to CA\$7,934.52 in 2023, an absolute change of CA\$2,934.52 and a cumulative change of 58.69%.

Compare these numbers to the US's overall absolute change of \$3,808.45 and total percent change of 76.17%.

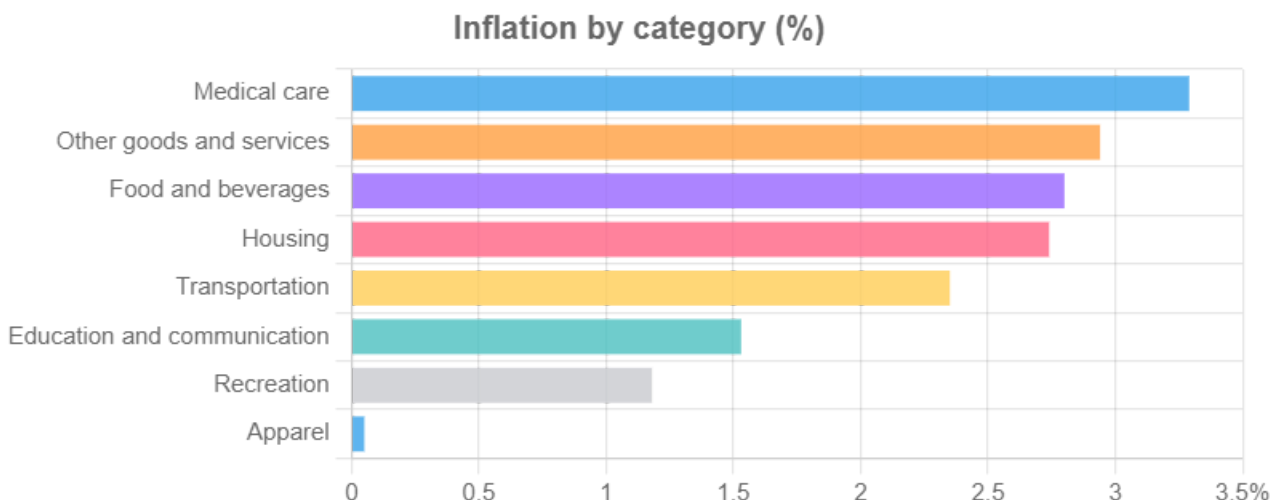
Inflation by Spending Category

CPI is the weighted combination of many categories of spending that are tracked by the government. Breaking down these categories helps explain the main drivers behind price changes.

Between 2000 and 2023:

- Gas prices increased from \$1.30 per gallon to \$3.73
- Bread prices increased from \$0.91 per loaf to \$1.99
- Egg prices increased from \$0.98 per carton to \$3.27
- Chicken prices increased from \$1.06 per per 1 lb of whole chicken to \$1.87
- Electricity prices increased from \$0.08 per Kwh to \$0.17

This chart shows the average rate of inflation for select CPI categories between 2000 and 2023.

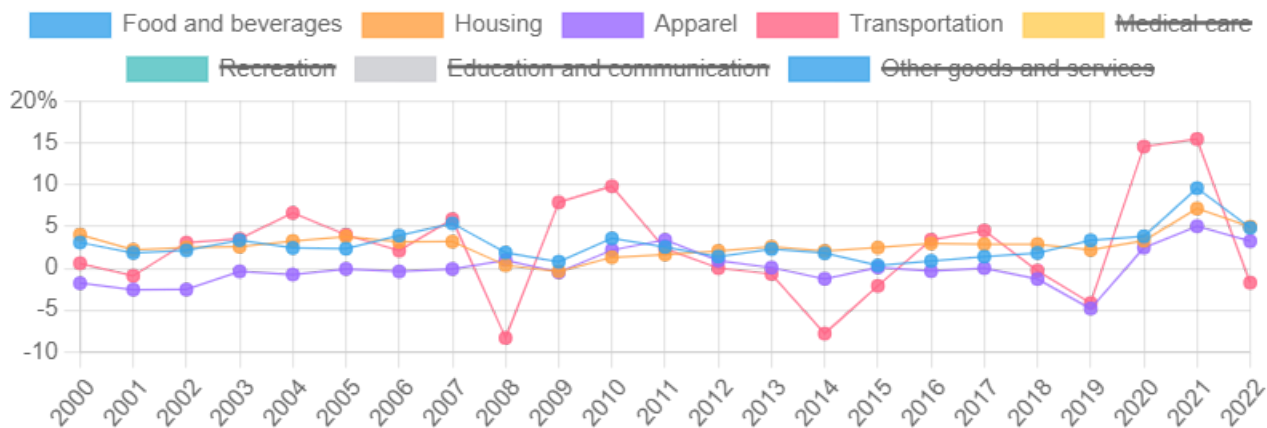


Compare these values to the overall average of 2.49% per year:

Category	Avg Inflation (%)	Total Inflation (%)	\$5,000 in 2000 → 2023
Food and beverages	2.80	88.91	9,445.28
Housing	2.74	86.22	9,310.98
Apparel	0.05	1.25	5,062.51
Transportation	2.35	70.70	8,535.12
Medical care	3.29	110.54	10,526.85
Recreation	1.18	31.08	6,554.01
Education and communication	1.53	41.86	7,093.04
Other goods and services	2.94	94.61	9,730.66

The graph below compares inflation in categories of goods over time. Click on a category such as "Food" to toggle it on or off:

Inflation over time by category (%)



For all these visualizations, it's important to note that not all categories may have been tracked since 2000. This table and charts use the earliest available data for each category.

Inflation rates of specific categories

[Medical Care](#) · [Housing](#) · [Rent](#) · [Food](#) · [More](#)

Inflation-adjusted measures

[S&P 500 price](#) · [S&P 500 earnings](#) · [Shiller P/E](#)

How to calculate inflation rate for \$5,000 since 2000

Our calculations use the following inflation rate formula to calculate the change in value between 2000 and today:

$$\frac{\text{CPI today}}{\text{CPI in 2000}} \times \text{2000 USD value} = \text{Today's value}$$

Then plug in [historical CPI values](#). The U.S. CPI was 172.2 in the year 2000 and 303.363 in 2023:

$$\frac{303.363}{172.2} \times \$5,000 = \$8,808.45$$

\$5,000 in 2000 has the same "purchasing power" or "buying power" as \$8,808.45 in 2023.

To get the total inflation rate for the 23 years between 2000 and 2023, we use the following formula:

$$\frac{\text{CPI in 2023} - \text{CPI in 2000}}{\text{CPI in 2000}} \times 100 = \text{Cumulative inflation rate (23 years)}$$

Plugging in the values to this equation, we get:

$$\frac{303.363 - 172.2}{172.2} \times 100 = 76\%$$

Alternate Measurements of Inflation

There are multiple ways to measure inflation. Published rates of inflation will vary depending on methodology. The Consumer Price Index, used above, is the most common standard used globally.

Alternative measurements are sometimes used based on context and economic/political circumstances. Below are a few examples of alternative measurements.

Personal Consumption Expenditures (PCE) Inflation

The PCE Price Index is the U.S. Federal Reserve's preferred measure of inflation, compiled by the Bureau of Economic Analysis. It measures the change in prices of goods and services purchased by consumers.

The PCE Price Index changed by 2.11% per year on average between 2000 and 2023. The total PCE inflation between these dates was 61.81%. In 2000, PCE inflation was 2.53%.

This means that the PCE Index equates \$5,000 in 2000 with \$8,090.36 in 2023, a difference of \$3,090.36. Compare this to the standard CPI measurement, which equates \$5,000 with \$8,808.45. The PCE measured -14.36% inflation compared to standard CPI.

For more information on the difference between PCE and CPI, see [this analysis](#) provided by the Bureau of Labor Statistics.

Core Inflation

Also of note is the **Core CPI**, which uses the standard CPI but omits the more volatile categories of food and energy.

Core inflation averaged 2.28% per year between 2000 and 2023 (vs all-CPI inflation of 2.49%), for an inflation total of 68.01%. In 2000, core inflation was 2.43%.



When using the core inflation measurement, \$5,000 in 2000 is equivalent in buying power to \$8,400.44 in 2023, a difference of \$3,400.44. Recall that the converted amount is \$8,808.45 when all items including food and energy are measured.

Chained Inflation

Chained CPI is an alternative measurement that takes into account how consumers adjust spending for similar items. Chained inflation averaged 2.22% per year between 2000 and 2023, a total inflation amount of 65.76%.

According to the Chained CPI measurement, \$5,000 in 2000 is equal in buying power to \$8,288.21 in 2023, a difference of \$3,288.21 (versus a converted amount of \$8,808.45/change of \$3,808.45 for All Items).

In 2000, chained inflation was 1.99%.

Comparison to S&P 500 Index

The average inflation rate of 2.49% has a compounding effect between 2000 and 2023. As noted above, this yearly inflation rate compounds to produce an overall price difference of 76.17% over 23 years.

To help put this inflation into perspective, if we had invested \$5,000 in the S&P 500 index in 2000, our investment would be *nominally* worth approximately \$22,071.59 in 2023. This is a return on investment of 341.43%, with an absolute return of \$17,071.59 on top of the original \$5,000.

These numbers are not inflation adjusted, so they are considered *nominal*. In order to evaluate the *real* return on our investment, we must calculate the return with inflation taken into account.

The compounding effect of inflation would account for 43.24% of returns (\$9,542.94) during this period. This means the inflation-adjusted *real* return of our \$5,000 investment is \$7,528.65. You may also want to account for capital gains tax, which would take your real return down to around \$6,399 for most people.

Investment in S&P 500 Index, 2000-2023			
	Original Amount	Final Amount	Change
Nominal	\$5,000	\$22,071.59	341.43%



	Original Amount	Final Amount	Change
Real	\$5,000	\$12,528.65	150.57%
Inflation Adjusted			

Information displayed above may differ slightly from other S&P 500 calculators. Minor discrepancies can occur because we use the latest CPI data for inflation, annualized inflation numbers for previous years, and we compute S&P price and dividends from January of 2000 to latest available data for 2023 using average monthly close price.

For more details on the S&P 500 between 2000 and 2023, see the [stock market returns calculator](#).

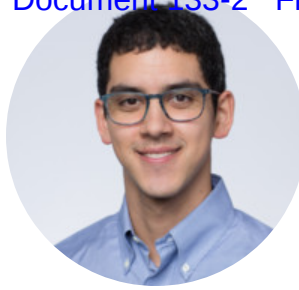
Data source & citation

Raw data for these calculations comes from the Bureau of Labor Statistics' [Consumer Price Index](#) (CPI), established in 1913. Price index data from 1774 to 1912 is sourced from a [historical study](#) conducted by political science professor Robert Sahr at Oregon State University and from the American Antiquarian Society. Price index data from 1634 to 1773 is from the American Antiquarian Society, using British pound equivalents.

You may use the following MLA citation for this page: "\$5,000 in 2000 → 2023 | Inflation Calculator." Official Inflation Data, Alioth Finance, 27 May. 2023, <https://www.officialdata.org/us/inflation/2000?amount=5000>.

Special thanks to QuickChart for their [chart image API](#), which is used for chart downloads.

in2013dollars.com is a reference website maintained by the [Official Data Foundation](#).



About the author

Ian Webster is an engineer and data expert based in San Mateo, California. He has worked for Google, NASA, and consulted for governments around the world on data pipelines and data analysis. Disappointed by the lack of clear resources on the impacts of inflation on economic indicators, Ian believes this website serves as a valuable public tool. Ian earned his degree in Computer Science from Dartmouth College.

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Plaintiff MELANIE SPORTSMAN

7
8 UNITED STATES DISTRICT COURT

9 NORTHERN DISTRICT OF CALIFORNIA

10 MELANIE SPORTSMAN,
11 Plaintiff,

12 v.

13 A PLACE FOR ROVER, INC. d/b/a Rover *et*
al.,

14 Defendants.
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Case No. 3:19-cv-03053-WHO

**DECLARATION OF ALLISON L.
EHLERT, ESQ. IN SUPPORT OF
PLAINTIFF'S MOTION FOR
ATTORNEYS' FEES AND COSTS AND
SERVICE AWARD**

Date: July 19, 2023

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

Judge: The Honorable William H. Orrick

1 I, Allison L. Ehlert, declare as follows:

2 1. I am an attorney licensed to practice before all the courts of the State of California,
3 the U.S. Supreme Court, the U.S. Courts of Appeals for the Ninth and Sixth Circuits, and all U.S.
4 District Courts in the State of California, including the Northern District of California. I am
5 presently a Deputy City Attorney with the Oakland City Attorney's Office, where I primarily
6 handle appeals and writs, in addition to critical motions. At all times relevant to this matter, I was
7 a principal of Ehlert Hicks LLP, an appellate boutique, and primary appellate counsel for Ms.
8 Sportsman. I have personal knowledge of the facts set forth in this declaration and if called as a
9 witness, I could and would competently testify to the truth of the facts set forth below.

10 2. I graduated in 2003 from the University of California, Berkeley School of Law and
11 was admitted to the California Bar in 2004. After graduating from law school, I spent two years
12 clerking for federal judges, including for Judge R. Guy Cole, Jr. at the U.S. Court of Appeals for
13 the Sixth Circuit, and Judge Algenon L. Marbley on the U.S. District Court for the Southern
14 District of Ohio. As a law clerk, I drafted numerous bench memoranda relating to all manner of
15 civil and criminal cases and assisted both judges in drafting opinions, deciding dispositive
16 motions and motions in limine, and crafting jury instructions.

17 3. In addition to clerking, I spent six years in private practice at San Francisco law
18 firms. I worked first at Girard Gibbs, LLP (now Girard Sharpe, LLP) litigating class actions on
19 behalf of defrauded consumers and investors. I subsequently spent four years as an associate
20 attorney at Coblenz, Patch, Duffy, and Bass, LLP, where I prosecuted and defended complex
21 commercial cases in the state and federal trial courts and litigated several appeals.

22 4. I opened my own solo appellate practice in early 2013 and formed Ehlert Hicks
23 with my partner in early 2019. I specialized in plaintiffs' appeals and have litigated numerous
24 appeals in the Ninth Circuit, the Sixth Circuit, the California Supreme Court and California
25 Courts of Appeal, the New York Court of Appeals, and the Ohio Supreme Court in cases
26 concerning employment discrimination, wage-and-hour law, civil rights and liberties, and
27 consumer fraud.

28 5. Among the many appeals and writs I have litigated are the following:

- 1 ▪ *Hyams v. Chalian*, Case Nos. 20-55916 & 21-55817 (9th Cir., pending): Appeal
- 2 from judgment denying a motion for intervention and approving a collusive class-
- 3 action settlement.
- 4 ▪ *Kaminski v. Hayek*, Case No. B314767 (Cal. Ct. of App., Second Dist., pending):
- 5 Appeal from an order granting an anti-SLAPP order in favor of my client.
- 6 ▪ *United States Securities & Exchange Comm. v. Pritzker Levine, LLP*, Case No. 20-
- 7 17419 (9th Cir. 2022): Reversing order denying attorneys' fees to my client in a
- 8 common-fund case.
- 9 ▪ *Maternal Grandmother v. Hamilton County Dept. of Job & Family Servs.*, Case
- 10 No. 2020-0705 (Ohio Supreme Court, 2021): Reversing judgment and holding that
- 11 my client's claims against public-entity employees were not subject to a
- 12 heightened pleading standard.
- 13 ▪ *Zareh v. Superior Court* (Cal. Ct. of App., Second Dist., 2021): Writ of mandate
- 14 granted in a sexual-harassment case to permit my client to take deposition of
- 15 former dean of the University of Southern California's Keck School of Medicine.
- 16 ▪ *Beagle v. Cochran*, Case No. A158551 (Cal. Ct. of App., First Dist., 2021):
- 17 Affirming judgment in favor of my client in elder abuse and fraud case.
- 18 ▪ *Belew v. Brink's, Inc.*, Case No. 15-56821 (9th Cir., 2018): Reversing judgment
- 19 approving class-action settlement where my client successfully argued the release
- 20 was overbroad.
- 21 ▪ *Ontiveros v. Safelite Fulfillment, Inc.*, Case No. 17-56644 (9th Cir. 2018):
- 22 Dismissing appeal taken against my client for lack of jurisdiction.
- 23 ▪ *Pegasus Aviation I, Inc. v. Varig Logistica S.A.*, 26 N.Y.3d 543 (N.Y. Ct. of App.,
- 24 2015): Reversing order of intermediate appellate court and remanding for
- 25 determination of whether my client was entitled to spoliation sanctions.
- 26 ▪ *United States v. Head*, Case No. 12-5800 (6th Cir. 2014): Reversing 12-year
- 27 criminal sentence against my client.
- 28 ▪ *Castaneda v. The Ensign Group, Inc.*, Case No. B249119 (Cal. Ct. of App.,

Second Dist., 2014): Reversing grant of summary judgment against my client in an unpaid-wages case.

- *Tarlesson v. Broadway Foreclosure Investments, LLC*, Case No. A125445 (Cal. Ct. of App., First Dist., 2010): Affirming judgment in favor of my client holding she was entitled to homestead exemption under California law.

6. I have also filed numerous *amicus* briefs, including: (1) a brief on behalf of the California Employment Lawyers' Association ("CELA") in *Naranjo v. Spectrum Security Servs., Inc.*, 13 Cal.5th 93 (2022); (2) a brief on behalf of CELA in *Wade v. Starbucks Corp.*, 2022 WL 389923 (Cal. Ct. of App., Fifth Dist., 2022); (3) a brief on behalf of the American Civil Liberties Union and Electronic Frontier Foundation in *Nat'l Assoc. of Criminal Defense Lawyers v. U.S. Dept. of Justice Exec. Office for U.S. Attorneys*, 844 F.3d 246 (D.C. Cir. 2016); (4) a brief on behalf of scholars of behavioral economics in *Expressions Hair Design v. Schneiderman*, 581 U.S. 37 (2017); and (5) a brief on behalf of the U.S. Alcohol Policy Alliance in *Tennessee Wine and Spirits Retailers Assoc. v. Thomas*, 139 S. Ct. 2449 (2019). The *amicus* brief I authored in *Tennessee Wine and Spirits* was cited by Justice Gorsuch in his dissent. *See* 139 S. Ct. at 2483 n.10.

7. I am a past member of the National Employment Lawyers Association and the California Employment Lawyers Association, where I served on the Amicus Committee. I am presently Chair of the Appellate Committee of the Alameda County Bar Association. I have been a presenter as part of several CLEs and have served as a practitioner adviser to the Appellate Advocacy class at the University of California, Berkeley School of Law.

8. In my small-firm appellate practice, I accepted only a few select cases at a time and did not leave any stone unturned in litigating them. Because appeals often represent the last chance a litigant has to prevail, and because they are almost always won or lost based on the briefing, my approach was—and is—to ensure the briefs are as close to perfect as possible. I always begin by carefully reviewing the record, identifying the possible issues on appeal, and then drafting the facts. I then turn to researching the law and drafting the legal analysis. My legal research necessarily begins with the briefing below and the trial court's decision, but it can often

1 veer into new directions as I work to present the arguments in my client’s favor and anticipate and
 2 preempt the opposing party’s arguments. Throughout this process, I rigorously edit my drafts to
 3 ensure that I am getting to the heart of the matter succinctly and persuasively. I also seek input
 4 from fellow appellate lawyers and confer with trial counsel. This is a time-consuming process that
 5 requires a deep dive into the record and the law as well as the ability to analyze questions from
 6 multiple perspectives, just as a panel of appellate judges will inevitably do.

7 9. Litigating this case presented a number of challenges. First, this Court granted
 8 summary judgment to Rover and my client was therefore the appellant on appeal. Even with a
 9 favorable de novo standard of review governing summary judgment appeals, reversals on appeal
 10 are hard to come by. There is a background presumption that the trial judge got it right and
 11 appellants bear a heavy burden in trying to convince an appellate panel otherwise.

12 10. The appellate record in this case consisted of nine volumes and nearly 2,000 pages.
 13 Given the fact-intensive nature of summary judgment, there were necessarily several declarations
 14 and numerous exhibits that I had to review, in addition to the parties’ briefing, the hearing
 15 transcripts, and this Court’s written decision. In all, my time records show that I spent 111.8
 16 hours determining which documents should be included in the appellate record, working with a
 17 paralegal to obtain and organize the filings for purposes of compiling the appellate record, and
 18 then reviewing the record and taking exhaustive notes on it.

19 11. Another challenge this case presented was in the relatively untested nature of the
 20 misclassification claims at issue. Adjudication of those claims is governed by the California
 21 Supreme Court’s decision in *Dynamex Operations West v. Superior Court*, 4 Cal.5th 903 (2018).
 22 *Dynamex*, however, is a relatively recent decision and there is not a well-established body of law
 23 applying it—especially to “gig” economy employers, like Rover. I therefore had to persuasively
 24 explain how *Dynamex* should apply to a company like Rover and draw parallels between Rover
 25 and other employers, and had to explain how *Dynamex* should apply to a company like Rover by
 26 delving into the purpose and contours of each of the three “ABC” elements of the *Dynamex* test
 27 and drawing parallels to the few on-point cases. Besides this, I also needed to explain why, even
 28 if Rover is deemed an employer, it is not entitled to a statutory exemption for “referral agencies”

1 under California law. And in all of this, I had to persuade the Ninth Circuit that it should the
2 unusual step of reversing this Court's judgment. The Opening Brief ultimately comprised more
3 than 70 pages and 10,000 words.

4 12. In its Answering Brief, Rover advanced a number of reasonable arguments that
5 had to be dismantled and rebutted. I spent considerable time reviewing Rover's Answering Brief
6 and taking notes on it, as well as researching the case law it cited, and drafting the Reply. It was
7 particularly important for me to weave into the narrative all the facts showing that Rover did not
8 function simply as a neutral forum connecting Pet Owners and Rover Providers—an argument
9 that was at the heart of Rover's Answering Brief and that this Court had credited. I also had to
10 explain how Rover's application of the ABC test was incorrect and deviated from *Dynamex*. As
11 with the Opening Brief, I spent considerable time marshalling the necessary facts and law,
12 drafting the arguments, and ruthlessly editing the brief so that our best arguments would come
13 through loud and clear. The Reply Brief was approximately 40 pages long and came in just under
14 the word limit of 7,000 words.

15 13. Throughout the researching and drafting process, I conferred with trial counsel.
16 They reviewed and commented on drafts of briefs and we engaged in phone and email
17 discussions concerning how best to frame and sequence the arguments, the most salient facts to
18 foreground, how to address unhelpful facts and law, and the like. All in all, I spent 366.5 hours
19 researching and drafting the briefs, reviewing and analyzing Rover's Answering Brief, conferring
20 with trial counsel, and editing the briefs.

21 14. By the time the case was set for oral argument, I had accepted employment with
22 the City of Oakland as a Deputy City Attorney. I therefore was not able to argue the appeal. I
23 spent time locating excellent appellate counsel (Mr. Ari Stiller) who could handle the appeal,
24 discussing the case with him, and working to help get him up to speed, including mooted his
25 argument. I also undertook research to find out whether any new case law had come down about
26 which we should alert the Court. In total, I spent 12.3 hours engaged in these activities.

27 15. On the day of the argument, I watched it in real time via the Ninth Circuit's online
28 link and conferred with Mr. Stiller and trial counsel after the argument to discuss possible ways to

1 proceed given that it appeared likely that we would prevail on appeal. Thereafter, I also advised
2 trial counsel on Ninth Circuit rules concerning staying the case during the pendency of settlement
3 negotiations, and rules regarding having the appeal reinstated should the settlement not be
4 consummated for any reason. I spent 11.6 hours on these activities.

5 16. Finally, I spent 7.1 hours on tasks associated with applying for necessary
6 extensions of time and arranging for the filing and printing and copying of the briefs.

7 17. I recorded my time contemporaneously with the tasks I completed, consistent with
8 my longtime practice and I keep time in increments of one-tenth of an hour.

9 18. My hourly rate is \$873. As described in the accompanying declaration of Richard
10 M. Pearl, Esq., that is a reasonable rate for a Bay Area lawyer of my background and experience.
11 As described above, I have been a practicing lawyer for nearly 20 years. In that time, I have
12 clerked for two federal judges, worked at two prominent Bay Area law firms, maintained my own
13 appellate boutique, and successfully litigated numerous appeals in the federal and state courts.

14 19. My lodestar in this action amounts to \$444,618.90, representing 509.3 hours of
15 work at \$873 per hour.

16 20. In my experience, most appellate lawyers will not accept matters on a contingency
17 basis because it is considered too risky to do so, particularly for appellants who do not have any
18 presumptions in their favor. I agreed to represent Ms. Sportsman and the putative class on a
19 contingency basis because I believed we had a reasonable chance of prevailing on appeal. I
20 therefore have not received any compensation to date for my substantial investment of time—an
21 investment that required me to forego other work.

22 21. The author of the leading California attorney fee treatise, Richard M. Pearl, Esq.,
23 has provided a declaration with his expert opinion that my firm's rates are reasonable and in line
24 with rates charged by comparably qualified attorneys in the local legal community.

25 22. Finally, as noted in the concurrently filed Declaration of Steven G. Tidrick, my
26 hourly rates requested are comparable to, or lower than, rates charged by other law firms in
27 northern California prosecuting claims on behalf of workers and consumers. For example, in
28 *Nitsch v. DreamWorks Animation SKG Inc.*, 2017 WL 2423161, at *9 (N.D. Cal. June 5, 2017),

1 an employment class action, the court found that hourly rates of up to \$1,200 per hour—
 2 significantly above Class Counsel’s hourly rates here—for plaintiffs’ class action lawyers based
 3 in California were “fair, reasonable, and market-based, particularly for the ‘relevant community’
 4 in which counsel work.” Similarly, in *Nucci v. Rite Aid Corp.*, Case No. 3:19-cv-01434-LB, 2022
 5 U.S. Dist. LEXIS 94936, at *16 (N.D. Cal. May 26, 2022), the court approved attorney hourly
 6 rates of up to \$1,005 and a paralegal rate of \$275 and found that “the billing rates are normal and
 7 customary for timekeepers with similar qualifications and experience in the relevant market.” *See*
 8 *id.* at ECF No. 132 (declaration of Hallie Von Rock, Esq.) at 26 (¶ 82). *See also Fleming v. Impax*
 9 *Lab’ys Inc.*, 2022 U.S. Dist. LEXIS 125595, at *28 (N.D. Cal. July 15, 2022) (approving attorney
 10 hourly rates of up to \$1,325 and paralegal hourly rates of up to \$425 in a securities class action,
 11 and citing cases in this District approving attorney hourly rates of up to \$1,600 and \$1,250 and
 12 paralegal rates of up to \$490); *Cottle v. Plaid Inc.*, 2022 WL 2829882, at *11 (N.D. Cal. July 20,
 13 2022) (approving attorney hourly rates of up to \$1,025 and paralegal hourly rates of up to \$425 in
 14 a consumer class action); *Foster v. Adams & Assocs.*, 2022 U.S. Dist. LEXIS 25071, at *24-25
 15 (N.D. Cal. Feb. 11, 2022) (approving hourly rates of up to \$975 in an ERISA class action).

16 I declare under penalty of perjury under the laws of the United States of America that the
 17 foregoing is true and correct. Executed on June 3, 2023, at Richmond, California.

18
 19 /s/ Allison L. Ehlert

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 Allison L. Ehlert

SIGNATURE ATTESTATION

In accordance with Civ. L.R. 5-1(h)(3), I hereby attest that I have obtained the concurrence to the filing of this document from each of the other signatories hereto.

/s/ Steven G. Tidrick
STEVEN G. TIDRICK

1 THE TIDRICK LAW FIRM LLP
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4 1300 Clay Street, Suite 600
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10 Attorneys for Individual and Representative
11 Plaintiff MELANIE SPORTSMAN

12 UNITED STATES DISTRICT COURT

13 NORTHERN DISTRICT OF CALIFORNIA

14 MELANIE SPORTSMAN,
15
16 Plaintiff,

17 v.

18 A PLACE FOR ROVER, INC. d/b/a Rover *et*
19 *al.*,
20
21 Defendants.

Case No. 3:19-cv-03053-WHO

**DECLARATION OF ARI J. STILLER,
ESQ. IN SUPPORT OF PLAINTIFF'S
MOTION FOR ATTORNEYS' FEES AND
COSTS AND SERVICE AWARD**

Date: March 31, 2022

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

Judge: The Honorable William H. Orrick

DECLARATION OF ARI J. STILLER

I, Ari J. Stiller, declare as follows:

1. I am an attorney licensed to practice before all the courts of the State of California, all U.S. District Courts in California, and the U.S. Court of Appeals for the Ninth Circuit. I am the principal and owner of Stiller Law Firm, appellate counsel of record for Plaintiff Melanie Sportsman. I am familiar with the facts, pleadings and records in this action, and if called upon, I could and would testify competently thereto.

2. I make this declaration in support of Plaintiff's Motion for Attorneys' Fees and Costs and Service Award.

HOURS INCURRED

3. I substituted into this case as appellate counsel in place of Ms. Sportsman's former appellate counsel, Allison Ehlert. I started my work on approximately July 18, 2022, when the case was fully briefed on appeal and awaiting oral argument.

4. My initial work consisted of discussing the status of the case and arguments with trial counsel and outgoing appellate counsel, and performing an initial review of the briefing and appellate record. There are more than 190 pages of briefing and the record consists of nine volumes.

5. Concurrently with my initial review, I prepared and filed a substitution of counsel and notice of acknowledgment of oral argument in the Ninth Circuit. This consisted of 2.1 hours in July 2022.

6. I completed most of my work in August 2022, when I closely reviewed the briefing and record, researched relevant cases and statutory authority, researched developments in the law occurring after submission of the briefs, and prepared an outline for oral argument. This phase of my work consisted of 18.5 hours.

7. Preparing for oral argument was time consuming given the need to apply A.B. 5 and *Dynamex's* "ABC" test to Rover's unique business model. My practice focuses on appeals with an emphasis on employment law, so I was familiar with some of the relevant law. However, California law regarding independent contractor status has undergone some significant changes in

1 the past five years. As a result, there is no authority applying principles from cases like *People v.*
 2 *Uber Technologies, Inc.* (2020) 56 Cal.App.5th 266, 279 and *Garcia v. Border Transportation*
 3 *Group, LLC* (2018) 28 Cal.App.5th 558, 570, to a business exactly like Rover.com.

4 8. In the trial court, Rover successfully argued that its business operates similarly to
 5 Craig's List or other online marketplaces so is distinct from the business of the workers listing
 6 dog care services on its site. To argue against this position on appeal, I had to become closely
 7 familiar with Rover's business model to distinguish it from a true marketplace and, instead,
 8 analogize it to gig economy businesses like Uber, which courts have found to be employers under
 9 the standards set forth in *Dynamex*.

10 9. I organized two moot court sessions to prepare for oral argument. These took place
 11 on August 24 and August 26, 2022. I took notes and made adjustments to my plan for oral
 12 argument based on feedback from my colleagues at these moot sessions. I spent 7.8 hours
 13 conducting the moot court sessions and revising my outline to prepare for oral argument.

14 10. I presented oral argument at the Ninth Circuit on August 29, 2022.

15 11. Following oral argument, I discussed case strategy with trial counsel and assisted
 16 with research and consulting in conjunction with mediation, ongoing settlement discussions, and
 17 the Motion for Preliminary Approval. I recorded 2.1 hours to appear at the argument and for post-
 18 argument discussions and planning with trial counsel. I have billed an additional 14.5 hours for
 19 research in conjunction with settlement discussions and preliminary approval, monitoring the
 20 docket in the Ninth Circuit, and assisting with preparation of the Motion for Preliminary
 21 Approval.

22 12. My office's lodestar for attorneys' fees in this action amounts to \$32,697.50,
 23 representing 45.1 hours of work at \$725/hour.

24 13. It is the policy of my office to record time worked on a daily basis
 25 contemporaneously with the work. I keep track of hours worked on each matter in increments of
 26 one tenth (.1) of an hour.

27 14. It has been my custom and practice for years before this case, and throughout the
 28 duration of this case, to enter my time consistently with my firm's timekeeping policies. That is, I

1 enter it to the tenth of the hour and do so on a daily basis. I generally enter time directly after
 2 completing a billable task and, if that is not possible, I enter it at the end of each day.

3 15. As this is a contingency fee matter, I have performed all work on this case without
 4 receiving any payment for services.

5 16. I believe that the amount of time spent on these matters (45.1 hours) is reasonable
 6 given the complexity of the issues.

7 HOURLY RATE

8 17. My hourly rate on this matter is \$725.

9 18. I am a tenth-year attorney. I graduated Phi Beta Kappa with a B.A. from Colorado
 10 College in 2006 and received my J.D. from University of Colorado School of Law in 2013, where
 11 I was an Associate Editor of the University of Colorado Law Review and president of my class.

12 19. Following law school, I served as a judicial fellow to Judge Paul Watford on the
 13 U.S. Court of Appeals for the Ninth Circuit and clerked at the appellate law firm of Greines,
 14 Martin, Stein & Richland.

15 20. After that, I became an associate on the motions and appeals team at a prominent
 16 Los Angeles law firm in 2014 before joining the employment-focused practice of Kingsley &
 17 Kingsley in 2015.

18 21. I eventually became Senior Counsel at Kingsley & Kingsley. In that role, I
 19 managed the firm's appellate practice and regularly litigated all aspects of employment disputes
 20 in the trial courts. Below is a brief sample of appeals that I handled while at that firm:

21 a. *Salazar v. Apple Am. Grp., LLC*, No. E059562, 2015 WL 314703 (Cal. Ct. App. Jan.
 22 26, 2015), review denied (Apr. 22, 2015), cert. denied, 136 S. Ct. 688, 193 L. Ed. 2d 519 (2015)
 23 (Court of Appeal affirmed ruling in employee's favor on motion to compel arbitration and U.S.
 24 Supreme Court denied certiorari);

25 b. *Cortez v. Doty Bros. Equipment Company, Inc.* (2017) 15 Cal.App.5th 1 (Court of
 26 Appeal partially reversed lower court ruling compelling arbitration in a class action case);

27 c. *Lopez v. Friant & Associates, L.L.C.* (2017) 15 Cal.App.5th 773 (Court of Appeal
 28 reversed lower court's grant of summary judgment on PAGA action for wage statement violations);

1 d. *Kane v. Valley Slurry Seal Co.* (May 8, 2018, C079558) (Court of Appeal upheld
2 class-action trial verdict and a fee award of approximately \$1 million);

3 e. *Kim v. Reins International California, Inc.* (2020) 9 Cal.5th 73 (California Supreme
4 Court reversed summary judgment, finding that employee retained standing to seek PAGA
5 penalties for violations he had settled individually);

6 f. *Meda v. Autozone, Inc.* (2022) 81 Cal.App.5th 366 (Court of Appeal reversed
7 summary judgment in PAGA action and found trial issues of whether Autozone failed to provide
8 employee with suitable seating).

9 22. In 2021, I started Stiller Law Firm as a solo practice to build on my work as an
10 appellate advocate. Stiller Law Firm has now handled at least 10 appeals, some of which are still
11 active.

12 23. After starting Stiller Law Firm, I passed the exam to become a Certified Specialist
13 in Appellate Law, given by the State Bar of California Board of Legal Specialization. I intend to
14 submit my application to finalize the certification in April 2023.

15 24. In addition to my work in the courts, I make a point to stay involved in the legal
16 community.

17 25. I serve as a Lecturer in Law at the University of Southern California Gould School
18 of Law, teaching a class called “U.S. Common Law Analysis and Skills.” My class teaches the
19 fundamentals of the U.S. legal system to foreign students obtaining their LLM degrees.

20 26. I also serve as a member of the Los Angeles County Bar Association’s State
21 Appellate Judicial Evaluation Committee where I help to vet judges and other candidates who
22 have applied to serve as justices in California’s appellate courts.

23 27. I regularly serve as amicus counsel on behalf of various organizations, including
24 the California Employment Lawyers’ Association and Consumer Attorneys of California. As
25 amicus counsel, I have submitted briefs in some of the most significant wage-and-hour appeals
26 decided in the past 10 years, including *Frlekin v. Apple Inc.*, 8 Cal.5th 1038 (2020) and *Troester*
27 *v. Starbucks Corp.*, 5 Cal.5th 829 (2018).

28 28. I have also served on the Executive Committee of the Bet Tzedek New Leadership

Council, have taught MCLEs on employment law topics, and have penned several articles for the Los Angeles Daily Journal and other publications regarding employment and appellate matters. My most recent article is entitled “*Viking’s* Unanswered Questions” and appeared in the September-October 2022 edition of Forum Magazine published by the Consumer Attorneys of California and distributed statewide.

29. Courts have approved my hourly rates in connection with class action settlements or fee motions at least a dozen times throughout my career. Below is a representative sampling of those cases:

a. *Anderson v. Total Renal Care, Inc.*, (No. BC388335, L.A. Super. Ct.) In January 2014, the Honorable William F. Highberger granted final approval of settlement in the gross amount of \$1,500,000.00 and the court granted attorneys’ fees request of 33.33%.

b. *Kane et al. v. Valley Slurry Seal*, (No. CV08-2483, Yolo Super. Ct.) In March 2016, after a class trial with a verdict in the class’s favor, the Honorable Daniel P. Maguire awarded \$996,232.72 in attorney’s fees.

c. *Aparacio v. Abercrombie & Fitch Stores, Inc.*, (No. BC499281, L.A. Super. Ct.) In June 2016, the Hon. Kenneth Freeman granted final approval of settlement in the gross amount of \$2,000,000.00, and the granted attorney’s fees of 33.33%.

d. *Ayala v. Coach, Inc.* (Case No. 3:14-cv-02031-JD, Northern District of California). On May 22, 2017, Hon. James Donato granted final approval of \$1,750,000.00 settlement and granted attorneys’ fees of 25%.

e. *Harvey v. Bed Bath & Beyond of California Limited Liability Company* (Case no. RG17885153, Alameda County Superior Court). On October 11, 2019, Hon. Evelio Grillo granted final approval of \$1,250,000.00 PAGA settlement and granted attorneys’ fees of 33.33%;

f. *Gettys v. Banc of America Merchant Services, LLC* (Case No. 19STCV17233, L.A. Super. Ct.). On March 16, 2021, Hon. Ann I. Jones granted final approval of \$1,900,000.00 class settlement and granted final approval of 33.33%;

1 g. *Kim v. Reins International California, Inc.* (Case No. BC539194, L.A.
 2 Super. Ct.) On March 15, 2021, Hon. Kenneth R. Freeman granted \$500,000.00 in fees and costs
 3 on noticed motion.

4 30. Since departing Kingsley & Kingsley, I have increased my hourly rate to \$725. My
 5 rate at Kingsley was kept at \$525 so that it could be in step with partner rates at that firm. I
 6 increased it to \$625 when I set out on my own in 2021. That hourly rate was approved by
 7 Arbitrator Joseph L. Paller, Jr. of AAA on May 14, 2022 in the case of *Villasenor v. Tomdan*
 8 *Enterprises, Inc.*, AAA Case No. 01-21-0001-4865. I did not increase my rate in 2022.

9 31. I believe my current rate of \$725 is justified by my role as the principal in my own
 10 firm, by my experience and leadership in the legal community, and by the experience I have
 11 gained since leaving the Kingsley firm. It was only in the past two years that I passed the
 12 appellate certification exam and have become specialized in the area of appellate law, began my
 13 lectureship at USC, became rated as a Rising Star by Super Lawyers magazine, joined the State
 14 Appellate Judicial Evaluation Committee, and joined the Amicus Committee for the Consumer
 15 Attorneys of California, among other experience that strengthens my legal skills and should
 16 justify my current rate.

17 32. Moreover, prices for legal services have increased by 8.79% from 2021 to 2023,
 18 according to the U.S. Bureau of Labor Statistics. A summary of the increase of the Consumer
 19 Price Index for legal services during that time frame can be found at
 20 <https://www.in2013dollars.com/Legal-services/price-inflation/2021-to-2023?amount=100> (last
 21 visited April 10, 2023).

22 33. I try to keep apprised of market rates in the communities where I litigate and I
 23 believe that my hourly rate is commensurate with the prevailing market rates in the Northern
 24 District of California for attorneys of comparable experience and skill handling complex litigation
 25 and appeals.

26 34. The author of the leading California attorney fee treatise, Richard M. Pearl, Esq.,
 27 has provided a declaration with his expert opinion that my firm's rates are reasonable and in line
 28 with rates charged by comparably qualified attorneys in the local legal community.

35. Finally, as noted in the concurrently filed Declaration of Steven G. Tidrick, my hourly rates requested are comparable to, or lower than, rates charged by other law firms in northern California prosecuting claims on behalf of workers and consumers. For example, in *Nitsch v. DreamWorks Animation SKG Inc.*, 2017 WL 2423161, at *9 (N.D. Cal. June 5, 2017), an employment class action, the court found that hourly rates of up to \$1,200 per hour—significantly above Class Counsel’s hourly rates here—for plaintiffs’ class action lawyers based in California were “fair, reasonable, and market-based, particularly for the ‘relevant community’ in which counsel work.” Similarly, in *Nucci v. Rite Aid Corp.*, Case No. 3:19-cv-01434-LB, 2022 U.S. Dist. LEXIS 94936, at *16 (N.D. Cal. May 26, 2022), the court approved attorney hourly rates of up to \$1,005 and a paralegal rate of \$275, and found that “the billing rates are normal and customary for timekeepers with similar qualifications and experience in the relevant market.” *See id.* at ECF No. 132 (declaration of Hallie Von Rock, Esq.) at 26 (¶ 82). *See also Fleming v. Impax Lab’ys Inc.*, 2022 U.S. Dist. LEXIS 125595, at *28 (N.D. Cal. July 15, 2022) (approving attorney hourly rates of up to \$1,325 and paralegal hourly rates of up to \$425 in a securities class action, and citing cases in this District approving attorney hourly rates of up to \$1,600 and \$1,250 and paralegal rates of up to \$490); *Cottle v. Plaid Inc.*, 2022 WL 2829882, at *11 (N.D. Cal. July 20, 2022) (approving attorney hourly rates of up to \$1,025 and paralegal hourly rates of up to \$425 in a consumer class action); *Foster v. Adams & Assocs.*, 2022 U.S. Dist. LEXIS 25071, at *24-25 (N.D. Cal. Feb. 11, 2022) (approving hourly rates of up to \$975 in an ERISA class action).

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on June 1, 2023, at Tarzana, California.



Ari J. Stiller

1 THE TIDRICK LAW FIRM LLP
2 STEVEN G. TIDRICK, SBN 224760
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10 Attorneys for Individual and Representative
11 Plaintiff MELANIE SPORTSMAN

12
13 IN THE UNITED STATES DISTRICT COURT
14
15 FOR THE NORTHERN DISTRICT OF CALIFORNIA

16 MELANIE SPORTSMAN,
17
18 Plaintiff

19 v.

20 A PLACE FOR ROVER, INC. d/b/a Rover *et*
21 *al.*,
22
23 Defendants.

Civil Case No. 3:19-cv-03053-WHO

**DECLARATION OF RICHARD M.
PEARL, ESQ. IN SUPPORT OF
PLAINTIFF'S MOTION FOR AWARD OF
ATTORNEYS' FEES AND COSTS**

Date: July 19, 2023
Time: 2:00 p.m.
Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

The Honorable William H. Orrick

1 I, Richard M. Pearl, declare:

2 1. I am a member in good standing of the California State Bar. I am in
3 private practice as principal of my own law firm, the Law Offices of Richard M. Pearl,
4 in Berkeley, California. I specialize in issues related to court-awarded attorney fees,
5 including serving as an expert witness regarding attorney fees, the representation of
6 parties in attorney fee litigation and appeals, and serving as a mediator and arbitrator
7 in disputes concerning attorney fees and related issues. The facts set forth herein are
8 true of my own personal knowledge, and if called upon to testify thereto, I could and
9 would competently do so under oath.

10 2. I make this declaration in my capacity as an expert witness on reasonable
11 attorney fees in support of Plaintiff's Motion for an Award of Attorneys' Fees and
12 Costs in the above-entitled case.

13 3. Specifically, The Tidrick Law Firm LLP, Plaintiff's primary counsel, has
14 retained me as an expert to provide my opinion regarding current market rates for
15 comparable attorney services in this area and to provide my expert opinion on the
16 reasonableness of the hourly rates it and Ms. Sportsman's appellate counsel are
17 requesting in this case.

18 **My Background and Experience**

19 4. My Resume, which sets forth my experience and qualifications as an
20 attorneys' fees expert is attached hereto as **Exhibit A**.

21 5. Briefly summarized, my background is as follows: I am a 1969 graduate
22 of Boalt Hall (now Berkeley) School of Law, University of California, Berkeley,
23 California. I took the California Bar Examination in August 1969 and learned that I
24 had passed it in November of that year, but because I was working as an attorney in
25 Atlanta, Georgia for the Legal Aid Society of Atlanta (LASA), I was not admitted to
26 the California Bar until February 1970. I worked for LASA until the summer of 1971,
27 then went to work in California's Central Valley for California Rural Legal Assistance,
28

1 Inc. (CRLA), a statewide legal services program. In 1974, I moved to CRLA's Central
 2 Office in San Francisco and became the Director of its Backup Center, a 4-attorney
 3 unit providing backup on impact litigation to other LSC programs in the state. In
 4 1977, I became CRLA's Director of Litigation, supervising more than fifty attorneys.
 5 In 1982, I went into private practice, first in a small law firm, then as a sole
 6 practitioner. Martindale Hubbell rates my law firm "AV." I also have been selected as
 7 a Northern California "Super Lawyer" in Appellate Law for 2005, 2006, 2007, 2008,
 8 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021, 2022, and
 9 2023.

10 6. Since 1982, the focus of my legal work has been in general civil litigation
 11 and appellate practice, with an increasing emphasis on cases and appeals involving
 12 court-awarded attorney fees, both as an advocate and as a consultant or expert witness.
 13 I have lectured and written extensively on court-awarded attorney fees. I have been a
 14 member of the California State Bar's Attorneys' Fees Task Force and have testified
 15 before the State Bar Board of Governors and the California Legislature on attorneys'
 16 fee issues.

17 7. I am the author of *California Attorney Fee Awards* (3d ed. Cal. CEB
 18 2010) and its cumulative annual Supplements for the years 2011 through March 2023.
 19 I also was the author of *California Attorney Fee Awards*, 2d Ed. (Calif Cont. Ed. of
 20 Bar 1994), and its 1995 through 2008 annual Supplements, as well as the 1984
 21 through 1993 annual Supplements to the predecessor treatise, *CEB's California*
 22 *Attorney's Fees Award Practice*. The California courts have repeatedly referred to
 23 this treatise as "[t]he leading California attorney fee treatise." *Calvo Fisher & Jacob*
 24 *LLP v. Lujan*, 234 Cal. App. 4th 608, 621 (2015); *see also, e.g., Int'l Billing Servs.,*
 25 *Inc. v. Emigh*, 84 Cal. App. 4th 1175, 1193 (2000) ("the leading treatise"); *Orozco v.*
 26 *WPV San Jose, LLC*, 36 Cal. App. 5th 375, 409 (2019) ("a leading treatise on
 27 California attorney's fees"). It also has been cited by the California Supreme Court
 28

1 and Court of Appeal on many occasions. *See, e.g., Graham v. DaimlerChrysler Corp.*,
 2 34 Cal. 4th 553, 576, 584 (2004); *Lolley v. Campbell*, 28 Cal. 4th 367, 373 (2002); *In*
 3 *re Conservatorship of Whitley*, 50 Cal. 4th 1206, 1214–15, 1217 (2010)); *Yost v.*
 4 *Forestiere*, 51 Cal. App. 5th 509, 530 n. 8 (2020); *Doe v. Regents of Univ. of*
 5 *California*, 51 Cal. App. 5th 531, 547 (2020); *Highland Springs Conference &*
 6 *Training Ctr. v. City of Banning*, 42 Cal. App. 5th 416, 428 n. 11 (2019); *Orozco v.*
 7 *WPV San Jose, LLC*, 36 Cal. App. 5th 375, 409 (2019); *Sweetwater Union High Sch.*
 8 *Dist. v. Julian Union Elementary Sch. Dist.*, 36 Cal. App. 5th 970, 988 (2019); *Hardie*
 9 *v. Nationstar Mortg. LLC*, 32 Cal. App. 5th 714, 720 (2019); *Stratton v. Beck*, 30 Cal.
 10 App. 5th 901, 911 (2018); *Syers Props III, Inc. v. Rankin*, 226 Cal. App. 4th 691, 698,
 11 700 (2014). California Superior Courts also cite the treatise with approval. *See,*
 12 *e.g., Davis v. St. Jude Hosp.*, No. 30201200602596CUOECX, 2018 WL 7286170, at
 13 *4 (Orange Cty. Super. Ct. Aug. 31, 2018); *Hartshorne v. Metlife, Inc.*, No.
 14 BC576608, 2017 WL 1836635, at *10 (Los Angeles Super. Ct. May 02, 2017).
 15 Federal courts also have cited it. *See In re Hurtado*, Case No. 09-16160-A-13, 2015
 16 WL 6941127 (E.D. Cal. Nov. 6, 2015); *TruGreen Companies LLC v. Mower*
 17 *Brothers, Inc.*, 953 F. Supp. 2d 1223, 1236 nn.50, 51 (D. Utah 2013). In addition, I
 18 authored a federal manual on attorneys’ fees entitled “Attorneys’ Fees: A Legal
 19 Services Practice Manual,” published by the Legal Services Corporation. I also co-
 20 authored the chapter on “Attorney Fees” in Volume 2 of CEB’s *Wrongful*
 21 *Employment Termination Practice*, 2d Ed. (1997).

22 8. More than 98% of my practice is devoted to issues involving court-
 23 awarded attorney fees. I have appeared as counsel of record in over 200 attorney fee
 24 applications in state and federal courts, representing other attorneys as well as myself.
 25 I also have briefed and argued more than 40 appeals, at least 30 of which have
 26 involved attorney fees issues. I have successfully handled five cases in the California
 27 Supreme Court involving court-awarded attorney fees (1) *Maria P. v. Riles*, 43 Cal. 3d
 28

1 1281 (1987), which upheld a C.C.P. section 1021.5 fee award based on a preliminary
2 injunction obtained against the State Superintendent of Education, despite the fact that
3 the case ultimately was dismissed under C.C.P. section 583; (2) *Delaney v. Baker*, 20
4 Cal. 4th 23 (1999), which held that heightened remedies, including attorneys' fees, are
5 available in suits against nursing homes under California's Elder Abuse Act; (3)
6 *Ketchum v. Moses*, 24 Cal. 4th 1122 (2001), which reaffirmed that contingent risk
7 multipliers are an essential consideration under California attorney fee law (note that
8 in *Ketchum*, I was primary appellate counsel in the Court of Appeal and "second
9 chair" in the California Supreme Court); (4) *Flannery v. Prentice*, 26 Cal. 4th 572
10 (2001), which held that under California law, in the absence of an agreement to the
11 contrary, statutory attorneys' fees belong to the attorney whose services they are based
12 upon; and (5) *Graham v. DaimlerChrysler Corp.*, 34 Cal. 4th 553 (2004), which held,
13 *inter alia*, that the "catalyst" theory of fee recovery remained viable under California
14 law and that lodestar multipliers could be applied to fee motion work. In that case, I
15 represented trial counsel in both the Court of Appeal (twice) and California Supreme
16 Court, as well as on remand in the trial court. I also represented and argued on behalf
17 of *amicus curiae* in *Conservatorship of McQueen*, 59 Cal. 4th 602 (2014), which held
18 that attorneys' fees incurred for appellate work were not "enforcement fees" subject to
19 California's Enforcement of Judgments law; I presented the argument relied upon by
20 the Court. Along with Richard Rothschild of the Western Center on Law and Poverty,
21 I also prepared and filed an *amicus curiae* brief in *Vasquez v. State of California*, 45
22 Cal. 4th 243 (2009). I also have handled numerous other appeals involving attorneys'
23 fee issues, including: *Davis v. City & County of San Francisco*, 976 F.2d 1536 (9th
24 Cir. 1992); *Mangold v. CPUC*, 67 F.3d 1470 (9th Cir. 1995); *Velez v. Wynne*, 2007
25 U.S. App. LEXIS 2194 (9th Cir. 2007); *Camacho v. Bridgeport Financial, Inc.*, 523
26 F.3d 973 (9th Cir. 2008); *Orr v. Brame*, 793 F. Appx. 485 (9th Cir. 2019); *Center*
27 *for Biological Diversity v. County of San Bernardino*, 185 Cal.App.4th 866 (2010);
28

1 *Environmental Protection Information Center v. California Dept. of Forestry &*
 2 *Fire Protection et al*, 190 Cal.App.4th 217 (2010); *Heron Bay Home Owners*
 3 *Association v. City of San Leandro*, 19 Cal. App. 5th 376 (2018); and *Robles v. Emp.*
 4 *Dev. Dept.*, 38 Cal.App.5th 191 (2019). An expanded list of reported decisions in
 5 cases I have handled is set out at pages 5-8 of my resume (**Exhibit A**).

6 9. I frequently testify as an expert witness on attorneys' fees, primarily by
 7 declaration but also through live testimony before judges and arbitrators. Many
 8 federal cases have referenced my expert testimony favorably. For example, in *Human*
 9 *Rights Defense Center v. County of Napa*, 20-cv-01296-JCS, Doc. 50 (March 28,
 10 2021), the court stated that it had "place[d] significant weight on the opinion of Mr.
 11 Pearl that the rates charged by all of the timekeepers listed above are reasonable and in
 12 line with the rates charged by law firms that engage in federal civil litigation in the
 13 San Francisco Bay Area. Mr. Pearl has extensive experience in the area of attorney
 14 billing rates in this district and has been widely relied upon by both federal and state
 15 courts in Northern California [] in determining reasonable billing rates." *Id.* at 18–19.
 16 That same view of my testimony was subsequently repeated and applied in *Wit v.*
 17 *United Behavioral Health* (N.D. Cal. Jan. 5, 2022) 578 F.Supp.3d 1060, 1079, and
 18 *Andrews v. Equinox Holdings, Inc.*, N.D. Cal. No. 20-cv-00485-SK, Order on Motion
 19 for Attorney Fees and Costs filed November 9, 2021 (Doc. 110) (quoting the above
 20 language from *Human Rights Defense Center* and concluding: "This Court similarly
 21 finds Pearl's opinions well supported and persuasive." Order at p. 4:13-19.). The
 22 following reported federal decisions also reference my expert testimony favorably:

- 23 • *Prison Legal News v. Ryan* (9th Cir. 2023) No. 19-17449, Order filed
 24 March 21, 2023, at 4.
- 25 • *Antoninetti v. Chipotle Mexican Grill, Inc.*, No. 08-55867 (9th Cir. 2012),
 26 Order filed Dec. 26, 2012, at 6.

- 1 • *Prison Legal News v. Schwarzenegger*, 608 F.3d 446, 455 (9th Cir. 2010)
- 2 (the expert declaration referred to is mine).
- 3 • *Roe v. SFBSC Mgmt., LLC* (N. D. Cal. Nov. 29, 2022) 2022 U.S. Dist.
- 4 LEXIS 215122;
- 5 • *Independent Living Center of S. Cal. v. Kent*, 2020 U.S. Dist. LEXIS
- 6 13019 (C.D. Cal. 2020);
- 7 • *Ridgeway v. Wal-Mart Stores, Inc.*, 269 F. Supp. 3d 975 (N.D. Cal.
- 8 2017), *aff'd* 269 F.3d 1066 (9th Cir. 2020);
- 9 • *Beaver v. Tarsadia Hotels*, 2017 U.S. Dist. LEXIS 160214 (S.D. Cal.
- 10 2017);
- 11 • *Notter v. City of Pleasant Hill*, 2017 U.S. Dist. LEXIS 197404, 2017 WL
- 12 5972698 (N.D. Cal. 2017);
- 13 • *Villalpondo v. Exel Direct, Inc.*, 2016 WL 1598663 (N.D. Cal. 2016);
- 14 • *State Compensation Insurance Fund v. Khan et al*, Case No. SACV 12-
- 15 01072- CJC(JCGx) (C.D. Cal.), Order Granting in Part and Denying in
- 16 Part the Zaks Defendants' Motion for Attorneys' Fees, filed July 6, 2016
- 17 (Dkt. No. 408);
- 18 • *In re Cathode Ray Tube Antitrust Litig.*, Master File No. 3:07-cv-5944
- 19 JST, MDL No. 1917 (N.D. Cal. 2016) 2016 U.S. Dist. LEXIS 24951
- 20 (Report And Recommendation Of Special Master Re Motions (1) To
- 21 Approve Indirect Purchaser Plaintiff's Settlements With the Phillips,
- 22 Panasonic, Hitachi, Toshiba, Samsung SDI, Technicolor, And
- 23 Technologies Displays Americas Defendants, and (2) For Award Of
- 24 Attorneys' Fees, Reimbursement Of Litigation Expenses, And Incentive
- 25 Awards To Class Representative), Dkt. 4351, dated January 28, 2016,
- 26 *adopted in relevant part*, 2016 U.S. Dist. LEXIS 88665.
- 27
- 28

- 1 • *Gutierrez v. Wells Fargo Bank*, 2015 U.S. Dist. LEXIS 67298 (N.D. Cal.
2 2015).
- 3 • *Holman v. Experian Information Solutions, Inc.*, 2014 U.S. Dist. LEXIS
4 173698 (N.D. Cal. 2014).
- 5 • *In re TFT-LCD (Flat Panel) Antitrust Litig.*, No. M 07-1827 SI, MDL
6 No. 1827 (N.D. Cal.), Report and Recommendation of Special Master Re
7 Motions for Attorneys' Fees And Other Amounts By Indirect-Purchaser
8 Class Plaintiffs And State Attorneys General, Dkt. 7127, filed Nov. 9,
9 2012, adopted in relevant part, 2013 U.S. Dist. LEXIS 49885 (N.D. Cal.
10 2013).
- 11 • *Walsh v. Kindred Healthcare*, 2013 U.S. Dist. LEXIS 176319 (N.D. Cal.
12 2013);
- 13 • *A.D. v. California Highway Patrol*, 2009 U.S. Dist. LEXIS 110743, at *4
14 (N.D. Cal. 2009), rev'd on other grounds, 712 F.3d 446 (9th Cir. 2013),
15 reaffirmed and additional fees awarded on remand, 2013 U.S. Dist.
16 LEXIS 169275 (N.D. Cal. 2013).
- 17 • *Hajro v. United States Citizenship & Immigration Service*, 900 F. Supp.
18 2d 1034, 1054 (N.D. Cal. 2012).
- 19 • *Rosenfeld v. United States Dep't of Justice*, 904 F. Supp. 2d 988, 1002
20 (N.D. Cal. 2012).
- 21 • *Stonebrae, L.P. v. Toll Bros., Inc.*, 2011 U.S. Dist. LEXIS 39832, *9
22 (N.D. Cal. 2011) (thorough discussion), aff'd 2013 U.S. App. LEXIS
23 6369 (9th Cir. 2013);
- 24 • *Armstrong v. Brown*, 2011 U.S. Dist. LEXIS 87428 (N.D. Cal. 2011).
- 25 • *Lira v. Cate*, 2010 WL 727979 (N.D. Cal. 2010).
- 26 • *Californians for Disability Rights, Inc. v. California Dep't of*
27 *Transportation*, 2010 U.S. Dist. LEXIS 141030 (N.D. Cal. 2010).
- 28

- *Nat'l Federation of the Blind v. Target Corp.*, 2009 U.S. Dist. LEXIS 67139 (N.D. Cal. 2009).
- *Prison Legal News v. Schwarzenegger*, 561 F.Supp.2d 1095 (N.D. Cal. 2008).
- *Bancroft v. Trizechahn Corp.*, No. CV 02-2373 SVW (FMOx), Dkt. 278 (C.D. Cal. Aug. 14, 2006).
- *Willoughby v. DT Credit Corp.*, No. CV 05-05907 MMM (CWx), Dkt. 65 (C.D. Cal. July 17, 2006).
- *Oberfelder v. City of Petaluma*, 2002 U.S. Dist. LEXIS 8635 (N.D. Cal. 2002), *aff'd* 2003 U.S. App. LEXIS 11371 (9th Cir. 2003).

10. Many California courts also have referenced my testimony favorably.

These include:

- *Sonoma Land Trust v. Thompson*, 63 Cal.App.5th 978, 986 (2021)
- *Wood v. Los Angeles County Waterworks Dist. No. 40 (Antelope Valley Groundwater Cases)*, 2021 Cal.App. Unpub. LEXIS 5506 (2021).
- *Kerkeles v. City of San Jose*, 243 Cal.App.4th 88 (2015).
- *Habitat and Watershed Caretakers v. City of Santa Cruz*, 2015 Cal. App. Unpub. LEXIS 7156 (2015).
- *Laffitte v. Robert Half Int'l Inc.*, 231 Cal.App.4th 860 (2014), *aff'd* (2016) 1 Cal.5th 480.
- *In re Tobacco Cases I*, 216 Cal.App.4th 570 (2013).
- *Heritage Pacific Financial, LLC v. Monroy*, 215 Cal.App.4th 972, 1009 (2013).
- *Wilkinson v. South City Ford*, 2010 Cal. App. Unpub. LEXIS 8680 (2010).
- *Children's Hospital & Medical Center v. Bonta*, 97 Cal.App.4th 740 (2002).

- 1 • *Church of Scientology v. Wollersheim*, 42 Cal.App.4th 628 (1996).
- 2 • *Kaku v. City of Santa Clara*, No. 17CV319862, 2019 WL 331053, at *3
- 3 (Santa Clara Cty. Super. Ct. Jan. 22, 2019), *aff'd* (2020) 59 Cal. App. 5th
- 4 385.
- 5 • *Davis v. St. Jude Hosp.*, No. 30201200602596CUOECX, 2018 WL
- 6 7286170, at *4 (Orange Cty. Super. Ct. Aug. 31, 2018),
- 7 • *Hartshorne v. Metlife, Inc.*, No. BC576608, 2017 WL 1836635, at *10
- 8 (Los Angeles Super. Ct. May 2, 2017).

9 These are just some examples. Many other trial courts also have relied on my
10 testimony in unreported fee awards.

11 11. I have also been retained by various governmental entities, including the
12 California Attorney General's office to consult with them and serve as their expert
13 regarding their affirmative attorney fee claims. *See, e.g., In re Tobacco Cases I*, 216
14 Cal. App. 4th 570, 584 (2013); *Dep. of Fair Employ. and Hous. v. Law Sch. Admission*
15 *Council, Inc.*, 2018 WL 5791869 (N.D. Cal. No. 12-cv-08130, filed Nov. 5, 2018).

16 **My Opinion In This Case**

17 12. My opinion in this case is based initially my extensive experience,
18 research, and knowledge in this subject area as detailed above and in **Exhibit A**.

19 13. My opinions are also informed by the numerous source and reference
20 materials regarding attorney fee rates that I have reviewed over the years, including
21 the following materials:

- 22 a. Attached hereto as **Exhibit B** is a document that I prepared and
- 23 maintain which compiles attorney fee rates that courts recently found
- 24 to be reasonable in San Francisco Bay Area cases.
- 25 b. Attached hereto as **Exhibit C** is a document that I prepared and
- 26 maintain which compiles attorney fee rates charged by San Francisco
- 27 Bay Area law firms.
- 28

- c. Attached hereto as **Exhibit D** are excerpts from the 2021 Real Rate Report by Wolters Kluwer, which is a widely used and relied on report of law firm rates based on invoice data.
- d. Attached hereto as **Exhibit E** is a Peer Monitor Public Rates report of publicly reported attorney fee rates in 2018.
- e. **The LSI Adjusted Laffey Matrix** (www.laffeymatrix.com) is a survey of Washington D.C. Area attorney rates that is sometimes used by Bay Area courts, with adjustments for differences in regional rates. See *Syers Properties III v. Rankin*, 226 Cal.App.4th 691, 702 (2014) (approving use of *Laffey Matrix*); *DL v. D.C.*, 924 F.3d 585 (D.C. Cir. 2019) (finding that the “Adjusted Laffey Matrix” is truer version of the *Laffey Matrix* than the USAO version).
- f. **Chapter 11 Bankruptcy attorney fee applications** are another source of information regarding attorney fee rates charged and approved in this area. By way of example, *In Re PG&E Corporation*, N.D. Bank. Case No. 19-30088, includes hundreds of pages of court filings regarding attorney fee rates. *E.g.*, Dkt. No. 6331. Excerpts from that application are attached hereto as **Exhibit F**.

14. To form my opinions in this case, I also familiarized myself generally with the history of the litigation, the nature of the legal work it required, and the results it achieved. To this end, I reviewed the pleadings, the summary judgment briefing, the Court’s order of May 6, 2021 on cross motions for summary judgment, the Ninth Circuit briefing, the Court’s order of March 24, 2023 (granting preliminary approval of settlement) and the draft declarations of Steven Tidrick, Allison Ehlert, and Ari Stiller in support of the fees motion. I also have spoken with Plaintiff’s lead counsel, Steven Tidrick, about these materials and other aspects of the case. Further, to

form my opinion in this case, I familiarized myself with the experience, credentials, and qualifications of the attorneys involved.

15. It is my understanding that Plaintiff's fee request here is based on the following hourly rates:

Biller	Bar Admission Year	Rate
Steven G. Tidrick	2001	\$973
Joel B. Young	2005	\$873
Carrie McAfee	Paralegal	\$180
Ari Stiller	2013	\$725
Allison Ehlert	2004	\$873

16. As detailed below, it is my opinion that Plaintiff's law firms' hourly rates set forth above are well in line with the rates charged by comparably qualified San Francisco Bay Area attorneys for comparable services. That is the applicable standard. See *Blum v. Stenson*, 465 U.S. 886, 895-96 (1984). Indeed, it is my opinion that these rates are in the mid-range of hourly noncontingent rates charged by similarly qualified Bay Area attorneys who regularly engage in civil litigation of comparable complexity. That opinion is based on the following factors:

17. *First*, it is based on my long experience and expertise regarding attorneys' fees, as noted in the numerous reported cases listed above. See, e.g., *Wit v. United Behav. Health*, 578 F.Supp.3d 1060, 1079 (N.D. Cal. Jan. 5, 2022) ("the Court places significant weight on Pearl's opinion"); *Human Rights Defense Center v. County of Napa*, 2021 U.S. Dist. LEXIS 59778, *32, 2021 WL 1176640, 20-cv-01296-JCS (N.D. Cal. March 28, 2021) ("Mr. Pearl has extensive experience in the

1 area of attorney billing rates in this district and has been widely relied upon by both
2 federal and state courts”).

3 18. *Second*, my opinion is based on the numerous prior judicial
4 determinations that The Tidrick Law Firm LLP’s then current rates were reasonable,
5 including the recent determinations made by this District in *Roe v. SFBSC*. *See Roe v.*
6 *SFBSC Management, LLC*, Case No. 3:14-cv-03616-LB, 2022 U.S. Dist. LEXIS
7 215122, at *54 (N.D. Cal. Nov. 29, 2022), ECF No. 286 at 34:18-19 (finding Mr.
8 Tidrick’s hourly rate of \$973/hour to be reasonable, and likewise with respect to Mr.
9 Young’s hourly rate of \$873/hour, stating that “the billing rates are normal and
10 customary for timekeepers with similar qualifications and experience in the relevant
11 market”). *See* Tidrick Decl., ¶ 10; Ehlert Decl., ¶ 18; Stiller Decl., ¶ 17. Their current
12 rates, which reflect only a very modest increase over those determinations, are firmly
13 justified by rate increases in the legal marketplace. In fact, listed billing rates, court
14 awards, and published articles show that over the past four years, San Francisco area
15 rates have risen an average of 4-6% per year. For example, in *Planned Parenthood*
16 *Federation of America, Inc. v. Center for Medical Progress*, 2020 U.S. Dist. LEXIS
17 241035, at *13 (N.D. Cal. Dec. 22, 2020), the district court applied a 25% rate
18 increase for the period from 2016 to 2020. More recently, similar rate increases in the
19 legal marketplace have been observed by commentators. *See, e.g.*, Bloomberg Law
20 (Bureau of National Affairs, Inc.), “Rising Rates Are Law Firms’ Salve as Layoffs and
21 Pay Cuts Surge” (Jan. 19, 2023) (new 2023 hourly rates for some commercial firms
22 reflect averaged increases over 2022 rates of 10%); “What We’re Watching –
23 Alarming Rates?”, Law.Com Morning Minute, Jan. 25, 2022 (rates rose 4% in 2021
24 and likely to rise “as much or more” in 2022); *Aggressive Billing Rate Increases*
25 *Appear Likely, but Can Clients Stomach It?* Maloney, *The American Lawyer* (Jan. 24,
26 2022) (rates rose “nearly 4%” in 2021; Simons, *Big Law Should Raise Partner Billing*
27
28

1 *Rates 10+ Percent Now*, The Recorder (Nov. 15, 2018) at 3 (“In a normal year,
2 partner rates would go up around 5 or 6 percent”).

3 19. *Third*, my opinion is based on the numerous recent judicial rate
4 determinations listed in **Exhibit B** to my declaration. These findings are entitled to
5 significant weight. See, e.g., *Gonzalez v. City of Maywood*, 729 F.3d 1196, 1207 (9th
6 Cir. 2013). For example:

- 7 • In *Wit*, this District Court found that hourly rates of \$1,145, \$1,040, and
8 \$980 were reasonable for lawyers with 35-39, 24, and 21 years of
9 experience respectively. Mr. Tidrick’s (\$973) and Mr. Young’s (\$873)
10 rates are well in line with these determinations. Similarly, Mr. Stiller’s
11 \$725 rate and Ms. Ehlert’s \$873 rate is significantly lower than the
12 \$1,325 rate found reasonable in *Wit* for a 13-year attorney.
- 13 • In *Prison Legal News v. Ryan*, No. 19-17449 (9th Cir. 2023), Order filed
14 March 21, 2023, at p. 4, the Appellate Commissioner, citing my
15 declaration, found that a reasonable hourly rate for the appellate work
16 performed by plaintiff’s 17-year attorney was \$850 per hour.
- 17 • In *Human Rights Defense Center v. County of Napa, supra*, a prisoner
18 rights action, the court found that Plaintiff’s counsel’s 2020 hourly rates
19 were reasonable, including \$950 per hour for a 39-year attorney.
- 20 • In *Yo LLC v. Krucker*, Santa Clara Superior Ct. No. 17CV306261, Fee
21 Order filed February 9, 2022, a contractual fee case, the court found that
22 \$1,010 per hour was reasonable in 2020 for an 11-year associate. And
23 again, Plaintiff’s counsel’s rates are in line with these findings.

24 20. Plaintiff’s paralegal rate (\$180) also is in line with these court awards. In
25 *Wit*, for example, the court found that paralegal rates of \$250-390 were reasonable. In
26 *Andrews v. Equinox, supra*, paralegal rates from \$240 to \$275 were found reasonable.

21. *Fourth*, my opinion is based on the reported rates of numerous local law firms set out in **Exhibit C**, which consists of data I have gathered from declarations, surveys, articles, and individual correspondence. For example, in 2022, local plaintiffs’ law firm Altshuler Berzon billed a 12-year attorney at \$875 per hour and a 3-year associate at \$600 per hour. Schneider Wallace Cottrell & Konecky, a local class action firm, billed a 26-year attorney in 2020 at \$925 per hour, a rate that was found reasonable by this Court in *Nevarez v. Forty Niners*, N.D. Cal. No. 5:16-cv-07013-LHK(SVK), Order Granting Motion for Final Approval of Class Action Settlement; Granting Motion for Service Awards; and Granting Motion for Attorney’s Fees, Costs, and Expenses, filed July 23, 2020 [Doc. 416]. In 2022, the same firm billed that same attorney at \$1,005 per hour.

22. Likewise, the filings in the PG&E Bankruptcy case, N.D. Bank. Case No. 19-30088, include hundreds of pages of court filings regarding their firms’ customary attorney fee rates. *E.g.*, Dkt. No. 6331 (Exhibit F). For example, in July 2020, PG&E’s attorneys billed a 19-year attorney at \$1,535 per hour and a 15-year attorney at \$1,220 per hour.

23. *Fifth*, the relevant surveys cited above show that Plaintiff’s law firms’ rates are “in line with” the local legal marketplace:

- The 2021 Real Rate Report by Wolters Kluwer that I have attached hereto as **Exhibit D** shows that counsel’s rates are in line with the local legal marketplace. Specifically, the “High Level Data Cuts” section at page 22 describes the 2021 rates charged by 150 San Francisco partners and 108 associates who practiced “Litigation.” For that category, the 2021 litigation hourly rate for the Third Quartile of surveyed attorneys was **\$961** per hour for partners. Similarly, the “High Level Data Cuts” section at page 34 of the Report describes the 2021 rates charged by 158 San Francisco partners with “21 or More Years” of experience. For that

category, the Third Quartile 2021 partner rate was **\$960** per hour. Given counsel's high levels of expertise and experience, the excellent work performed, and the results obtained here, it is my opinion that rates in-line with the Third Quartile rates are appropriate in this case. The rates sought by Plaintiff's counsel here are well in line with these published rates. Moreover, in my experience, since 2021 most firms have raised their rates annually by at least 4-6%.

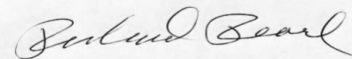
- The 2018 Peer Monitor Public Rates survey (**Exhibit E**) shows that The Tidrick Law Firm LLP's rates are well in line with (or below) the range of hourly rates billed by major Northern California law firms at that time.
- The "Adjusted" or "LSI" Laffey Matrix (<http://www.laffeymatrix.com/see.html>) rate for attorneys with 20 or more years of experience is **\$997** per hour which when adjusted to account for the rate differential between the Washington D.C. Area and the San Francisco Bay Area equals **\$1,113** per hour. *See* www.uscourts.gov/careers/compensation/judiciary-salary-plan-pay-rates. As a 22-year attorney, Mr. Tidrick's LSI rate would be \$997 per hour, adjusted to \$1,113 per hour. As 18 and 19-year attorneys, Mr. Young's and Ms. Ehlert's LSI rates would be \$829 per hour, adjusted to \$919 per hour. As a 10-year attorney, Mr. Stiller's LSI rate would be \$733 per hour, adjusted to \$810 per hour. Thus, Plaintiff's attorneys' rates here are well in line with the LSI Laffey Matrix.

24. Based on the foregoing, Plaintiff's counsel's hourly rates for their work in this litigation are reasonable as they are well in line with the range of rates charged by and awarded to comparably qualified attorneys in this legal community for comparable services.

1 25. I do not express any specific opinion regarding the necessity
2 or reasonableness of those hours incurred or tasks performed by Plaintiffs'
3 counsel because I have not been asked to do such work and do not believe expert
4 opinion on such issues is necessary. However, the absence of such testimony from me
5 does not in any way reflect a negative view of the reasonableness or necessity of the
6 attorney time spent on this matter. To the contrary, from a high-level vantage point,
7 based on my extensive experience as an attorney fee expert, litigator, and neutral, the
8 total attorney hours incurred—which I am informed is approximately 5,000 hours over
9 a five-year period—appears to me to be well within expectations for a federal case of
10 this complexity, magnitude, and duration against an opponent like Davis Wright
11 Tremaine LLP.

12
13 I declare under penalty of perjury under the laws of the United States that the
14 foregoing facts are true and correct.

15 Executed on May 16, 2023, at Berkeley, California.

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21 Richard M. Pearl
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EXHIBIT A

RESUME OF RICHARD M. PEARL

RICHARD M. PEARL

LAW OFFICES OF RICHARD M. PEARL

1816 Fifth Street

Berkeley, CA 94710

(510) 649-0810

(510) 548-3143 (facsimile)

rpearl@interx.net (e-mail)

EDUCATION

University of California, Berkeley, B.A., Economics (June 1966)

Berkeley School of Law (formerly Boalt Hall), Berkeley, J.D. (June 1969)

BAR MEMBERSHIP

Member, State Bar of California (admitted February 1970)

Member, State Bar of Georgia (admitted June 1970) (inactive)

Admitted to practice before all California State Courts; the United States Supreme Court; the United States Court of Appeals for the District of Columbia and Ninth Circuits; the United States District Courts for the Northern, Central, Eastern, and Southern Districts of California, for the District of Arizona, and for the Northern District of Georgia; and the Georgia Civil and Superior Courts and Court of Appeals.

EMPLOYMENT

LAW OFFICES OF RICHARD M. PEARL (April 1987 to Present): Civil litigation practice (AV rating), with emphasis on court-awarded attorney's fees, class actions, and appellate practice. Selected Northern California "Super Lawyer" in Appellate Law for 2005, 2006, 2007, 2008, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, and 2021.

QUALIFIED APPELLATE MEDIATOR, APPELLATE MEDIATION PROGRAM, California Court of Appeal, First Appellate District (October 2000 to 2013) (program terminated).

ADJUNCT PROFESSOR, HASTINGS COLLEGE OF THE LAW (January 1988 to 2014):

Taught *Public Interest Law Practice*, a 2-unit course that focused on the history, strategies, and issues involved in the practice of public interest law.

PEARL, McNEILL & GILLESPIE, Partner (May 1982 to March 1987): General civil litigation practice, as described above.

CALIFORNIA RURAL LEGAL ASSISTANCE, INC. (July 1971 to September 1983) (part-time May 1982 to September 1983):

Director of Litigation (July 1977 to July 1982)

Responsibilities: Oversaw and supervised litigation of more than 50 attorneys in CRLA's 15 field offices; administered and supervised staff of 4-6 Regional Counsel; promulgated litigation policies and procedures for program; participated in complex civil litigation.

Regional Counsel (July 1982 to September 1983 part-time)

Responsibilities: Served as co-counsel to CRLA field attorneys on complex projects; provided technical assistance and training to CRLA field offices; oversaw CRLA attorney's fee cases; served as counsel on major litigation.

Directing Attorney, Cooperative Legal Services Center (February 1974 to July 1977) (Staff Attorney February 1974 to October 1975)

Responsibilities: Served as co-counsel on major litigation with legal services attorneys in small legal services offices throughout California; supervised and administered staff of four senior legal services attorneys and support staff.

Directing Attorney, CRLA McFarland Office (July 1971 to February 1974) (Staff Attorney July 1971 to February 1972)

Responsibilities: Provided legal representation to low income persons and groups in Kern, King, and Tulare Counties; supervised all litigation and administered staff of ten.

HASTINGS COLLEGE OF THE LAW, Instructor, Legal Writing and Research Program (August 1974 to June 1978)

Responsibilities: Instructed 20 to 25 first year students in legal writing and research.

CALIFORNIA AGRICULTURAL LABOR RELATIONS BOARD, Staff Attorney, General Counsel's Office (November 1975 to January 1976, while on leave from CRLA)

Responsibilities: Prosecuted unfair labor practice charges before Administrative Law Judges and the A.L.R.B. and represented the A.L.R.B. in state court proceedings.

ATLANTA LEGAL AID SOCIETY, Staff Attorney (October 1969 to June 1971)

Responsibilities: Represented low-income persons and groups as part of 36-lawyer legal services program located in Atlanta, Georgia.

PUBLICATIONS

Pearl, *California Attorney Fee Awards, Third Edition* (Cal. Cont. Ed. Bar 2010) and February 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, and March 2021 Supplements

Pearl, *California Attorney Fee Awards, Second Edition* (Cal. Cont. Ed. Bar 1994), and 1995, 1996, 1997, 1998, 1999, 2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, and 2008 Supplements

Graham v. DaimlerChrysler Corp. and *Tipton-Whittingham v. City of Los Angeles*, Civil Litigation Reporter (Cal. Cont. Ed. Bar Feb. 2005)

Current Issues in Attorneys' Fee Litigation, California Labor and Employment Law Quarterly (September 2002 and November 2002)

Flannery v. Prentice: Shifting Attitudes Toward Fee Agreements and Fee-Shifting Statutes, Civil Litigation Reporter (Cal. Cont. Ed. Bar Nov. 2001)

A Practical Introduction to Attorney's Fees, Environmental Law News (Summer 1995)

Wrongful Employment Termination Practice, Second Edition (Cal. Cont. Ed. Bar 1997) (co-authored chapter on "Attorney Fees")

California Attorney's Fees Award Practice (Cal. Cont. Ed. Bar 1982) (edited), and 1984 through 1993 Supplements

Program materials on attorney fees, prepared as panelist for CEB program on Attorneys' Fees: Practical and Ethical Considerations in Determining, Billing, and Collecting (October 1992)

Program materials on Attorney's Fees in Administrative Proceedings: California Continuing Education of the Bar, prepared as panelist for CEB program on Effective Representation Before California Administrative Agencies (October 1986)

Program materials on Attorney's Fees in Administrative Proceedings: California Continuing Education of the Bar, prepared as panelist for CEB program on Attorneys' Fees: Practical and Ethical Considerations (March 1984)

Settlers Beware/The Dangers of Negotiating Statutory Fee Cases (September 1985) Los Angeles Lawyer

Program Materials on Remedies Training (Class Actions), sponsored by Legal Services Section, California State Bar, San Francisco (May 1983)

Attorneys' Fees: A Legal Services Practice Manual (Legal Services Corporation 1981)

PUBLIC SERVICE

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REPRESENTATIVE CASES

ACLU of N. Cal. v. DEA

(N.D. Cal. 2012) 2012 U.S.Dist.LEXIS 190389

Alcoser v. Thomas

(2011) 2011 Cal.App.Unpub.LEXIS 1180

Arias v. Raimondo

(2018) 2018 U.S.App.LEXIS 7484

Boren v. California Department of Employment

(1976) 59 Cal.App.3d 250

Cabrera v. Martin

(9th Cir. 1992) 973 F.2d 735

Camacho v. Bridgeport Financial, Inc.

(9th Cir. 2008) 523 F.3d 973

Campos v. E.D.D.

(1982) 132 Cal.App.3d 961

Center for Biological Diversity v. County of San Bernardino

(2010) 185 Cal.App.4th 866

Children & Families Commission of Fresno v. Brown

(2014) 228 Cal.App.4th 45

Committee to Defend Reproductive Rights v. A Free Pregnancy Center

(1991) 229 Cal.App.3d 633

David C. v. Leavitt

(D. Utah 1995) 900 F.Supp. 1547

Delaney v. Baker

(1999) 10 Cal.4th 23

REPRESENTATIVE CASES (cont.)

Dixon v. City of Oakland

(2014) 2014 U.S.Dist.LEXIS 169688

Employment Development Dept. v. Superior Court (Boren)

(1981) 30 Cal.3d 256

Environmental Protection Info. Ctr. v Department of Forestry & Fire Protection

(2010) 190 Cal.App.4th 217

Environmental Protection Information Center, Inc. v. Pacific Lumber Co.

(N.D. Cal. 2002) 229 F. Supp.2d 993, *aff'd* (9th Cir. 2004) 103 Fed. Appx. 627

Flannery v Prentice

(2001) 26 Cal. 4th 572

Graham v. DaimlerChrysler Corp.

(2004) 34 Cal. 4th 553

Guerrero v. Cal. Dept. of Corrections etc.

(2016) 2016 U.S.Dist.LEXIS 78796, *aff'd in relevant part*, (9th Cir. 2017) 701 Fed.Appx. 613

Heron Bay Home Owners Assn. v. City of San Leandro

(2018) 19 Cal.App.5th 376

Horsford v. Board of Trustees of Univ. of Calif.

(2005) 132 Cal.App.4th 359

Ketchum v. Moses

(2001) 24 Cal.4th 1122

Kievlan v. Dahlberg Electronics

(1978) 78 Cal.App.3d 951, *cert. denied* (1979)
440 U.S. 951

Lealao v. Beneficial California, Inc.

(2000) 82 Cal.App.4th 19

Lewis v. California Unemployment Insurance Appeals Board

(1976) 56 Cal.App.3d 729

REPRESENTATIVE CASES (cont.)

Local 3-98 etc. v. Donovan

(N.D. Cal. 1984) 580 F.Supp. 714,
aff'd (9th Cir. 1986) 792 F.2d 762

Mangold v. California Public Utilities Commission

(9th Cir. 1995) 67 F.3d 1470

Maria P. v. Riles

(1987) 43 Cal.3d 1281

Martinez v. Dunlop

(N.D. Cal. 1976) 411 F.Supp. 5,
aff'd (9th Cir. 1977) 573 F.2d 555

McQueen, Conservatorship of

(2014) 59 Cal.4th 602 (argued for *amici curiae*)

McSomebodies v. Burlingame Elementary School Dist.

(9th Cir. 1990) 897 F.2d 974

McSomebodies v. San Mateo City School Dist.

(9th Cir. 1990) 897 F.2d 975

Molina v. Lexmark International

(2013) 2013 Cal.App. Unpub. LEXIS 6684

Moore v. Bank of America

(9th Cir. 2007) 2007 U.S. App. LEXIS 19597

Moore v. Bank of America

(S.D. Cal. 2008) 2008 U.S. Dist. LEXIS 904

Mora v. Chem-Tronics, Inc.

(S.D. Cal. 1999) 1999 U.S. Dist. LEXIS 10752,
5 Wage & Hour Cas. 2d (BNA) 1122

Nadaf-Rahrov v. Nieman Marcus Group

(2014) 2014 Cal.App. Unpub. LEXIS 6975

Orr v. Brame

(9th Cir. 2018) 727 Fed.Appx. 265, 2018 U.S.App.LEXIS 6094

REPRESENTATIVE CASES (cont.)

Orr v. Brame

(9th Cir. 2019) 793 Fed.Appx. 485

Pena v. Superior Court of Kern County

(1975) 50 Cal.App.3d 694

Ponce v. Tulare County Housing Authority

(E.D. Cal 1975) 389 F.Supp. 635

Ramirez v. Runyon

(N.D. Cal. 1999) 1999 U.S. Dist. LEXIS 20544

Ridgeway v. Wal-Mart Stores, Inc., 269 F. Supp. 3d 975 (N.D. Cal. 2017), *aff'd on merits (fees not appealed)* 269 F.3d 1066 (9th Cir. 2020)

Robles v. Employment Dev. Dept.

(2019) 38 Cal.App.5th 191

Rubio v. Superior Court

(1979) 24 Cal.3d 93 (amicus)

Ruelas v. Harper

(2015) 2015 Cal.App. Unpub.LEXIS 7922

Sokolow v. County of San Mateo

(1989) 213 Cal. App. 3d. 231

S.P. Growers v. Rodriguez

(1976) 17 Cal.3d 719 (amicus)

Swan v. Tesconi

(2015) 2015 Cal.App. Unpub. LEXIS 3891

Tongol v. Usery

(9th Cir. 1979) 601 F.2d 1091,
on remand (N.D. Cal. 1983) 575 F.Supp. 409,
revs'd (9th Cir. 1985) 762 F.2d 727

Tripp v. Swoap

(1976) 17 Cal.3d 671 (amicus)

REPRESENTATIVE CASES (cont.)

United States (Davis) v. City and County of San Francisco
(N.D. Cal. 1990) 748 F.Supp. 1416, *aff'd in part*
and revs'd in part sub nom Davis v. City and County
of San Francisco (9th Cir. 1992) 976 F.2d 1536,
modified on rehearing (9th Cir. 1993) 984 F.2d 345

United States v. City of San Diego
(S.D.Cal. 1998) 18 F.Supp.2d 1090

Vasquez v. State of California
(2008) 45 Cal.4th 243 (*amicus*)

Velez v. Wynne
(9th Cir. 2007) 2007 U.S. App. LEXIS 2194

EXHIBIT B

EXHIBIT B**RATES FOUND REASONABLE IN SAN FRANCISCO BAY AREA CASES****2023 Rates**

- In *Prison Legal News v. Ryan*, United States Court of Appeal for the Ninth Circuit, Order filed March 21, 2023, the Appellate Commissioner found the following hourly rates reasonable for the Plaintiff-Appellee's appellate work:

Firm	Title	Law School Grad. Year	Rate
Rosen Bien Galvan & Grunfeld LLP			
	Partner	1962	\$1,350
	Partner	2006	\$850
	Associate	2016	\$575
	Paralegal	NA	\$400

2022 Rates

- In *Bronshteyn v. State of California*, Los Angeles County Superior Ct. No. 19SMCV00057, Order Granting Plaintiff's Motion for Statutory Attorneys' Fees and Costs filed March 30, 2023, an individual FEHA action brought by two Bay Area law firms (Levy, Vinick, Burrell & Hyams LLP and Law Offices of Wendy Musell, the court found the following 2022 hourly rates reasonable (before applying a 1.75 lodestar multiplier for work up to and through the verdict):

Firm	Role	Law School Grad. Year	Rate
Levy, Vinick, Burrell & Hyams LLP			
	Co-Lead at trial	1989	\$1,100
	Attorney	1982	\$1,000

Firm	Role	Law School Grad. Year	Rate
	Attorney	1987	\$1,000
	Attorney	1995	\$1,000
	Law Student	NA	\$300
	Paralegal/Legal Assistant	NA	\$225
Law Offices of Wendy Musell			
	Overall Lead and Co-Lead at trial	1999	\$1,000
	Senior Associate	2000	\$850
	Associate	2021	\$425
	Law Clerks	NA	\$350
	Paralegal	NA	\$225

- In *Roe v. SFBSC Mgmt., LLC*, 2022 U.S. Dist. LEXIS 215122 (N.D. Cal. November 29, 2022), a wage and hour class action, as part of the lodestar cross-check, the court found that the following hourly rates billed by the prevailing Plaintiffs' law firm were reasonable:

Firm	Title	Years of Experience	Rate
The Tidrick Law Firm			
	Partner	21	\$973
	Partner	17	\$873
	Paralegals	NA	\$180

- In *Richmond Compassionate Care Collective v. Richmond Patient's Group et al*, Contra Costa Superior Ct. No. MSC16-01426, Order Granting Plaintiff RCCC's Motion for Attorneys' Fees etc., filed November 1, 2022, an antitrust case, as part of its lodestar cross-check, the court found that the following hourly rates billed by the prevailing Plaintiff's attorneys were reasonable:

Firm	Title	Years of Experience	Rate
Alioto Law Firm			
	Joseph M. Alioto	53	\$1,500
Foreman & Brasso			
	Ronald D. Foreman	48	\$1,050

2021 Rates

- In *Yo LLC v. Krucker*, Santa Clara Superior Ct. No. 17CV306261, Fee Order filed February 9, 2022, a contractual fee case involving a disputed lease, the court found that the following hourly rates billed by the prevailing Defendant's attorneys were reasonable:

Firm	Title	Law School Grad. Year	Rate
Cooley LLP			
	Partner	1994	\$1,275
	Special Counsel	1994	\$1,090
	Associate (2020 rate)	2009	\$1,010

- In *Wit v. United Behavioral Health* (N.D. Cal. Jan. 5, 2022) 578 F.Supp.3d 1060, the court found the following hourly rates reasonable:

Firm	Title	Years of Experience	Rate
Zuckerman Spaeder			
	Partner	35, 39	\$1,145
	Partner	24	\$1,040

Firm	Title	Years of Experience	Rate
	Partner	21	\$980
	Associate	6	\$595
	Paralegals		\$250-390

- In *Andrews v. Equinox Holdings, Inc.*, N.D. Cal. No. 20-cv-00485-SK, Oder on Motion for Attorney Fees and Costs filed November 9, 2021 (Doc. 110), an individual age discrimination case that settled by acceptance of the defendant's FRCP Rule 68 offer, the court found the following 2021 rates reasonable (before applying a 1.3 lodestar multiplier):

Firm	Title	Law School Grad. Year	Rate
Rosen Bien Galvan & Grunfeld LLP			
	Partner	1962	\$1,250
	Partner	1997	\$875
	Senior Counsel	2010	\$600
	Associate	2018	\$350
	Summer Associates	NA	\$300
	Paralegals	NA	\$240-\$275

2020 Rates

- In *UFCW & Employers Benefit Trust et al v. Sutter Health, et al*, San Francisco County Superior Court, Case No. CGC-14-538451, consolidated with Case No. CGC-18-565398, Order re Plaintiffs' Counsel's Joint Motion for Attorneys' Fees, Costs, and Service Award, filed August 27, 2021, the court found the following rates reasonable as part of its lodestar-cross check:

Pillsbury & Coleman

Title	Law School Graduation	Rate
Of Counsel	1979	\$960
Partner	1976	\$675
Associate	2010	\$475
Paralegal	N/A	\$225

Farella Braun + Martel

Title	Bar Admission	Rate
Partners	2003	\$785
	1994	\$895
	1972	\$1250
	1980	\$975
	1985	\$935
	1982	\$925
	1991	\$795
Associates	2012	\$675
	2014	\$650
	2015	\$560
	2018	\$515
	2017	\$460
Paralegals	NA	\$355-\$190
Litigation Support	NA	\$325-\$285

McCracken, Stemerman & Holsberry LLP

Title	Law School Graduation Year	Rate
Partners	1975	\$850
	1983	\$850
	1990	\$800
	2008	\$750
Associates	2011	\$575

Title	Law School Graduation Year	Rate
Associates	2012	\$575
	2014	\$575
	2014	\$575
	2017	\$400
	2018	\$400
	2019	\$400

Kellogg, Hansen, Todd, Figel & Frederick PLLC

Title	Bar Admission	Rate
Partners	1995	\$1,095
	2005	\$890
	2011	\$890
	1997	\$890
Of Counsel	1988	\$835
Associates	2014	\$805
	2015	\$750
	2017	\$690
	2017	\$690
	2016	\$635
	2018	\$535
Staff Attorneys	2007	\$460
	2000	\$460
	1997	\$460
	2002	\$460
	1998	\$400
	1977	\$400
	1999	\$460
	1991	\$460
	2012	\$400
Paralegal Director	N/A	\$430
Paralegals	N/A	\$430-\$275
Summer Associates	N/A	\$185
Research Manager	N/A	\$260

Title	Bar Admission	Rate
Research Analyst	N/A	\$160
IT Director	N/A	\$200
Litigation Support	N/A	\$145
Trial Coordinator	N/A	\$115

Cohen Milstein Sellers & Toll PLLC

Title	Law School Graduation Year	Hourly Rate 2020*
Partners	1975	\$975
	1983	\$995
	1986	\$975
	2005	\$720
	2007	\$680
Of Counsel	2003	\$725
Associates	2009	\$650
	2014	\$535
Discovery Counsel	2002	\$550
Staff Attorneys	1993	\$445
	2002	\$430
	2005	\$415
	2006	\$415
Investigator	N/A	\$515
Paralegals	N/A	\$325-\$310

- In *Human Rights Defense Center v. County of Napa*, a prisoner rights action, the court found that Plaintiffs' counsel's 2020 hourly rates were reasonable, "plac[ing] significant weight on the opinion of Mr. Pearl . . . [who] has extensive experience in the area of attorney billing rates in this district and has been widely relied upon by both federal and state courts in Northern California (including the undersigned) in determining reasonable billing rates." Order Granting In Part And Denying In Part Motion For Attorneys' Fees, Costs And Expenses at 18, Doc. 50, No. 20-cv-01296 (N.D. Cal. March 28, 2021).

Firm	Title	Law School Grad. Year	Rate
Rosen Bien Galvan & Grunfeld LLP			
	Partner	1962	\$1,110
	Partner	1981	\$950
	Senior Counsel	2009	\$625
	Senior Paralegal	NA	\$350

- In *Planned Parenthood Fed’n of Am., Inc. v. Ctr. for Med. Progress*, No. 16-CV-00236-WHO, 2020 WL 7626410 (N.D. Cal. Dec. 22, 2020), a RICO action challenging the defendants’ invasive tactics, the court found that Plaintiffs’ counsel’s 2020 hourly rates were “reasonable given the scope and complexity of this case, as well as in light of rates approved in this District for partners, associates, and paralegals for similarly experienced counsel and staff at similar firms.” *Id.* at *3, *3 n.4.

Firm	Title	Bar Admission	Rate
Arnold & Porter Kaye Scholer LLP			
	Partner	1974	\$1,280
	Partner	1993	\$1,150
	Partner	1990	\$1,085
	Partner	2005	\$1,015
	Partner	2002	\$925
	Senior Associate	2005	\$910
	Senior Associate	2012	\$910
	Senior Associate	2015	\$815
	Associate	2018	\$675
	Staff Attorney	2008	\$545
	Paralegal	NA	\$405
	Paralegal	NA	\$390
Planned Parenthood			

Firm	Title	Bar Admission	Rate
	General Counsel	1982	\$1,115
	Sr. Staff Attorney	2012	\$910

- In *Schneider v. Chipotle Mexican Grill*, a consumer class action, the court found that counsel for the putative class's 2020 hourly rates were "on the high end, although in line with prevailing rates in this district for personnel of comparable experience, skill, and reputation." *Schneider v. Chipotle Mexican Grill, Inc.*, 336 F.R.D. 588, 601 (N.D. Cal. 2020).

Firm	Title	Bar Admission	Rate
Kobre & Kim			
	Partner	1993	\$1,275
	Partner	1987	\$1,275
	Partner	1997	\$995
	Associate	2011	\$695
	Analyst	NA	\$495
	Legal Assistant	NA	\$195
	Legal Assistant	NA	\$195

- In *California Advocates for Nursing Home Reform v. Angell*, Alameda County Superior Court No. RG13700100, Order Awarding Attorneys' Fees filed October 2, 2020, a writ of mandate challenging unconsented to mental health treatment, the court found that a reasonable hourly rate for the plaintiffs' lead counsel, a 47 year attorney, was **\$875** per hour (to which it also applied a 1.75 multiplier).
- In *Lashbrook v. City of San Jose*, N.D. Cal. Case No. 20-cv-01236-NC, a disability access class action, the court found the following hourly rates reasonable:

<u>Bar Admission Year</u>	<u>Rate</u>
1987	\$945
1992	\$895
2006	\$750
2017	\$415
Senior Paralegal	\$325
Paralegals	\$265-285

- In *Stiavetti v. Ahlin*, Alameda County Superior Court No. RG15-779731, Order Granting in Part Motion for Attorneys' Fees filed May 1, 2020, a challenge to state agencies for subjecting persons found incompetent to stand trial to excessively long waits before being admitted to state hospitals, the court found the following 2020 hourly rates reasonable for Plaintiffs' ACLU attorneys:

<u>Graduation Year</u>	<u>Rate</u>
1994	\$850
1996	\$775
1999	\$745
2004	\$650
2009	\$490
2014	\$325

- In *Lee One, LLC v. Facebook, Inc.*, N.D. Cal. No. 4:16-cv-06232-JSW, Order and Judgment Granting Motion for Final Approval of Class Action Settlement and Awarding Attorneys' Fees, Costs, and Service Awards, filed June 26, 2020 [Doc. 211], a class action challenging Facebook's systems for justifying the rates charged advertisers, the court approved a fee constituting 30% of the \$40 million settlement fund, and in cross-checking that fee, found the

following 2019 hourly rates reasonable (plus a 1.68 lodestar multiplier):

Law Firm	Title	Bar Date	Rate
Cohen Millstein Sellers & Toll			
	Partners	1983	\$940
		2000	\$790
		2004	\$740
	Associates	2012	\$545
		2014	\$505
	Staff Attorney	2012	\$395
	Contract Attorney	2003	\$385
	Law Clerk	2019	\$290
	Contract Attorneys	2014	\$250
		2017	\$250
Gibbs Law Group			
	Partners	1995	\$910
		2000	\$750
		2003	\$720
		2007	\$710
	Associates	2014	\$460
		2016	\$430
Eglet Adams			
	Partners	1988	\$870

		1998	\$800
		1999	\$690
		1999	\$650
	Associate	2011	\$450
	Contract Attorney	1998	\$200
	Investigator	--	\$490
	Paralegals	--	\$300-315

- In *Perez v. Rash Curtis & Associates*, N.D. Cal. No. 4:16-cv-03396-YGR, Order, *inter alia*, Granting in Part and Denying in Part Motion for an Award of Attorneys' Fees, Costs, and Expenses, filed April 17, 2020 [Doc. 427], a consumer protection action under both federal and state law resulting in a \$267 million judgment, the court awarded counsel a percentage-based common fund fee of 25% of the fund, cross-checked against a lodestar-based fee comprised of a \$634.48 blended rate, and a lodestar multiplier ranging from 13.42 to 18.15 depending on the number of hours eventually spent. The 2020 hourly rates from which the blended rate was derived were as follows:

Admission to Bar	Rate
PARTNERS:	
1997	\$1,000
2002	\$850
2006	\$750
2009	\$650
2013	\$550
ASSOCIATES:	
2010	\$550
2013	\$525
2016	\$400

Admission to Bar	Rate
2017	\$375
2019	\$325
Law Clerk	\$300
Senior Litigation Support Spclist.	\$275-300
Litig. Support Spclist.	\$200-250

- In *In re Wells Fargo & Company Shareholder Derivative Litigation*, N.D. Cal. No. 16-cv-05541-JST, Order Granting Motion for Final Approval and Motion for Attorneys' Fees, filed April 7, 2020 [Doc. 312], a shareholder derivative class action, the court found the following 2020 hourly rates reasonable:

Lieff, Cabraser, Heimann & Bernstein LLP	Law School Graduation Year	Rate
	1972	\$1,075
	1998	\$950
	1993	\$900
	1984	\$850
	2000	\$775
	2001-2002	\$700
	2005	\$650
	2007	\$590
	2008	\$560
	2012	\$480-510
	2015	\$440
	2017	\$395
	Law Clerk	\$375-395
	Paralegal/Clerk	\$345-390
	Litigation Support/Research	\$345-495

- In *Moen v. Regents of Univ. of California*, Alameda County Superior Court No. RG10-530493, Order (1) Granting Final Approval of Class Settlement and (2) Granting Motion for Award of Fees and Costs,

filed April 10, 2020, a class action to enforce contractual health care rights, the court approved the following hourly rates as reasonable (indicating in addition that a 1.5 multiplier would have been applied but for the parties' agreed ceiling):

LAW FIRM	LAW SCHOOL GRADUATION	RATE
Law Offices of Dov Grunschlag	1966	\$975
Sinclair Law Office	1976	\$875
Calvo Fisher LLP	1976	\$875
	1990	\$775
	2000	\$650
	2004	\$625
	Senior Paralegal	\$300
	Paralegal	\$225

2019 Rates

- In *In re National Collegiate Athletic Assn. Athletic Grant-In-Aid Antitrust Litigation*, an antitrust class action, the court found the following 2019 "hourly rates are reasonable." *See* Order Granting in Part and Denying in Part Plaintiffs' Motion for Attorneys' Fees, Expenses, Service Awards, and Taxed Costs, Doc. 1259, at 4, No. 14-md-02541 (N.D. Cal. Dec. 6, 2019).

Firm	Title	Bar Admission	Rate
Winston & Strawn LLP			
	Partner	1978	\$1,515
	Partner	1985	\$1,245
	Partner	2002	\$1,105
	Partner	1996	\$1,025
	Associate	2012	\$825

Firm	Title	Bar Admission	Rate
	Associate	2016	\$660
	Associate	2017	\$615

- In an earlier decision in the same case, the court also found the following 2017 hourly rates were “in line with market rates in this District.” *See id.* at Doc. 745 (N.D. Cal. Dec. 6, 2017).

Firm	Title	Bar Admission	Rate
Hagens Berman Sobol Shapiro LLP			
	Partner	1982	\$950
	Associate	1999	\$630
	Associate	2014	\$475
	Contract Attorney	2013	\$350
	Contract Attorney	2006	\$300
Pearson, Simon & Warshaw LLP			
	Partner	1983	\$1,035
	Partner	1981	\$1,035
	Of Counsel	2001	\$900
	Associate	2006	\$635
	Associate	2008	\$520

- In *Nevarez v. Forty Niners*, N.D. Cal. No. 5:16-cv-07013-LHK(SVK), Order Granting Motion for Final Approval of Class Action Settlement; Granting Motion for Service Awards; and Granting Motion for Attorney’s Fees, Costs, and Expenses, filed July 23, 2020 [Doc. 416], a disability-access class action involving Levi’s Stadium, the court found the following 2019 hourly rates reasonable:

Schneider Wallace Cottrell Konecky LLP:	Law School Grad.	Rate
	1993	\$925

	1977	\$875
	1997	\$840
	2015	\$680
	2014	\$625-\$680
	2007	\$625
	2017	\$575
	2009	\$725
	Paralegal	\$300
Goldstein Borgen Dardarian & Ho		
	1987	\$925
	2006	\$710
	2015	\$450
	2008	\$595
	2013	\$475
	2017	\$400
	Law Student	\$300
	Sr. Paralegals	\$325
	Paralegals	\$275-295

- In *Bartoni et al v. American Medical Response West*, Alameda County Superior Court No. RG08-382130, a meal and rest break class action involving Schneider Wallace and other counsel, the court's Order Granting Plaintiffs' Motions on Final Approval of Class Settlement filed July 12, 2019, the court found the following 2019 hourly rates reasonable, based in part on my testimony:

LAW FIRM	BAR ADMISSION DATE	RATE	BILLING YEAR*
Leonard Carder / Hinton Alfert Sumner & Kaufmann			
	1990	\$860	
	1999	\$710	
	2008	\$445	6th year (2014)
	2013	\$445	
Schneider Wallace Cottrell Konecky Wotkins			
	1996	\$835	
	2009	\$525	
	2014	\$450	
	1997	\$675	15th year (partner)

			(2012)
	2004	\$475	5th year (2009)
	2005	\$450	4th year (2008)
	2006	\$425	3rd year (2009)
	2007	\$400	2nd year (2009)
	2003	\$525	10th year (2013)
	2014	\$350	1st year (2014)
Kralowec Law, P.C.			
	1992	\$810	
	1986	\$795	
	2008	\$500	6th year (2014)
	2008	\$525	7th year (2016)
Schubert Jonckheer & Kolbe LLP			
	1992	\$600	18th year (2010) (2010)
*Parentheticals indicate billers' experience levels and year when they last worked on the case.			

- In *National Federation of the Blind of California v. Uber Technologies, Inc.*, N.D. Cal. No. 14-cv-04086 NC Amended Order Granting in Part Plaintiffs' Motion for Attorneys' Fees and Costs, filed November 8, 2019 (Dkt. No. 203), a class action against Uber alleging that it violated federal antidiscrimination laws by allowing its drivers to refuse to accept service dogs, the court found the following 2019 hourly rates reasonable for monitoring Uber's compliance with the settlement:

Rosen Bien Galvan & Grunfeld LLP Class	Rate
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1997	\$800
2011	\$525
2016	\$400
Senior Paralegal	\$350
Paralegals	\$250-275

Disability Rights Advocates	Rate
1998	\$785
2014	\$470
2014	\$425
Paralegals	\$230-275

- In *Shaw et al v. AMN Service, LLC et al*, N.D. Cal. No. 3:16-cv-02816 JCS, Order Granting Plaintiffs' Motion for Reasonable Attorneys' Fees and Costs, filed May 31, 2019 [Doc. 167], a wage and hour class action, based in part on my testimony the court found the following 2019 hourly rates reasonable, before applying a 2.4 lodestar multiplier:

BAR ADMISSION DATE	RATE
1996	\$835
2009	\$750
2014	\$675
1996 (Florida)	\$600
2016	\$400
2017	\$380

2018 Rates

- In *Department of Fair Employment and Housing v. Law School Admission Council, Inc.*, N.D. Cal. No. 12-cv-08130-JCS, filed Nov. 5, 2018, reported at 2018 WL 5791869, 2018 U.S. Dist. LEXIS 189191, an action for civil contempt based on violation of a consent decree, the court found the following 2018 hourly rates reasonable:

Years of Experience	Rate
35	\$850
5 and 6	\$425

Law Clerk and 1st year \$290

- In *Cornell v. City & County of San Francisco*, San Francisco Superior Court No. CGC-11-509240, Fee Order filed Oct. 9, 2018 (on remand from *Cornell v. City & County of San Francisco* (2017) 17 Cal.App.5th 766), an individual police misconduct/employment case, the trial court found the following 2018 hourly rates reasonable for appellate work, before applying a 1.25 multiplier:

Years of Experience:	Rates:
49	\$827
27	\$800
23	\$800
9	\$475
6	\$425

- In *Cole v. County of Santa Clara*, N.D. Cal. No. 16-CV-06594-LHK, Order Granting Final Approval of Class Settlement and Motion for Attorneys' Fees, filed March 21, 2019, a disability rights class action, the court found the following 2018 hourly rates reasonable:

Bar Admission Date	Rate
Rosen, Bien, Galvan & Grunfeld LLP	
2006	\$650
2010	\$525
2016	\$375
Paralegals	\$225-340
Disability Rights Advocates	
1998	\$775
2005	\$655
2014	\$425
Paralegals	\$230

- In *In re Anthem, Inc. Data Breach Litigation*, the court found the following 2017 billing rates were "reasonable in light of prevailing market rates in this district." See *In re Anthem, Inc. Data Breach Litig.*, No. 15-MD-02617, 2018 WL 3960068, at *16 (N.D. Cal. Aug. 17, 2018).

Firm	Title	Law School Grad. Year	Rate
Altshuler Berzon			
	Partner	1992	\$860
	Partner	1994	\$820
	Partner	1998	\$770
	Partner	2001	\$690
	Associate	2010	\$460
	Associate	2012	\$405
	Legal Clerks	NA	\$285
	Paralegals	NA	\$250
Gibbs Law Group			
	Partner	1995	\$805
	Partner	1988	\$740
	Partner	2000	\$685
	Partner	2003	\$660
	Partner	2004	\$635
	Partner	2007	\$605
	Partner	2008	\$575
	Associate	2011	\$525
	Associate	2012	\$450
	Associate	2014	\$415
	Associate	2012	\$400
	Associate	2000	\$395
	Associate	2008	\$375
	Associate	2015	\$365
	Associate	2015	\$350
	Associate	2016	\$340

Firm	Title	Law School Grad. Year	Rate
	Contract Attorney	2014	\$240
	Paralegals		\$190-\$220
Lieff Cabraser Heimann & Bernstein			
	Partner	1989	\$900
	Partner	2001	\$675
	Partner	2002	\$650
	Partner	2004	\$625
	Partner	2006	\$565
	Partner	2006	\$510
	Associate	2011	\$455
	Associate	2015	\$370
	Contract Attorneys	1994-2017	\$240
	Paralegals	NA	\$350-\$360
Finkelstein Thompson LLP			
	Partner	1993	\$850
	Partner	2000	\$600
	Of Counsel	2005	\$475
	Of Counsel	1997	\$850
	Associate	2013	\$300

- In *Kaku v. City of Santa Clara*, Santa Clara Superior Court No. 17CV319862, Fee Order filed January 22, 2019, reported at 2019 WL 331053 (Cal.Super. 2019), a voting rights action under the California Voting Rights Act, the court found the following 2018 hourly rates reasonable, before applying a 1.4 multiplier:

Goldstein, Borgen, Dardarian & Ho

<u>Graduation Year</u>	<u>Rates</u>
1970	\$875
1994	\$860
2013	\$450
2015	\$405
2016	\$375
Law Clerk	\$295
Statistician & Senior Paralegal	\$300
Paralegal	\$250

Law Office of Robert Rubin

<u>Graduation Year</u>	<u>Rates</u>
1978	\$975
2013	\$615

Asian Law Alliance

<u>Graduation Year</u>	<u>Rates</u>
1978	\$550
2009	\$375

(4) 2017 Rates.

- In *Max Sound Corp. v. Google Inc.*, N.D. Cal. No. 14-cv-04412-EJD, Order Granting in Part and Denying in Part Defendants' Motion for Attorneys' Fees, filed October 11, 2017 (Dkt. No. 198), a patent infringement action awarding fees for defending a frivolous action pursuant to, *inter alia*, 35 U.S.C. § 285 and 28 U.S.C. § 1927, the court found the following hourly rates reasonable:

<u>Bar Admission</u>	<u>Rates</u>
2000	\$650-950
1995	\$905
2014	\$520-715
2007	\$504-608
2012	\$335-575

- In *May v. San Mateo County*, N.D. Cal. No. 3:16-cv-00252-LB, Stipulation and Order re Settlement filed Nov. 10, 2017 [Doc. No. 218], an individual police misconduct action, the court found the following hourly rates reasonable:

<u>Years of Experience</u>	<u>Rates</u>
26	\$775
22	\$775
10	\$475
5	\$425
48	\$825
Paralegal	\$240

- In *Hoeper v. City & County of San Francisco*, No. CGC-15-543553, Order After Hearing Granting in Part and Denying in Part Plaintiff Joanne Hoeper's Motion for Attorney Fees, filed July 12, 2017, an individual whistleblower case under Government Code section 12653(b), the court found the following 2017 hourly rates reasonable, before applying a 1.35 lodestar multiplier:

<u>Bar</u>	<u>Rates</u>
1982	\$850-750
1979	\$750
2003	\$550
Associate	\$350
Paralegal	\$150-160

- In *Ridgeway v. Wal-Mart Stores, Inc.* (N.D. Cal. 2017) 269 F. Supp. 3d 975, a wage and hour class action, the court issued a statutory fee award against Wal-Mart based on the following 2017 rates (plus a 2.0 multiplier), to partially offset a 25% common fund fee award payable by the class:

<u>Years of Experience</u>	<u>Rates</u>
46	\$900
40	\$890
38	\$870
36	\$850
34	\$830

20	\$730
37 (Senior	\$700
29 (Senior	\$670
19 (Senior	\$610
11	\$500
7	\$450-500
6	\$425
3	\$355
4	\$330
1	\$300
Senior Paralegal	\$225
Paralegal	\$195
Law Clerk	\$225

- In *Huynh v. Hous. Auth. Of Santa Clara*, 2017 U.S.Dist.LEXIS 39138 (N.D. Cal. 2017), a tenant class action challenging the Housing Authority's policy regarding the accommodation of households with disabled family members, the court found the following 2017 hourly rates reasonable:

Law Foundation of Silicon Valley

<u>Graduation Year</u>	<u>Rates</u>
1990	\$800
2001	\$660
2004	\$635
2007	\$545
2008	\$545
2010	\$415
2014	\$325
2015	\$325

Fish & Richardson PC

<u>Graduation Year</u>	<u>Rates</u>
1996	\$862.07
2002	\$700
2005	\$676.75
2011	\$530

Fish & Richardson PC

<u>Graduation Year</u>	<u>Rates</u>
2007	\$475
2014	\$362.54
2015	\$329.09
2016	\$330.11
Paralegal	\$236-275

- In *Armstrong v. Brown*, N.D. Cal. No. 4:94-cv-02307-CW, Stipulated Order Confirming Undisputed Attorneys' Fees and Costs for the Third Quarter of 2017, filed December 19, 2017 (Dkt. No. 2708), a prisoners' rights class action, the court approved the following 2017 hourly rates for monitoring the injunction in that matter:

<u>Years of Experience</u>	<u>Rates</u>
37	\$950
33	\$825
20	\$780
24 (Of Counsel)	\$700
12 (Partner)	\$650
9 (Associate)	\$490
8	\$480
7	\$470
6	\$440
Paralegal	\$240-325

- In *Cotter et al. v. Lyft, Inc.*, N.D. Cal. No. 13-cv-04065- VC, Order Granting Final Approval of Settlement Agreement, filed March 16, 2017 (Dkt. No. 310), a class action against Lyft alleging Lyft underpaid its drivers by classifying them as independent contractors, the court approved the percentage-based fee award requested by plaintiffs based on the following 2017 hourly rates, plus a 3.18 multiplier:

<u>Graduation Year</u>	<u>Rates</u>
1996	\$800
2010	\$500
2014	\$325

<u>Graduation Year</u>	<u>Rates</u>
Paralegal	\$200

- In *Dropbox, Inc. v. Thru, Inc.*, 2017 U.S. Dist. LEXIS 33325 (N.D. Cal.), a trademark action, the court found reasonable “rates ranging from \$275/hr for a paralegal to \$900 for a senior partner” and “rates of \$365/hr and \$420/hr” for mid-level associates.

EXHIBIT C

Exhibit C**Rates Charged by San Francisco Bay Area Law Firms**

<i>Akin Gump Strauss Hauer & Feld LLP</i>		
2022 Rates	Graduation Year	Rate
	2001	\$1,115
	1986	\$1,175-1,345
	2007	\$965
	2019	\$535-\$625
<i>Alioto Law Firm</i>		
2022 Rate	Years of Experience	Rate
	53	\$1,500
<i>Altshuler Berzon LLP</i>		
2022 Rates	Graduation Year	Rate
	1983	\$1,225
	1989	\$1,125
	2008	\$950
	2010	\$875
	2019	\$625
2021 Rates	Graduation Year	Rate
	1977	\$1,150
2018 Rates	Graduation Year	Rate
	1968-1983	\$940
	1985	\$920
	1989	\$900
	1991	\$885
	1992	\$875
	1994	\$835
	1998	\$795

	2000	\$740
	2001	\$725
	2008	\$540
	2009	\$515
	2010	\$485
	2012	\$435
	2013	\$415
	2014	\$390
	2015	\$365
	Law Clerks	\$285
	Paralegals	\$250
2017 Rates	Years of Experience/Level	Rates
	Senior Partners	\$930
	Junior Partners (1991-2001)	\$875-690
	Associates (2008-2013)	\$510-365
	Paralegals	\$250

<i>Arnold Porter LLP</i>		
2021 Rates	Level	Rates
	Partners	\$750-\$1,150
	Senior Counsel	\$910-\$1,280
	Associates	\$545-\$910
	Paralegals	\$390-\$405
<i>Boies Schiller & Flexner LLP</i>		
2017 Rates	Bar Admittance or Law School Graduation	Rates
	1986	\$1,049
	2006	\$972
	1999-2000	\$830
	2004	\$760
	2006	\$680

	2007	\$714
	2009	\$800
Burson & Fisher		
2020 Rates:	Bar Admission Year	Rate
	PARTNERS:	
	1997	\$1,000
	2002	\$850
	2006	\$750
	2009	\$650
	2013	\$550
	ASSOCIATES:	
	2010	\$550
	2013	\$525
	2016	\$400
	2017	\$375
	2019	\$325
	Law Clerk	\$300
	Senior Litigation Support Specialist	\$275-300
	Litigation Support Specialist	\$200-250
Cooley LLP		
2021 Rates	Years of Experience	Rates
	27 (Partner)	\$1,275
	27 (Special Counsel)	\$1,090
Cotchett, Pitre, & McCarthy, LLP		
2019 Rates	Year of Cal Bar Admission	Rates
	1965	\$950
	1992	\$925
	1994	\$850
	2006	\$750

	Senior Associate	\$600
	Associates	\$375-425
	Paralegals, Case Assistants, Law Clerks	\$225-325

<i>Farella Braun + Martel</i>	Bar Admission	Rates
2020 Rates		
	1972	\$1250
	1980	\$975
	1982	\$925
	1985	\$935
	1991	\$795
	1994	\$895
	2003	\$785
	2011 (Assoc./Partner)	\$710
	Associates	
	2012	\$675
	2014	\$650
	2015	\$560
	2017	\$460
	2018	\$515
	Paralegals	\$285-355
	Case Clerk	\$190
	Practice Support Supervisor	\$325
	Practice Support Proj. Mgr.	\$285
<i>Feinberg, Jackson, Worthman & Wasow LLP</i>		
2023 Rates	Year of Bar Admission	Rate
	1988	\$1,050
	2004	\$1,050
	2006	\$900
	2010	\$800
	2020 (Fellows)	\$350
	Law Clerk	\$275
	Legal Assistant	\$275

<i>Fenwick & West</i>		
2021 Rates	Cal. Bar Admission	Rates
	1995	\$1,040
	2001	\$860
	2005	\$745
	2010	\$720
	2011	\$665
	2016	\$710
	2017	\$470-495
	2018	\$425
	2020	\$325
	Paralegals	\$395
<i>Foreman & Brasso</i>		
2022 Rates	Years of Experience	Rate
	48	\$1,025
<i>Gibson Dunn & Crutcher LLP</i>		
2020 Rates	Level	Rates
	Senior Partners	\$1,395 – 1,525
	Senior Associates	\$960
	Mid-level Associate	\$740
	Paralegals	\$480
2019 Rates	Level	Rates
	Senior Partners	\$1,335 – 1,450
	Senior Associates	\$915
	Mid-level Associate	\$625

<i>Goldstein Borgen Dardarian & Ho</i>		
2020 Rates:	Bar Admission Year	Rates
	1987	\$945
	1992	\$895
	2006	\$750
	2017	\$415
	Senior Paralegal	\$325
	Paralegals	\$265-285
2019 Rates	Law School Graduation	Rates
	1987	\$925
	2006	\$710
	2008	\$595
	2013	\$475
	2015	\$450
	2017	\$400
	Law Student	\$300
	Sr. Paralegals	\$325
	Paralegals	\$275-\$295
<i>Hooper, Lundy & Bookman</i>		
2019 Rates	Law School Graduation Year	Rates
	1975	\$1,025
	1976	\$965
	1979	\$1,025
	2007	\$815
	2011	\$800
	2015	\$640
	2016	\$600
	2019	\$440

2018 Rates	Law School Graduation Year	Rates
	1975	\$1,025
	1976	\$930
	1979	\$995
	2015	\$570
<i>Keker & Van Nest, LLP</i>		
2019 Rates	Years of Experience	Rates
	39	\$1,075
	9	\$700
2018 Rates	Years of Experience	Rates
	16	\$875
	5	\$600
	3	\$500
<i>Kirkland & Ellis</i>		
2021 Rates	Level	Rates
	Partners	\$1,085-\$1,895
	Of Counsel	\$625-1,895
	Associates	\$625-\$1,195
	Paraprofessional	\$255-475
<i>Levy, Vinick, Burrell & Hyams LLP</i>		
2022 Rates	Graduation Year	Rate
	1989	\$1,100
	1982	\$1,200
	1987	\$1,100
	1995	\$1,050
	Paralegal/Legal Assistant	NA
<i>Lieff Cabraser Heimann & Bernstein, LLP</i>		
2020 Rates	Law School Grad. Year	Rates
	1972	\$1,075

	1998	\$950
	1993	\$900
	1984	\$850
	2000	\$775
	2001-2002	\$700
	2005	\$650
	2007	\$590
	2008	\$560
	2012	\$480-\$510
	2015	\$440
	2017	\$395
	Law Clerk	\$375-\$395
	Paralegal/Clerk	\$345-390
	Litigation Support/Research	\$345-495
<i>McCracken, Stemerman & Holsberry</i>	Law School Grad. Year	Rates
2020 Rates		
	1975	\$850
	2008	\$750
	2014	\$575
	2018-2019	\$400

<i>Morrison Foerster LLP</i>		
2021 Rates	Law School Grad. Year	Rate
	2002	\$1,200
	2011	\$1,075
	2014	\$925
	2018	\$745
	Paralegal	\$295
2020 Rates	Law School Grad. Year	Rate
	2002	\$1,125
	2011	\$975
	2014	\$810
	2018	\$640
	Paralegal	\$275
2018 Rates	Years of Experience	Rates
	40	\$1,050
	22	\$950
	11	\$875
	3	\$550
	Paralegal	\$325

<i>Munger, Tolles & Olson</i>		
2021 Rates	Law School Grad. Year	Rate
	1991	\$1,725
	2009	\$995
	2016	\$825
	Paralegal (43 years)	\$365
2020 Rates	Law School Grad. Yr.	Rate
	1991	\$1,610
	2001	\$950
	2009	\$920
	2016	\$725
	Paralegal (42 years)	\$345
<i>Law Offices of Wendy Musell</i>		
2022 Rates	Law School Grad. Yr.	Rate
	1999	\$1,000
	2000	\$900
	2021	\$425
	Law Clerks	\$350
	Paralegal	\$225
<i>O'Melveny & Myers</i>		
2019 Rates	Level	Rates
	Senior Partner	\$1,250
	Partner (1998 Bar Admitted)	\$1,050
	3rd Year Associate	\$640
	2nd Year Associate	\$656

<i>Paul Hastings LLP</i>		
2020 Rates	Years of Experience	Rates
	25	\$1,425
	7	\$885
	5	\$775
	3	\$645
	Research assistant	\$335
<i>Pearson Simon & Warshaw LLP</i>		
2019 Rates	Years of Experience	Rates
	23-38	\$1,150
	10	\$900
	Of Counsel	\$825
	6	\$500
	4	\$450
	Paralegals	\$225
2018 Rates	Years of Experience	Rates
	22-37	\$1,050
	9	\$650
	Of Counsel	\$725
	5	\$450
	3	\$400
<i>Quinn Emanuel Urquhart & Sullivan</i>		
2020 Rates	Level	Rate
	Partners	\$870-\$1,250
	Associates	\$600-\$905
2018 Rates	Law School Graduation Yr.	Rates
	1980	\$1,135
	2016	\$630

<i>Rosen, Bien, Galvan & Grunfeld LLP</i>		
2022 Rates	Law School Class	Rates
Partners		
	1962	\$1,350
	1980	\$1,400
	1981	\$1,100
	1984	\$1,000
	1997	\$950
	2005	\$850
	2008	\$800
	2010	\$750
Of Counsel		
	1993	\$825
	2003	\$800
Senior Counsel		
	2008	\$750
	2009	\$725
	2010	\$700
	2011	\$675
Associates		
	2011	\$650
	2013	\$600
	2015	\$575
	2016	\$550
	2017	\$500
	2018	\$425
	2019	\$400
Senior Paralegals		\$375-\$400
Paralegals		\$300
Litigation Support/Paralegal Clerks		\$260

Law Students		\$350
2021 Rates (partial)	Law School Class	Rates
Partner	1984	\$925
Senior Counsel	2008	\$675
	2010	\$600
Associate	2016	\$465
Summer Associate	NA	\$300
Senior Paralegal		\$375
Paralegal		\$275
2020 Rates	Law School Class	Rate
Partners		
	1962	\$1,100
	1980	\$1,100
	1981	\$950
	1984	\$875
	1997	\$825
	2005	\$730
	2008	\$660
Of Counsel		
	1993	\$740
	2003	\$715
Senior Counsel		
	2008	\$635
	2009	\$625
	2010	\$565
Associates		
	2011	\$540
	2013	\$480
	2015	\$460
	2016	\$440

	2017	\$395
Sr. Paralegals		\$320-\$350
Paralegals		\$250-\$275
Litigation Support/Paralegal Clerks		\$225
Law Students		\$275
Word Processing		\$85
2019 Rates	Class	Rates
Partners		
	1962	\$1,050
	1980	\$1,000
	1981	\$940
	1984	\$860
	1997	\$800
	2005	\$700
	2008	\$640
Of Counsel		
	1993	\$725
	2003	\$700
Senior Counsel		
	2008	\$610
	2009	\$585
Associates		
	2010	\$540
	2011	\$525
	2013	\$460
	2015	\$440
	2016	\$400
	2017	\$350
Senior Paralegals		\$350

Litigation Support/Paralegal Clerks		\$225
Law Students		\$275
Word Processing		\$85
2018 Rates	Class	Rates
Partners		
	1962	\$1,000
	1980	\$965
	1981	\$920
	1984	\$835
	1997	\$780
	2005	\$650
Of Counsel		
	1983	\$800
	1993	\$700
	2003	\$675
Senior Counsel		
	2008	\$585
Associates		
	2009	\$535
	2010	\$525
	2011	\$500
	2013	\$440
	2015	\$410
	2016	\$375
Paralegals		\$340-\$240
Litigation Support/Paralegal Clerks		\$225
Law Students		\$275
Word Processing		\$85

<i>Schneider, Wallace Cottrell Konecky LLP</i>		
2022-2023 Rates	Year Admitted to Bar	Rate
Partners	1996	\$1,105
	2014	\$850
Associates	2004	\$935
	2016	\$775
	2018	\$725
	2009	\$680
	2004	\$935
Staff Attorneys		\$680
Law Clerks/Paralegals		\$275-\$450
2021 Rates	Law School Grad. Year	Rate
	1993	\$1,005
	1977 (Of Counsel)	\$925
	1997	\$840
	2015	\$690
2020 Rates	Years of Experience	Rate
	1993	\$1,005
	1977 (Of Counsel)	\$925
	1997	\$840
	2015	\$690
2019 Rates	Years of Experience	Rate
	1993	\$925
	1977 (Of Counsel)	\$875
	1997	\$840
	2015	\$680
<i>The Tidrick Law Firm</i>		
2022 Rates:	Graduation Year	Rate
	1999	\$973

	2004	\$873
<i>Wilson Sonsini</i>		
2022 Rates	Level	Rates
	Members	\$975-\$2,220
	Associates	\$550-\$1,175
	Of Counsel	\$640-\$1,875
	Staff	\$225-\$935
	Library Personnel	\$200-\$300
<i>Winston & Strawn (partial)</i>		
2019 Rates	Title	Rates
	Partners	\$1,025-\$1,515
	Associates	\$615-\$825
2018 Rates	Title	Rates
	Partners	\$820-\$1,445
	Associates	\$585-\$765
	Paralegals	\$170-\$340
	Litigation Support Mgr.	\$275
	Review Attorneys	\$85

EXHIBIT D



2021 Real Rate Report[®]

The Industry's
Leading Analysis
of Law Firm Rates,
Trends, and Practices



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A Letter to Our Readers

Welcome to the Wolters Kluwer's ELM Solutions Real Rate Report®, the industry's leading data-driven benchmark report for lawyer rates.

Our Real Rate Report has been a relied upon data analytics resource to the legal industry since its inception in 2010 and continues to evolve. The Real Rate Report is powered by Wolters Kluwer's ELM Solutions LegalVIEW® data warehouse, the world 's largest source of legal performance benchmark data, which has grown to include over \$150 billion in anonymized legal data.

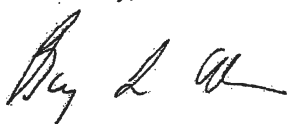
This year, we launched our LegalVIEW Insights Report series, which explores the emerging trends behind the overall legal spend volatility seen in corporate legal departments. The insights reports coupled with the Real Rate Report are great tools to drive actionable decisions.

The legal services industry relies on internal analytics and the use of external data resources, such as the LegalVIEW® data warehouse, to support legal management strategies. The depth and details of the data in the Real Rate Report enable you to better benchmark and make more informed investment and resourcing decisions for your organization.

As with past Real Rate Reports, all of the data analyzed are from corporations' and law firms' e-billing and time management solutions. We have included lawyer and paralegal rate data filtered by specific practice and sub-practice areas, metropolitan areas, and types of matters to give legal departments and law firms greater ability to pinpoint areas of opportunity. We strive to make the Real Rate Report a valuable and actionable reference tool for legal departments and law firms.

As always, we welcome your comments and suggestions on what information would make this publication more valuable to you. We thank our data contributors for participating in this program. And we thank you for making Wolters Kluwer's ELM Solutions your trusted partner for legal industry domain expertise, data, and analytics and look forward to continuing to provide market-leading, expert solutions that deliver the best business outcomes for collaboration among legal departments and law firms.

Sincerely,



Barry Ader

Vice President, Product Management and Marketing
Wolters Kluwer's ELM Solutions

Report Use Considerations

2021 Real Rate Report

- Examines law firm rates over time
- Identifies rates by location, experience, firm size, areas of expertise, industry, and timekeeper role (i.e., partner, associate, and paralegal)
- Itemizes variables that drive rates up or down

All the analyses included in the report derive from the actual rates charged by law firm professionals as recorded on invoices submitted and approved for payment.

Examining real, approved rate information, along with the ranges of those rates and their changes over time, highlights the role these variables play in driving aggregate legal cost and income. The analyses can energize questions for both corporate clients and law firm principals.

Clients might ask whether they are paying the right amount for different types of legal services, while law firm principals might ask whether they are charging the right amount for legal services and whether to modify their pricing approach.

Some key factors¹ that drive rates²:

Attorney location - Lawyers in urban and major metropolitan areas tend to charge more when compared with lawyers in rural areas or small towns.

Litigation complexity - The cost of representation will be higher if the case is particularly complex or time-consuming; for example, if there are a large number of documents to review, many witnesses to depose, and numerous procedural steps, the case is likely to cost more (regardless of other factors like the lawyer's level of experience).

Years of experience and reputation - A more experienced, higher-profile lawyer is often going to charge more, but absorbing this higher cost at the outset may make more sense than hiring a less expensive lawyer who will likely take time and billable hours to come up to speed on unfamiliar legal and procedural issues.

Overhead - The costs associated with the firm's support network (paralegals, clerks, and assistants), document preparation, consultants, research, and other expenses.

Firm size - The rates can increase if the firm is large and has various timekeeper roles at the firm. For example, the cost to work with an associate or partner at a larger firm will be higher compared to a firm that has one to two associates and a paralegal.

Rates increase in geographic areas with growing population

Additional analysis was performed to examine the impact of geographic location on law firm hourly rates. This report, like previous ones, shows that large, cosmopolitan legal services markets like New York City, San Francisco, and Los Angeles are associated with higher hourly rates. In addition, our analysis reveals a significant spike in hourly rates in areas of the country

¹ David Goguen, J.D., University of San Francisco School of Law (2020) Guide to Legal Services Billing Retrieved from: <https://www.lawyers.com/legal-info/research/guide-to-legal-services-billing-rates.html>

² Source: 2018 RRR. Factor order validated in multiple analyses since 2010

Report Use Considerations

that are currently experiencing high population growth. Significant average rate increases occurred from 2020 to 2021 in many areas, but especially Fresno, California (~15% average rate increase), Greenville, SC (~18%), Miami, FL (~9%), Nashville, TN (~11%), Oklahoma City (~13%), Phoenix, AZ (~10%), and Seattle, WA (~11%) -- all of which have experienced much higher than average population growth in recent years.

The correlation between hourly rates and population growth makes sense. When people and businesses move into an area, it creates a spike in demand for all sorts of goods and services, including legal services. However, it is hard for the supply of legal services to move as quickly as demand because attorneys looking to move into a new geographic area face high switching costs that most will refuse to pay unless they absolutely have to.

First, attorneys looking to take work in a new state have to get licensed there, which takes time and effort and is a distraction that can reduce their current income in the form of the number of hours they are able to bill to clients. Second, despite the rise in remote working, many attorneys looking to establish practices in a new geographic location may have to establish at least some physical presence there, find a new office, new lodging, and potentially uproot their entire family. Third, even if the switching costs of licensure, physically moving, etc. are paid, attorneys may fear yet another switching cost in the form of attrition of their existing clients from their original geographic locale, who may view them as no longer investing in their knowledge of the legal problems and legal solutions that are specific to the original locale.

³ Source: 2020 RRR. Factor order validated in multiple analyses since 2010

Section I: High-Level Data Cuts

All data and analysis based on data
collected thru Q3 2021

2021 Real Rate Report

Section I: High-Level Data Cuts

Cities

By Matter Type

2021 - Real Rates for Associate and Partner

Trend Analysis - Mean

City	Matter Type	Role	n	First Quartile	Median	Third Quartile	2021	2020	2019
San Diego CA	Litigation	Associate	19	\$150	\$175	\$325	\$254	\$257	\$268
		Partner	96	\$325	\$523	\$1,019	\$670	\$660	\$655
	Non-Litigation	Associate	60	\$226	\$325	\$516	\$395	\$343	\$354
		Partner	150	\$392	\$663	\$961	\$704	\$703	\$667
San Francisco CA	Litigation	Associate	108	\$314	\$415	\$628	\$486	\$471	\$451
		Partner	223	\$468	\$669	\$942	\$730	\$753	\$721
	Non-Litigation	Associate	145	\$345	\$465	\$730	\$539	\$536	\$485
		Partner	40	\$600	\$867	\$1,056	\$876	\$880	\$796
San Jose CA	Litigation	Associate	27	\$435	\$550	\$745	\$587	\$542	\$471
		Partner	61	\$618	\$795	\$1,165	\$918	\$910	\$803
	Non-Litigation	Associate	38	\$370	\$515	\$865	\$622	\$575	\$570
		Partner	13	\$215	\$250	\$294	\$260	\$262	\$260
San Juan PR	Non-Litigation	Partner	13	\$215	\$250	\$294	\$260	\$262	\$260
Seattle WA	Litigation	Partner	91	\$436	\$535	\$741	\$596	\$506	\$498
		Associate	67	\$370	\$507	\$535	\$476	\$410	\$405
	Non-Litigation	Partner	150	\$406	\$505	\$697	\$547	\$553	\$523
		Associate	117	\$300	\$366	\$504	\$411	\$389	\$381
		Partner	150	\$406	\$505	\$697	\$547	\$553	\$523

Section I: High-Level Data Cuts

Cities

By Years of Experience

2021 - Real Rates for Partner

Trend Analysis - Mean

City	Years of Experience	n	First Quartile	Median	Third Quartile	2021	2020	2019
Portland OR	21 or More Years	44	\$455	\$505	\$585	\$531	\$500	\$466
	Fewer Than 21 Years	15	\$300	\$378	\$455	\$397	\$427	\$408
Raleigh NC	21 or More Years	24	\$275	\$480	\$571	\$452	\$485	\$466
	Fewer Than 21 Years	32	\$610	\$684	\$724	\$638	\$618	\$580
Richmond VA	21 or More Years	36	\$420	\$665	\$805	\$655	\$635	\$625
	Fewer Than 21 Years	20	\$274	\$342	\$432	\$349	\$347	\$381
Salt Lake City UT	21 or More Years	24	\$333	\$393	\$462	\$409	\$378	\$378
	Fewer Than 21 Years	27	\$395	\$540	\$945	\$663	\$552	\$507
San Diego CA	21 or More Years	64	\$357	\$563	\$1,175	\$747	\$701	\$657
	Fewer Than 21 Years	80	\$480	\$705	\$950	\$752	\$718	\$681
San Francisco CA	21 or More Years	158	\$535	\$694	\$960	\$757	\$778	\$737
	Fewer Than 21 Years	18	\$707	\$955	\$1,201	\$979	\$915	\$799
San Jose CA	21 or More Years	56	\$600	\$819	\$1,153	\$915	\$918	\$841
	Fewer Than 21 Years	66	\$402	\$471	\$634	\$511	\$454	\$446
Seattle WA	21 or More Years	90	\$467	\$571	\$698	\$583	\$573	\$547

EXHIBIT E

Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

Bloomberg Law News 2023-01-19T10:21:11887193214-05:00

Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

By Roy Strom 2023-01-19T05:30:06000-05:00

Welcome back to the Big Law Business column on the changing legal marketplace written by me, Roy Strom . Today, we look at how much law firms are raising rates in 2023. Sign up to receive this column in your Inbox on Thursday mornings.

Headlines about the law firm business seem gloomy.

Some firms are laying off associates. Many are set to pay partners significantly less than they did a year ago. Most expect another year of depressed transactional and capital markets work—a huge driver of profits.

But cheer up, law firm managing partners. It looks like your business is still great at an extremely important thing—raising billing rates.

A handful of Big Law firms and mid-size firms have raised their highest partner billing rates nearly 10% on average this year, a search of bankruptcy dockets shows. And top-paid associates are being billed out at 9% higher than last year's rates, the search showed.

The data lines up with an earlier report showing that law firms expect to raise rates by 8% this year, the largest figure in 15 years, according to Wells Fargo's Legal Specialty Group.

At the time of the Wells report, I wrote it was another example of Big Law's ability to defy basic economics. The number of lawyers at Big Law firms shot up last year, while demand for their time has fallen. And yet, the price for "top legal talent" is on the rise.

When supply increases and demand falls, prices typically decline—at least in normal markets.

Longtime followers of the business of law won't be surprised the firms are following through with rate hikes. It's an annual pastime. Law firms, in this respect and others, largely act as one.

Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

The firms don't readily advertise their billing rates. But bankruptcy courts provide a source of transparency. Firms are required to disclose how much they bill, and they notify courts—and bankruptcy watchdogs at the U.S. Trustees' offices—when they plan to raise rates.

This year, at least 11 law firms have notified courts they are charging more for their services.

No Sale

Law firms were expected to raise rates around 8% on average this year, and many appear to be following through.

Firm	Top-Paid Partner New	Top-Paid Partner Old	% Change
Mayer Brown	\$1,940	\$1,635	18.7%
Cole Schotz	\$1,200	\$1,050	14.3%
Ice Miller	\$1,110	\$975	13.8%
Kirkland & Ellis	\$2,245	\$1,995	12.5%
Akin Gump	\$2,145	\$1,995	7.5%
Latham & Watkins	\$2,230	\$2,075	7.5%
Weil Gotshal	\$2,095	\$1,950	7.4%
Paul Weiss	\$2,175	\$2,025	7.4%
Paul Hastings	\$2,075	\$1,935	7.2%
Brown Rudnick	\$2,250	\$2,100	7.1%
Freshfields	\$1,995	\$1,925	3.6%
Average			9.7%

Source: Bloomberg Law analysis of bankruptcy dockets.

Note: Some rates are "firm-wide," while others pertain only to an individual bankruptcy matter.

Bloomberg Law

There is some noise in the data.

For instance, some firms appear to present firm-wide billing rates—telling us how much their highest and lowest-paid partners, counsel and associates charge. Other firms report a range that only includes the lawyers they expect to work on an individual Chapter 11 case.

Still, the year-over-year changes are a good look at how much firms are raising rates for similar

Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

lawyers.

Associate Rates Rising

Law firms have told bankruptcy courts their associates will cost 9% more on average in 2023.

Firm	Top-Paid Associate New	Top-Paid Associate Old	% Change
Akin Gump	\$1,250	\$1,045	19.6%
Weil Gotshal	\$1,345	\$1,200	12.1%
Kirkland & Ellis	\$1,395	\$1,245	12.0%
Mayer Brown	\$1,075	\$970	10.8%
Ice Miller	\$665	\$610	9.0%
Cole Schotz	\$730	\$670	9.0%
Paul Weiss	\$1,380	\$1,280	7.8%
Latham & Watkins	\$1,400	\$1,300	7.7%
Paul Hastings	\$1,320	\$1,230	7.3%
Freshfields	\$1,375	\$1,325	3.8%
Brown Rudnick	\$975	\$975	0.0%
Average			9.0%

Source: Bloomberg Law analysis of bankruptcy dockets

Note: Some rates are "firm-wide," while others pertain only to an individual bankruptcy matter.

Bloomberg Law

While it was still somewhat rare for firms to report a partner billing \$2,000 an hour last year, that threshold seems likely to be broken by most large firms this year. Four of the 11 firms broke that barrier this year—Kirkland & Ellis, Akin Gump, Weil Gotshal, and Paul Hastings. Freshfields was just \$5 shy.

Most firms—six of the 11—rose partner rates in the 7% range.

There was less consistency in the hikes for associates—only three of the firms were in the 7% range, and two firms rose rates 9%.

One interesting nugget from the data was that the two smallest firms on the list—Ice Miller and Cole

Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

Schotz—had some of the highest percentage increases from last year.

One simple explanation: They have a long way to go before they bump up against the highest end of the market.

And that top end of the market is sure to go higher from here.

Worth Your Time

On FTX: Removing Sullivan & Cromwell from the FTX bankruptcy would “severely, if not irreparably” harm customers and creditors, the crypto exchange’s CEO John Ray told a judge. Justin Wise reports on the “army” of the firm’s lawyers that have worked around the clock for the past two months—and why they say they have no conflict despite advising the company before its downfall.

On IPOs: It was a dismal year for US initial public offerings, with just \$18 billion raised compared to \$275 billion in 2021. I wrote about Big Law’s busiest capital markets firms, which suffered a decline of 90% or more in deal value.

On Weil: Weil Gotshal has hired nearly 20 lawyers in Washington since 2021, indicative of a “strategic investment” the firm is making in the nation’s capital, Justin reports.

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

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

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Rising Rates Are Law Firms' Salve as Layoffs and Pay Cuts Surge

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EXHIBIT F

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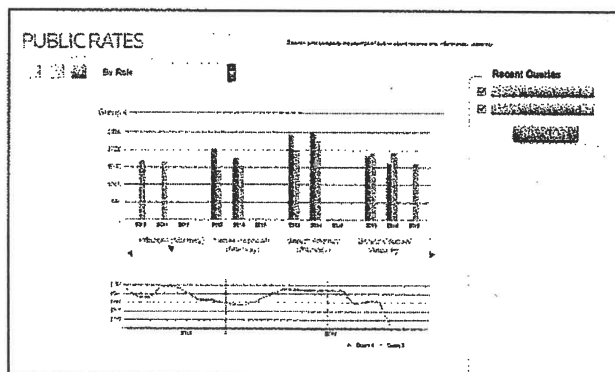
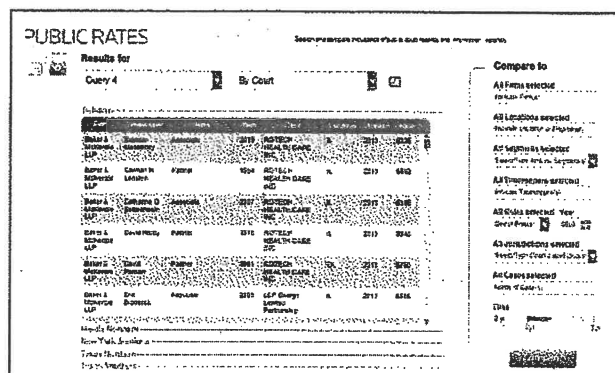
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California Rates (January–May 2018)

Title	Professional	Firm	Graduated	Admitted	State	Rate	Hours	Total
Partner	David M. Nemecek	Kirkland & Ellis LLP	2003	2003	CA	\$1,395	2.4	\$3,348.00
Partner	Leslie A. Plaskon	Paul Hastings LLP	1988	1988	CA	\$1,275	260	\$331,500.00
Partner	Thomas B. Walper	Munger Tolles & Olson LLC	1980	1980	CA	\$1,225	166.7	\$204,207.50
Partner	Jeffrey B. Greenberg	Latham & Watkins LLP	1996	1996	CA	\$1,175	3.3	\$3,877.50
Partner	Mark E. McKane	Kirkland & Ellis LLP	1997	1997	CA	\$1,175	79.1	\$92,942.50
Partner	Paul D. Tanaka	Kirkland & Ellis LLP	2003	2003	CA	\$1,145	1.1	\$1,259.50
Partner	Annie Kim	Proskauer Rose LLP	2004	2004	CA	\$1,125	22.1	\$24,862.50
Partner	Jonathan Benloulou	Proskauer Rose LLP	2006	2006	CA	\$1,125	2.9	\$3,262.50
Partner	Robert J. Frances	Latham & Watkins LLP	2001	2001	CA	\$1,125	1.7	\$1,912.50
Partner	Dean A. Ziehl	Pachulski Stang Ziehl Young Jones &	1978	1978	CA	\$1,050	73.3	\$76,965.00
Partner	James I. Stang	Pachulski Stang Ziehl Young Jones &	1980	1980	CA	\$1,050	111.4	\$116,970.00
Partner	Alan J. Kornfeld	Pachulski Stang Ziehl Young Jones &	1987	1987	CA	\$1,025	78.9	\$80,872.50
Partner	Stephen D. Rose	Munger Tolles & Olson LLC	1991	1991	CA	\$1,025	63.9	\$65,497.50
Partner	Unger Sean	Paul Hastings LLP	2004	2004	CA	\$1,025	103.2	\$105,780.00
Partner	Stefanie I. Gitler	Kirkland & Ellis LLP	2009	2009	CA	\$995	225.1	\$223,974.50
Partner	Tate Eric A.	Morrison & Foerster LLP	1995	1995	CA	\$990	0.3	\$297.00
Partner	Michael Esser	Kirkland & Ellis LLP	2009	2009	CA	\$965	542.6	\$523,609.00
Associate	Campbell Gavin	Kirkland & Ellis LLP	2012	2012	CA	\$950	227.7	\$216,315.00
Partner	David M. Bertenthal	Pachulski Stang Ziehl Young Jones &	1993	1989	CA	\$950	107.7	\$102,315.00
Associate	Olsen Katrina	Kirkland & Ellis LLP	2014	2014	CA	\$950	4.6	\$4,370.00
Partner	Janie F. Schulman	Morrison & Foerster LLP	1987	1987	CA	\$925	0.2	\$185.00
Associate	Jacob Johnston	Kirkland & Ellis LLP	2013	2013	CA	\$905	5	\$4,525.00
Partner	Kenneth H. Brown	Pachulski Stang Ziehl Young Jones &	1981	1977	CA	\$895	5.9	\$5,280.50
Partner	Kevin S. Allred	Munger Tolles & Olson LLC	1986	1986	CA	\$875	209.7	\$183,487.50
Partner	Knudsen Erik G.	Morrison & Foerster LLP	2007	2007	CA	\$875	269.4	\$235,725.00
Counsel	Adam Lin	Orrick, Herrington & Sutcliffe LLP	2004	2004	CA	\$850	3	\$2,550.00
Associate	Austin Klar	Kirkland & Ellis LLP	2013	2013	CA	\$845	173	\$146,185.00
Associate	Michael Saretsky	Kirkland & Ellis LLP	2015	2015	CA	\$835	237.2	\$198,062.00
Of Counsel	Harry D. Hochman	Pachulski Stang Ziehl Young Jones &	1987	1987	CA	\$825	69.1	\$57,007.50
Of Counsel	Lloyd W. Aubry	Morrison & Foerster LLP	1975	1975	CA	\$825	1.6	\$1,320.00
Partner	Seth Goldman	Munger Tolles & Olson LLC	2002	2002	CA	\$825	260.5	\$214,912.50
Of Counsel	Victoria A. Newmark	Pachulski Stang Ziehl Young Jones &	1996	1996	CA	\$825	1.6	\$1,320.00
Of Counsel	Yana S. Johnson	Morrison & Foerster LLP	1999	1999	CA	\$825	3.2	\$2,640.00
Associate	Austin Klar	Kirkland & Ellis LLP	2013	2013	CA	\$810	23.3	\$18,873.00
Associate	Cynthia Castillo	Kirkland & Ellis LLP	2015	2015	CA	\$810	178.8	\$144,828.00
Associate	Kevin Chang	Kirkland & Ellis LLP	2014	2014	CA	\$810	8.4	\$6,804.00
Of Counsel	Nardali Ali U.	Morrison & Foerster LLP	2008	2008	CA	\$795	4.4	\$3,498.00
Associate	Ramin Montazeri	Latham & Watkins LLP	2016	2016	CA	\$795	10.9	\$8,665.50
Associate	Lee Muhyung	Proskauer Rose LLP	2015	2015	CA	\$780	37.5	\$29,250.00
Of Counsel	Jeffrey L. Kandel	Pachulski Stang Ziehl Young Jones &	1984	1984	CA	\$750	10.7	\$8,025.00
Of Counsel	Bradley R. Schneider	Munger Tolles & Olson LLC	2004	2004	CA	\$735	88.9	\$65,341.50
Associate	Curtis Kelly M.	Proskauer Rose LLP	2016	2016	CA	\$730	39.6	\$28,908.00
Associate	Cynthia Castillo	Kirkland & Ellis LLP	2015	2015	CA	\$725	30.3	\$21,967.50
Associate	Joanna A. Gorska	Latham & Watkins LLP	2014	2014	CA	\$725	2.4	\$1,740.00
Counsel	Elissa A. Wagner	Pachulski Stang Ziehl Young Jones &	2001	2001	CA	\$695	5	\$3,475.00
Associate	Benjamin Butterfield	Morrison & Foerster LLP	2014	2014	CA	\$660	883.2	\$582,912.00
Partner	David M. Eaton	Kilpatrick Townsend & Stockton LLP	1996	1996	CA	\$660	5.3	\$3,498.00
Associate	Ankur Sharma	Kirkland & Ellis LLP	2016	2016	CA	\$645	16.4	\$10,578.00
Associate	Maxwell Coll	Kirkland & Ellis LLP	2016	2016	CA	\$630	15	\$9,450.00
Associate	Brashears Travis C.	Proskauer Rose LLP	2016	2016	CA	\$595	8.3	\$4,938.50
Associate	Sadeghi Sam	Paul Hastings LLP	2016	2016	CA	\$585	22.9	\$13,396.50
Associate	Jenny Pierce	Kirkland & Ellis LLP	2016	2016	CA	\$555	1.2	\$666.00
Associate	Meg A. Webb	Kirkland & Ellis LLP	2017	2017	CA	\$555	1.4	\$777.00

Associate	Peter E. Boos	Munger Tolles & Olson LLC	2014	2014	CA	\$550	88.05	\$48,427.50
Associate	Floyd Amani Solange	Morrison & Foerster LLP	2014	2014	CA	\$540	3.9	\$2,106.00
Associate	Glock Jana	Morrison & Foerster LLP	2015	2015	CA	\$540	22.2	\$11,988.00
Associate	Kerry C. Jones	Morrison & Foerster LLP	2014	2014	CA	\$540	11.5	\$6,210.00
Associate	Roumiantseva Dina	Morrison & Foerster LLP	2014	2014	CA	\$540	5	\$2,700.00
Associate	Scheinok Brittany	Morrison & Foerster LLP	2015	2015	CA	\$485	27.2	\$13,192.00
Associate	Coleman Matthew	Ropes & Gray LLP	2014	2014	CA	\$450	2.5	\$1,125.00
Associate	Tobyn Yael Aaron	Morrison & Foerster LLP	2016	2016	CA	\$435	26.4	\$11,484.00

California Rates (June–December 2018)

Title	Professional	Firm	Graduated	Admitted	State	Rate	Hours	Total
Partner	Kenneth Klee	Klee, Tuchin, Bogdanoff & Stern, LLP	1975	1974	CA	\$1,475	46.4	\$68,440.00
Partner	Eric Reimer	Milbank Tweed Hadley & McCloy LLP	1987	1987	CA	\$1,465	7.9	\$11,573.50
Partner	Gregory A. Bray	Milbank Tweed Hadley & McCloy LLP	1984	1984	CA	\$1,465	234.1	\$342,956.50
Partner	Madden P.C. Rick C	Kirkland & Ellis LLP	1995	1995	CA	\$1,445	31.2	\$45,084.00
Partner	David M. Nemecek	Kirkland & Ellis LLP	2003	2003	CA	\$1,395	2.4	\$3,348.00
Partner	Browning P.C. Marc D	Kirkland & Ellis LLP	1998	1998	CA	\$1,375	4.2	\$5,775.00
Partner	Isaac M Pachulski	Pachulski Stang Ziehl Young Jones &	2014	2014	CA	\$1,295	0.7	\$906.50
Partner	Walker Elizabeth W	Sidley Austin LLP	1984	1984	CA	\$1,250	3.7	\$4,625.00
Partner	David Stern	Klee, Tuchin, Bogdanoff & Stern, LLP	1975	1975	CA	\$1,245	67.4	\$83,913.00
Partner	Michael Tuchin	Klee, Tuchin, Bogdanoff & Stern, LLP	1990	1990	CA	\$1,245	191.1	\$237,919.50
Partner	Richard M. Pachulski	Pachulski Stang Ziehl Young Jones &	1979	1979	CA	\$1,245	274.7	\$342,001.50
Partner	Dennis Arnold	Gibson Dunn & Crutcher, LLP	1976	1975	CA	\$1,210	65.2	\$78,892.00
Partner	Cromwell Montgomery	Gibson Dunn & Crutcher, LLP	1997	1997	CA	\$1,205	0.9	\$1,084.50
Partner	Oscar Garza	Gibson Dunn & Crutcher, LLP	1990	1990	CA	\$1,205	116.1	\$139,900.50
Partner	Austin V Schwing	Gibson Dunn & Crutcher, LLP	2000	2000	CA	\$1,155	0.7	\$808.50
Partner	Douglas Michael Fuchs	Gibson Dunn & Crutcher, LLP	2007	2007	CA	\$1,155	53.5	\$61,792.50
Partner	Annie Kim	Proskauer Rose LLP	2004	2004	CA	\$1,125	11.6	\$13,050.00
Partner	Jonathan Benloulou	Proskauer Rose LLP	2006	2006	CA	\$1,125	2.9	\$3,262.50
Partner	James I. Stang	Pachulski Stang Ziehl Young Jones &	1980	1980	CA	\$1,095	63.4	\$69,423.00
Partner	Farshad E. More	Gibson Dunn & Crutcher, LLP	2003	2003	CA	\$1,080	0.8	\$864.00
Partner	Jesse I. Shapiro	Gibson Dunn & Crutcher, LLP	2000	2000	CA	\$1,080	10.9	\$11,772.00
Partner	David Fidler	Klee, Tuchin, Bogdanoff & Stern, LLP	1998	1997	CA	\$1,075	237.9	\$255,742.50
Special	Brian Stern	Milbank Tweed Hadley & McCloy LLP	2003	2003	CA	\$1,065	7.5	\$7,987.50
Special	Haig Maghakian	Milbank Tweed Hadley & McCloy LLP	2002	2002	CA	\$1,065	264.8	\$282,012.00
Partner	Jesse A. Cripps Jr.	Gibson Dunn & Crutcher, LLP	2011	2011	CA	\$1,045	16.2	\$16,929.00
Partner	Mehta Anjna	Kirkland & Ellis LLP	2000	2000	CA	\$1,045	10.9	\$11,390.50
Of Counsel	Richard J. Gruber	Pachulski Stang Ziehl Young Jones &	1982	1982	CA	\$1,025	9.1	\$9,327.50
Partner	Samuel Newman	Gibson Dunn & Crutcher, LLP	2001	2001	CA	\$1,010	326.5	\$329,765.00
Partner	Debra I. Grassgreen	Pachulski Stang Ziehl Young Jones &	1992	1992	CA	\$995	15.7	\$15,621.50
Associate	Jessica Dombroff	Milbank Tweed Hadley & McCloy LLP	2009	2009	CA	\$995	13.3	\$13,233.50
Partner	Katherine V.A Smith	Gibson Dunn & Crutcher, LLP	2015	2015	CA	\$995	0.6	\$597.00
Partner	Matthew B Dubeck	Gibson Dunn & Crutcher, LLP	2017	2017	CA	\$995	44.1	\$43,879.50
Partner	Robert J. Pfister	Klee, Tuchin, Bogdanoff & Stern, LLP	2001	2001	CA	\$995	123.3	\$122,683.50
Partner	David M. Bertenthal	Pachulski Stang Ziehl Young Jones &	1993	1989	CA	\$975	6.5	\$6,337.50
Partner	Jeffrey N. Pomerantz	Pachulski Stang Ziehl Young Jones &	1989	1989	CA	\$975	66.5	\$64,837.50
Associate	Campbell Gavin	Kirkland & Ellis LLP	2012	2012	CA	\$950	336.5	\$319,675.00
Partner	Henry C. Kevane	Pachulski Stang Ziehl Young Jones &	1986	1986	CA	\$950	4.8	\$4,560.00
Associate	Olsen Katrina	Kirkland & Ellis LLP	2014	2014	CA	\$950	4.6	\$4,370.00
Partner	Stanley E. Goldich	Pachulski Stang Ziehl Young Jones &	1980	1980	CA	\$925	7	\$6,475.00
Associate	Najeh Baharun	Milbank Tweed Hadley & McCloy LLP	2013	2013	CA	\$910	28.3	\$25,753.00
Partner	David M. Guess	Klee, Tuchin, Bogdanoff & Stern, LLP	2005	2005	CA	\$895	84.5	\$75,627.50
Partner	Maria Sountas	Klee, Tuchin, Bogdanoff & Stern, LLP	2006	2006	CA	\$895	23.2	\$20,764.00
Partner	Whitman L. Holt	Klee, Tuchin, Bogdanoff & Stern, LLP	2005	2005	CA	\$895	54.7	\$48,956.50
Associate	Allison Balick	Gibson Dunn & Crutcher, LLP	2009	2009	CA	\$875	5.4	\$4,725.00
Associate	Caldon Brendan W	Kirkland & Ellis LLP	2007	2007	CA	\$875	1.5	\$1,312.50
Associate	Daniel B. Denny	Gibson Dunn & Crutcher, LLP	2005	2005	CA	\$875	436.1	\$381,587.50
Associate	Douglas G. Levin	Gibson Dunn & Crutcher, LLP	2009	2009	CA	\$875	205.2	\$179,550.00
Associate	Genevieve G. Weiner	Gibson Dunn & Crutcher, LLP	2007	2007	CA	\$875	93.7	\$81,987.50
Partner	Maxim B. Litvak	Pachulski Stang Ziehl Young Jones &	1997	1997	CA	\$875	89.6	\$78,400.00
Associate	Melissa Leigh Barshop	Gibson Dunn & Crutcher, LLP	2006	2006	CA	\$875	5	\$4,375.00
Associate	Jonathan Schaeffer	Gibson Dunn & Crutcher, LLP	2016	2016	CA	\$860	1.9	\$1,634.00
Partner	Joshua M. Fried	Pachulski Stang Ziehl Young Jones &	1995	1995	CA	\$850	74.1	\$62,985.00
Of Counsel	Gurule Julian I	Klee, Tuchin, Bogdanoff & Stern, LLP	2007	2007	CA	\$825	39.3	\$32,422.50

Associate	Ian T. Long	Gibson Dunn & Crutcher, LLP	2015	2015 CA	\$820	140	\$114,800.00
Associate	Goldberg Zachary	Milbank Tweed Hadley & McCloy LLP	2016	2016 CA	\$790	162.4	\$128,296.00
Associate	Lee Muhyung	Proskauer Rose LLP	2015	2015 CA	\$780	28.2	\$21,996.00
Partner	Jamie L. Edmonson	Venable LLP	1996	1996 CA	\$765	180.3	\$137,929.50
Associate	Tiffany X. Phan	Gibson Dunn & Crutcher, LLP	2013	2013 CA	\$760	8.7	\$6,612.00
Of Counsel	Erin Gray	Pachulski Stang Ziehl Young Jones &	1992	1991 CA	\$750	9.9	\$7,425.00
Partner	Justin D. Yi	Klee, Tuchin, Bogdanoff & Stern, LLP	2009	2009 CA	\$750	3.9	\$2,925.00
Associate	Chapple Catherine L.	Morrison & Foerster LLP	2012	2012 CA	\$725	4	\$2,900.00
Associate	Jonathan M. Weiss	Klee, Tuchin, Bogdanoff & Stern, LLP	2012	2012 CA	\$725	195.4	\$141,665.00
Of Counsel	William Ramseyer	Pachulski Stang Ziehl Young Jones &	1980	1980 CA	\$725	18.8	\$13,630.00
Associate	Sarah A. Carnes	Cooley LLP	2014	2014 CA	\$710	146.1	\$103,731.00
Associate	Latta R T	Jones Day	2011	2011 CA	\$700	194.5	\$136,150.00
Associate	Samuel M. Kidder	Klee, Tuchin, Bogdanoff & Stern, LLP	2012	2012 CA	\$675	88.6	\$59,805.00
Associate	Thomas H Alexander	Gibson Dunn & Crutcher, LLP	2015	2015 CA	\$660	23.7	\$15,642.00
Associate	Sasha M. Gurvitz	Klee, Tuchin, Bogdanoff & Stern, LLP	2014	2014 CA	\$625	114.9	\$71,812.50
Associate	Robert J. Smith	Klee, Tuchin, Bogdanoff & Stern, LLP	2016	2016 CA	\$600	35.8	\$21,480.00
Associate	Brashears Travis C	Proskauer Rose LLP	2016	2016 CA	\$595	8.3	\$4,938.50
Associate	Matthew S Coe-Odess	Gibson Dunn & Crutcher, LLP	2016	2016 CA	\$595	16.9	\$10,055.50
Associate	Katherine A Lau	Gibson Dunn & Crutcher, LLP	2017	2017 CA	\$525	97.7	\$51,292.50
Associate	Tran J L	Jones Day	2015	2015 CA	\$525	60.2	\$31,605.00
Associate	Nicholas A. Koffroth	Venable LLP	2012	2012 CA	\$515	94.9	\$48,873.50
Associate	Liu R Q	Jones Day	2015	2015 CA	\$475	34.2	\$16,245.00
Associate	Stuart B W	Jones Day	2013	2013 CA	\$475	208.6	\$99,085.00
Associate	Doyle A M	Jones Day	2017	2017 CA	\$450	6.5	\$2,925.00
Associate	Udenka Honieh	Brown Rudnick LLP	2017	2017 CA	\$375	1	\$375.00

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*Counsel for the Board of Each of PG&E Corporation
and Pacific Gas and Electric Company and for
Certain Current and Former Independent Directors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case No.
19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**SUMMARY SHEET TO THIRD INTERIM
APPLICATION OF SIMPSON THACHER
& BARTLETT LLP FOR ALLOWANCE
AND PAYMENT OF COMPENSATION
AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD OF SEPTEMBER 1,
2019 THROUGH DECEMBER 31, 2019**

Hearing Date to be Set

Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

Objection Deadline: April 5, 2020 at 4:00 p.m.
(Pacific Time)

1 connection with the Independent Director Representation. Simpson Thacher will prepare a
2 budget in connection with the Board Representation if the Board so requests.

3 22. The attorneys and paraprofessionals assigned to this matter were necessary to
4 assist with the Board's and Independent Directors' exercise of their fiduciary duties to the
5 Debtors, the preservation of the Debtors' estates, and the other matters described herein. The
6 Debtors are aware of the complexities of these cases, the number of issues to be addressed, the
7 various disciplines and specialties involved in Simpson Thacher's representation, and the number
8 of factors arising in these cases impacting staffing needs. Simpson Thacher has coordinated
9 closely with the Debtors' professionals to ensure there has been no duplication of efforts with
10 respect to any legal matters impacting the Debtors in or outside of these Chapter 11 Cases.
11

12 23. The compensation and fees sought are reflected in the Monthly Fee Statements
13 and are set forth therein and in **Exhibits E, F and H**. **Exhibit E** attached hereto sets forth: (a) the
14 name of each professional and paraprofessional who rendered services and his or her area of
15 practice; (b) whether each professional is a partner, counsel, associate or paraprofessional in the
16 firm; (c) the year that each professional was licensed to practice law; (d) the practice group or
17 specialty of the professional; (e) the number of hours of services rendered by each professional
18 and paraprofessional; and (f) the hourly rate charged by Simpson Thacher for the services of
19 each professional and paraprofessional. **Exhibit F** contains a summary of Simpson Thacher's
20 hours billed using project categories (or "task codes") described therein. **Exhibit H** sets forth the
21 detailed time entries by Simpson Thacher partners, counsel, associates and paraprofessionals,
22 contemporaneously recorded in increments of one-tenth of an hour. Simpson Thacher also
23 maintains computerized records of the time spent by all Simpson Thacher attorneys and
24 paraprofessionals in connection with these Chapter 11 Cases. Copies of these computerized
25
26
27
28

Exhibit E**COMPENSATION BY PROFESSIONAL
SEPTEMBER 1, 2019 THROUGH DECEMBER 31, 2019**

The attorneys who rendered professional services in these Chapter 11 Cases during the
Compensation Period are:

<u>NAME OF PROFESSIONAL PARTNERS AND COUNSEL</u>	<u>DEPARTMENT</u>	<u>YEAR ADMITTED</u>	<u>HOURLY RATE</u>	<u>TOTAL HOURS BILLED</u>	<u>TOTAL COMPENSATION</u>
Blake, Stephen	Litigation	2008	\$1,325	103.60	\$137,270.00
Curnin, Paul C.	Litigation	1988	\$1,640	144.50	\$236,980.00
Frankel, Andrew T.	Litigation	1990	\$1,535	10.10	\$15,503.50
Goldin, Nicholas	Litigation	2000	\$740	8.70	\$6,438.00
Goldin, Nicholas	Litigation	2000	\$1,480	147.00	\$217,560.00
Grogan, Gregory T.	ECEB	2001	\$1,535	39.90	\$61,246.50
Kelley, Karen H.	Corporate	2003	\$1,425	1.60	\$2,280.00
Kreissman, James G.	Litigation	1989	\$1,640	3.50	\$5,740.00
Ponce, Mario A.	Corporate	1989	\$1,640	284.30	\$466,252.00
Purushotham, Ravi	Corporate	2010	\$1,325	43.20	\$57,240.00
Qusba, Sandy	Corporate	1994	\$1,535	351.60	\$539,706.00
Steinhardt, Brian M.	Corporate	1999	\$1,640	4.50	\$7,380.00
Webb, Daniel N.	Corporate	2002	\$1,480	0.80	\$1,184.00
Alcabes, Elisa	Litigation	1989	\$1,220	24.20	\$29,524.00
McLendon, Kathrine	Corporate	1985	\$1,220	41.50	\$50,630.00
Ricciardi, Sara A.	Litigation	2003	\$1,190	59.30	\$70,567.00
Total Partners and Counsel:				1,268.30	\$1,905,501.00

<u>NAME OF PROFESSIONAL ASSOCIATES</u>	<u>DEPARTMENT</u>	<u>YEAR ADMITTED</u>	<u>HOURLY RATE</u>	<u>TOTAL HOURS BILLED</u>	<u>TOTAL COMPENSATION</u>
Calderon, Justin	Litigation	2018	\$700	63.70	\$44,590.00
Campbell, Eamonn W.	Litigation	2016	\$915	135.10	\$123,616.50
Duran, Raul G.	Litigation	2018	\$590	32.70	\$19,293.00
Egenes, Erica M.	Corporate	2018	\$840	26.80	\$22,512.00
Fell, Jamie	Corporate	2015	\$995	73.10	\$72,734.50
Isaacman, Jennifer	Litigation	2019	\$590	103.30	\$60,947.00
Kinsel, Kourtney J.	Litigation	2018	\$590	120.20	\$70,918.00
Levine, Jeff P.	Corporate	2016	\$915	17.80	\$16,287.00
Lundqvist, Jacob	Litigation	2019	\$590	84.80	\$50,032.00

Phillips, Jacob M.	ECEB	2017	\$840	37.80	\$31,752.00
Sparks Bradley, Rachel	Litigation	2013	\$1,095	130.40	\$142,788.00
Sussman, Rebecca A.	Litigation	2017	\$840	134.60	\$113,064.00
Vallejo, Melissa A.	Litigation	2019	\$590	0.30	\$177.00
Total Associates:				960.60	\$768,711.00

<u>NAME OF PARAPROFESSIONALS</u>	<u>DEPARTMENT</u>	<u>YEAR ADMITTED</u>	<u>HOURLY RATE</u>	<u>TOTAL HOURS BILLED</u>	<u>TOTAL COMPENSATION</u>
Franklin, Janie Marie	Paralegal – Litigation		\$455	29.50	\$13,422.50
Kortright, Magallie	Paralegal – Litigation		\$400	22.40	\$8,960.00
Laspisa, Rosemarie	Paralegal – Litigation		\$400	2.00	\$800.00
Rovner, Grace	Paralegal – Corporate		\$265	1.00	\$265.00
Terricone, Cyrena	Paralegal – Litigation		\$400	1.00	\$400.00
Carney, Michael	Knowledge Management		\$420	0.90	\$378.00
Kovoor, Thomas G.	Knowledge Management		\$420	13.30	\$5,586.00
Mierski, Nathan	Resource Center		\$265	0.30	\$79.50
Scott, Eric Dean	Resource Center		\$265	0.30	\$79.50
Welman, Timothy	Resource Center		\$265	4.00	\$1,060.00
Total Paraprofessionals:				74.70	\$31,030.50

<u>PROFESSIONALS</u>	<u>BLENDED HOURLY RATE</u>	<u>TOTAL HOURS BILLED</u>	<u>TOTAL COMPENSATION</u>
Partners and Counsel	\$1,502.41	1,268.30	\$1,905,501.00
Associates	\$800.24	960.60	\$768,711.00
Paraprofessionals	\$415.40	74.70	\$31,030.50
Blended Attorney Rate	\$1,199.79		
Blended Professionals Rate	\$1,174.35		
Total Fees Incurred		2,303.60	\$2,705,242.50

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10 Attorneys for Individual and Representative
11 Plaintiff MELANIE SPORTSMAN

12 IN THE UNITED STATES DISTRICT COURT

13 FOR THE NORTHERN DISTRICT OF CALIFORNIA

14 MELANIE SPORTSMAN,
15
16 Plaintiff,

17 v.

18 A PLACE FOR ROVER, INC. d/b/a Rover *et*
19 *al.*,
20 Defendants.

Case No. 3:19-cv-03053-WHO

**[PROPOSED] ORDER GRANTING
PLAINTIFF'S MOTION FOR AWARD OF
ATTORNEYS' FEES AND COSTS AND
SERVICE AWARD**

Date: July 19, 2023

Time: 2:00 p.m.

Location: Courtroom 2 – 17th Floor
San Francisco Courthouse
450 Golden Gate Avenue
San Francisco, California

Judge: The Honorable William H. Orrick

21
22 Plaintiff Melanie Sportsman (“Plaintiff”)’s Motion for Award of Attorneys’ Fees and
23 Costs and Service Award (the “Motion”) came on regularly for hearing on July 19, 2023, at 2:00
24 p.m., in the United States District Court for the Northern District of California, The Honorable
25 William H. Orrick presiding. All parties were represented by counsel.

26 Having considered the memoranda and declarations, oral arguments of counsel, the
27 relevant statutory and case law, and the other records, pleadings, and papers filed in this
28 action, the Court GRANTS Plaintiff’s Motion and orders and finds as follows:

Introduction

1 1. On March 24, 2023, the Court granted preliminary approval of the settlement
2 agreement, as amended (*see* ECF No. 129) (the “Settlement Agreement,” “Agreement,” or
3 “Settlement”). *See* ECF No. 131 (Preliminary Approval Order).¹ Capitalized terms throughout
4 this order have the definitions given them in the Settlement Agreement.

5 2. Pursuant to Rules 23(h)(1) and Rule 54(d)(2) of the Federal Rules of Civil
6 Procedure, Plaintiff in this class action has moved for an award of attorneys’ fees and costs and
7 service awards. Pursuant to Rule 23(h)(3), the Court must make findings of fact and state its
8 conclusions of law.

9 3. This class action settlement resolves a wage-and-hour dispute on a class-wide
10 basis.

11 4. The Court’s March 24, 2023 order (ECF No. 131) granted preliminary approval of
12 the class-wide Settlement Agreement, an agreement which gives the Court discretion to award
13 attorneys’ fees and expenses to compensate Plaintiff’s counsel for their fees, costs, and expenses.
14 *See* Settlement Agreement §§ 1.08, 2.08. The settlement provides that Plaintiff’s counsel will
15 apply to the Court for an award of attorneys’ fees not to exceed \$5,940,000, costs not to exceed
16 \$90,000, and a service award not to exceed \$10,000. *See id.* § 2.08.

17 5. Rule 23(h) of the Federal Rules of Civil Procedure provides: “In a certified
18 class action, the court may award reasonable attorney’s fees and nontaxable costs that are
19 authorized by . . . the parties’ agreement.” The Rule further provides that “[a] claim for an award
20 must be made by motion under Rule 54(d)(2),” notice of which must be “directed to class
21 members in a reasonable manner” and that the Court “must find the facts and state its legal
22 conclusions under Rule 52(a).” Fed. R. Civ. P. 23(h)(1) & (3). In turn, Rule 54(d)(2) requires a
23 claim for fees to be made by motion, and specifies its timing and content, including, in relevant
24 part, “the grounds entitling the movant to the award” and “the amount sought.” Fed. R. Civ. P.
25 54(d)(2)(B). To protect the due-process rights of unnamed class members, the motion must be
26

27
28 ¹ Record citations refer to material in the Electronic Case File (“ECF”); pinpoint citations are to the ECF-generated page numbers at the top of the documents.

1 filed prior to the deadline to object to the settlement. *In re Mercury Interactive Corp. Sec. Litig.*,
 2 618 F.3d 988, 993-95 (9th Cir. 2010) (“*In re Mercury*”); Rule 23(h)(1). *See also Weeks v. Kellogg*
 3 *Co.*, 2011 U.S. Dist. LEXIS 155472, at *80 (C.D. Cal. Nov. 23, 2011) (applying *In re Mercury*
 4 and holding that the filing of a fee petition one week before the objection deadline comported
 5 with due process).

6 **Due Process Is Satisfied**

7 6. Plaintiff filed her Motion for Award of Attorneys’ Fees and Costs and Service
 8 Award on June 7, 2023, in compliance with the schedule that the Court ordered (*i.e.*, “on or
 9 before at least fifteen (15) days before the deadline for class members to file objections to the
 10 settlement”). *See* ECF No. 131 at 6:5-7. Notice of that motion was provided in the class notice.
 11 This complies with *In re Mercury*. Due process has been satisfied.

12 **Legal Standards Applicable to Attorneys’ Fees Request**

13 7. When counsel recovers a common fund that confers a “substantial benefit” on a
 14 class of beneficiaries, counsel is “entitled to recover their attorney’s fees from the fund.” *Fischel*
 15 *v. Equitable Life Assurance Soc’y of the U.S.*, 307 F.3d 997, 1006 (9th Cir. 2002); *Taylor v.*
 16 *Meadowbrook Meat Co., Inc.*, 2016 WL 4916955, at *5 (N.D. Cal. Sept. 15, 2016).

17 8. When “the settlement produces a common fund for the benefit of the entire class,
 18 courts have discretion to employ either the lodestar method or the percentage-of-recovery
 19 method” of calculating attorneys’ fees awards. *In re Bluetooth Headset Prods. Liab. Litig.*, 654
 20 F.3d 935, 942 (9th Cir. 2011).

21 9. Under the percentage-of-the-fund method, it is appropriate to base the percentage
 22 calculation on the gross settlement value. *See generally Boeing v. Gemert*, 444 U.S. 472, 479, 100
 23 S. Ct. 745, 62 L. Ed. 2d 676 (1980); *Williams v. MGM-Pathe Commc’ns Co.*, 129 F.3d 1026,
 24 1027 (9th Cir. 1997). Indeed, “[w]here the settlement involves a common fund, courts typically
 25 award attorney’s fees based on a percentage of the total settlement.” *Taylor v. Meadowbrook*
 26 *Meat Co., Inc.*, 2016 WL 4916955, at *5 (N.D. Cal. Sept. 15, 2016).

27 10. The Ninth Circuit has stated that “25 percent of the fund [i]s the ‘benchmark’
 28 award that should be given in common fund cases.” *Six (6) Mexican Workers v. Arizona Citrus*

1 *Growers*, 904 F.2d 1301, 1311 (9th Cir. 1990). That said, “the exact percentage varies depending
 2 on the facts of the case, and in ‘most common fund cases, the award exceeds that benchmark.’”
 3 *Johnson v. General Mills, Inc.*, 2013 U.S. Dist. LEXIS 90338, at *20 (C.D. Cal. June 17, 2013)
 4 (quoting *Vasquez v. Coast Valley Roofing, Inc.*, 266 F.R.D. 482, 491 (E.D. Cal. 2010). *See also*
 5 *Vizcaino v. Microsoft Corp.*, 290 F.3d 1043, 1047 (9th Cir. 2002) (citing district court’s finding
 6 that 20-30% is the “usual range” and concluding that “the district court considered the relevant
 7 circumstances and did not abuse its discretion in finding a 28% fee award to be reasonable under
 8 the percentage method); *In re Activision Sec. Litig.*, 723 F. Supp. 1373, 1377-78 (N.D. Cal. 1989)
 9 (stating that “nearly all common fund awards range around 30%”); *Morris v. Lifescan, Inc.*, 54
 10 Fed. Appx. 663, 664 (9th Cir. 2003) (affirming 33% fee award); *In re Pacific Enterprises Secs.*
 11 *Litig.*, 47 F.3d 373, 379 (9th Cir. 1995) (affirming 33% fee award).

12 11. When the Court awards fees above or below the 25% benchmark, the “record must
 13 indicate the Court’s reasons for doing so.” *Glass v. UBS Fin. Servs.*, 2007 U.S. Dist. LEXIS
 14 8476, at *44 (N.D. Cal. Jan. 26, 2007) (citing *Powers v. Eichen*, 229 F.3d 1249, 1256-57 (9th Cir.
 15 2000)).

16 12. Courts diverge from the 25% benchmark based on a variety of factors, including
 17 “the results obtained, risk undertaken by counsel, complexity of the issues, length of the
 18 professional relationship, the market rate, and awards in similar cases.” *Morales v. Stevco, Inc.*,
 19 2013 WL 1222058, *2 (E.D. Cal. Mar. 25, 2013); *see also Morris v. Lifescan, Inc.*, 54 Fed.Appx.
 20 663, 664 (9th Cir. 2003) (affirming 33% fee award); *In re Pacific Enterprises*, 47 F.3d at 379
 21 (same); *State of Fla. v. Dunne*, 915 F.2d 542, 545 (9th Cir. 1990); *Six Mexican Workers v.*
 22 *Arizona Citrus Growers*, 904 F.2d 1301, 1311 (9th Cir. 1990); *Taylor v. Meadowbrook Meat Co.,*
 23 *Inc.*, 2016 WL 4916955, at *5 (N.D. Cal. Sept. 15, 2016). Indeed, among the circumstances that
 24 the Ninth Circuit has considered relevant in assessing reasonableness of a percentage fee award
 25 are: (1) the results achieved; (2) the riskiness of prosecuting the litigation; (3) whether counsel
 26 obtained benefits for the Class above and beyond the cash settlement fund itself; and (4) the
 27 financial burden carried by Class Counsel in prosecuting the case on a contingency basis.
 28 *Vizcaino*, 290 F.3d 1043 at 1048-50. In this case, all of those factors favor a finding that an

attorneys' fee award of 33% of the value of the settlement would be reasonable. Counsel obtained excellent results for the class and there were significant risks involved in the litigation.

13. "When determining the value of a settlement, courts consider the monetary and non-monetary benefits that the settlement confers." *Bergman v. Thelen LLP*, 2016 WL 7178529, at *8, 2016 U.S. Dist. LEXIS 170861 (N.D. Cal. Dec. 9, 2016); *Brown v. Hain Celestial Grp., Inc.*, 2016 WL 631880, at *7, 2016 U.S. Dist. LEXIS 20118 (N.D. Cal. Feb. 17, 2016) (same); *Taylor v. Meadowbrook Meat Co., Inc.*, 2016 WL 4916955, at *5, 2016 U.S. Dist. LEXIS 125895 (N.D. Cal. Sept. 15, 2016) (same). *See, e.g., Staton v. Boeing Co.*, 327 F.3d 938, 972-74 (9th Cir. 2003); *Pokorny v. Quixtar, Inc.*, 2013 U.S. Dist. LEXIS 100791, 2013 WL 3790896, *1 (N.D. Cal. July 18, 2013) ("The court may properly consider the value of injunctive relief obtained as a result of settlement in determining the appropriate fee."); *In re Netflix Privacy Litig.*, 2013 U.S. Dist. LEXIS 37286, 2013 WL 1120801, *7 (N.D. Cal. Mar. 18, 2013) (settlement value "includes the size of the cash distribution, the cy pres method of distribution, and the injunctive relief"); *In re Zoom Video Communs., Inc. Privacy Litig.*, 2022 U.S. Dist. LEXIS 94857, at *32 (N.D. Cal. Apr. 21, 2022) ("When determining the value of a settlement, courts consider the monetary and non-monetary benefits that the settlement confers.").

Analysis of Attorneys' Fees Request

14. Plaintiff's Motion for Award of Attorneys' Fees and Costs and Service Award requests an award of attorneys' fees to Plaintiff's counsel in the amount of \$5.94 million.

15. The Court adopts the percentage-of-the-fund approach here and finds that the fee-and-expense amount is reasonable.

16. The monetary value of the settlement is at least \$23.5 million, because in addition to the \$18 million cash pool, the value of the prospective relief—Rover's changed business practice—is at least \$5.5 million. *See* Plaintiff's Motion at 3, 4, 8-9; Decl. of Justin Regus, ECF No. 121-1, ¶¶ 23-25. As Regus explains, \$5.5 million is the lowest dollar amount that the Pet Care Providers in California will receive as a result of the settlement's prospective relief; the actual amount will likely be significantly higher. *Id.* at ¶¶ 23-25.

17. Plaintiff's motion correctly analyzes the percentage-of-the-fund calculation as

1 follows: “Because the expert’s worst-case scenario of the value of the prospective relief is \$5.5
 2 million, the real gross value of the settlement is *at the very least* \$23.5 million. Thus, a fee award
 3 of \$5.94 million would equate to, at most, 25.3% of the real gross value of the settlement. More
 4 likely, it would equate to *much less* than 25.3% given that the value of the prospective relief is
 5 likely to be much higher than \$5.5 million.” Plaintiff’s Motion at 4 (citing Regus Decl. ¶¶ 23-25);
 6 *see also* Plaintiff’s Motion at 3, 8-9.

7 18. Based on the declarations submitted by Plaintiff’s counsel establishing that the
 8 lodestar amount is \$4,555,130.70, the Court finds that the attorneys’ fees request is supported by
 9 a lodestar cross-check. *See* Decl. of Steven G. Tidrick, Esq., ¶¶ 9, 10; Decl. of Joel B. Young,
 10 Esq., ¶ 3; Decl. of Allison L. Ehlert, Esq., ¶ 19; Decl. of Ari J. Stiller, Esq., ¶ 12. The Court finds
 11 that the hours and hourly rates are reasonable. *See* Tidrick Decl. ¶¶ 19-38; Decl. of Richard M.
 12 Pearl ¶¶ 12-24. The attorneys’ billing rates are within normal and customary ranges for
 13 timekeepers with similar qualifications and experience in the San Francisco Bay Area market. *See*
 14 Decl. of Richard M. Pearl ¶¶ 13, 16-24; Tidrick Decl. ¶ 28; *Cuviello v. Feld Ent., Inc.*, No. 13-cv-
 15 04951-BLF, 2015 U.S. Dist. LEXIS 4155, 2015 WL 154197, at *2 (N.D. Cal. Jan. 12, 2015)
 16 (“The Court has broad discretion in setting the reasonable hourly rates used in the lodestar
 17 calculation.”); *Ketchum v. Moses*, 24 Cal. 4th 1122, 1132, 104 Cal. Rptr. 2d 377, 17 P.3d 735
 18 (2001) (court can rely on its own experience); *accord Open Source Sec. v. Perens*, 803 F. App’x
 19 73, 77 (9th Cir. 2020). The rates counsel used are appropriate given the deferred nature of
 20 counsel’s compensation. *See LeBlanc-Sternberg v. Fletcher*, 143 F.3d 748, 764 (2nd Cir. 1998)
 21 (“[C]urrent rates, rather than historical rates, should be applied in order to compensate for the
 22 delay in payment”) (citing *Missouri v. Jenkins*, 491 U.S. 274, 283-84 (1989)); *In re Wash.*
 23 *Pub. Power Supply Sys. Secs. Litig.*, 19 F.3d 1291, 1305 (9th Cir. 1994) (“The district court has
 24 discretion to compensate delay in payment in one of two ways: (1) by applying the attorneys’
 25 current rates to all hours billed during the course of litigation; or (2) by using the attorneys’
 26 historical rates and adding a prime rate enhancement.”). Counsel also submitted a sufficient
 27 breakdown of the attorneys’ billing efforts for the Court to reach its conclusion about the lodestar.

28 19. The attorneys’ fees requested for Plaintiff’s counsel is about 130% of Plaintiff’s

1 counsel's combined unadjusted lodestar. *See* Plaintiff's Motion at 19; Tidrick Decl. ¶¶ 11, 34.

2 The facts here warrant a positive multiplier, specifically, the results achieved, the risks involved,
3 the benefits obtained above and beyond the cash settlement fund, and the financial burden carried
4 by Plaintiff's counsel in prosecuting the case on a contingency basis. *See* Plaintiff's Motion at 10-
5 15, 19; *Vizcaino v. Microsoft Corp.*, 290 F.3d 1043, 1048-50 (9th Cir. 2002).

6 20. In the alternative, even if the Court were not to account for the value of Rover's
7 changed business practice (a change resulting in higher payments to Pet Care Providers of at least
8 \$5.5 million), the requested fee award would still be appropriate. A fee award of \$5.94 million is
9 33% of the \$18 million cash pool. Courts have customarily approved payments of attorneys' fees
10 amounting to one-third of the common fund, including in comparable wage-and-hour class
11 actions where, like here, the results obtained were excellent and the risks were great. *See, e.g.,*
12 *Nucci v. Rite Aid Corp.*, No. 3:19-cv-01434-LB, 2022 U.S. Dist. LEXIS 94936, at *16 (N.D. Cal.
13 May 26, 2022) (granting final approval of a wage-and-hour class action settlement and awarding
14 attorneys' fees of 33.33% of the total settlement amount and finding that this percentage is "in
15 line with similar wage-and-hour cases where the results obtained were excellent and the risks
16 were great"); *Zamora v. Lyft, Inc.*, No. 3:16-cv-02558-VC, 2018 WL 4657308, at *3 (N.D. Cal.
17 Sept. 26, 2018) (one-third award is "consistent with the Ninth Circuit authority and the practice in
18 this District."); *Wren v. RGIS Inventory Specialists*, No. 06-CV-5778-JCS, 2011 U.S. Dist.
19 LEXIS 38667, at *79-*80 (N.D. Cal. Apr. 1, 2011) (awarding fees of over 40% of the settlement
20 fund where class counsel created a gross settlement fund of \$27 million on behalf of more than
21 62,000 class members in a wage-and-hour case); *Bennett v. SimplexGrinnell LP*, No. 11-cv-
22 01854-JST, 2015 U.S. Dist. LEXIS 192870, at *19-21 (N.D. Cal. Sep. 3, 2015) (approving
23 attorneys' fees of approximately 38.8% of the settlement fund in wage-and-hour class action
24 settlement); *Jones v. CertifiedSafety*, 3:17-cv-02229-EMC, ECF No. 232 (N.D. Cal. June 1, 2020)
25 (awarding fees based on one-third of the common fund in wage-and-hour class action); *Bergman*
26 *v. Thelen LLP*, 2016 U.S. Dist. LEXIS 170861, at *20-24 (N.D. Cal. Dec. 9, 2016) (awarding fees
27 equating to one-third of the common fund in wage-and-hour class action); *Foster v. Adams &*
28 *Assocs.*, No. 18-cv-02723-JSC, 2022 U.S. Dist. LEXIS 25071, at *27-29 (N.D. Cal. Feb. 11,

2022) (granting final approval of an ERISA class action settlement and awarding attorneys' fees of 33.3% of the total settlement amount); *Bautista-Perez v. Juul Labs, Inc.*, No. 20-CV-01613-HSG, 2022 WL 2239838, at *9 (N.D. Cal. June 22, 2022) (granting final approval of an employment class action settlement and awarding attorneys' fees of 30% of the total settlement amount); *Rodriguez v. Nike Retail Servs., Inc.*, 2022 WL 254349, at *6 (N.D. Cal. Jan. 27, 2022) (awarding 33% in wage-and-hour case); *Boyd v. Bank of Am. Corp.*, 2014 U.S. Dist. LEXIS 162880, at *28-32 (C.D. Cal. Nov. 18, 2014) (collecting wage-and-hour cases awarding 33% or more, and awarding fees equating to one-third of the common fund in wage-and-hour class action); *cf. In re Lidoderm Antitrust Litig.*, 2018 U.S. Dist. LEXIS 162425, at *32 (N.D. Cal. Sept. 20, 2018) (granting request for fee award equating to one-third of common fund in antitrust class action settlement); *Morris v. Lifescan, Inc.*, 54 Fed. Appx. 663, 664 (9th Cir. 2003) (affirming 33% fee award); *In re Pacific Enterprises Secs. Litig.*, 47 F.3d 373, 379 (9th Cir. 1995) (affirming 33% fee award). These cases further support Plaintiff's attorney's fees request.

21. The Court concludes that a fee award to Plaintiff's counsel at the requested amount, \$5.94 million, is justified. *See Hanlon v. Chrysler Corp.*, 150 F.3d 1011, 1029 (1998). It is appropriate based on Plaintiff's counsel's efforts and the substantial benefits to the class. It is similar to awards in other cases, where, like here, the results obtained were excellent and the risks were great. It is supported by the lodestar cross-check, the efficiency of the litigation, the quality of the representation, and the contingent risk.

Reimbursement of Expenses

22. Also, Plaintiff's counsel are entitled to reimbursement of reasonable out-of-pocket expenses. Fed. R. Civ. P. 23(h); *see Harris v. Marhoefer*, 24 F.3d 16, 19 (9th Cir. 1994) (attorneys may recover reasonable expenses that would typically be billed to paying clients in non-contingency matters.); *Van Vranken v. Atlantic Richfield Co.*, 901 F. Supp. 294, 299 (N.D. Cal. 1995) (approving reasonable costs in class action settlement). Costs compensable under Rule 23(h) include "nontaxable costs that are authorized by law or by the parties' agreement." Fed. R. Civ. P. 23(h). "The prevailing view is that expenses are awarded in addition to the fee percentage." *Jefferson v. H&M Hennes & Mauritz, L.P.*, 2013 U.S. Dist. LEXIS 2875 at *9 (C.D.

Cal. Jan. 7, 2013) (quoting 1 ALBA CONTE, ATTORNEY FEE AWARDS § 2:08 at 50-51). Plaintiff's counsel have advanced costs incurred in this case. The total incurred litigation expenses were \$64,862.58, and do not include the modest, but real, expenses that will be incurred in the future. *See* Tidrick Decl. ¶ 39 & Ex. 6. These costs are reasonable.

Service Award

23. The Settlement Agreement gives the Court discretion to award an enhancement payment, also known as a service award, to Plaintiff. *See* Settlement Agreement § 2.08. The requested service award to Plaintiff in the amount of \$10,000 for her service and assistance to the Class is warranted. *See* Plaintiff's Motion at 20-24.

Conclusion

24. In accordance with the findings above, from the Cash Pool, the Court orders an award to Plaintiff's counsel of \$5,940,000.00 (\$5.94 million) in attorneys' fees and \$64,862.58 in incurred litigation costs, payable to Plaintiff's lead counsel, The Tidrick Law Firm LLP, which shall be responsible for distributing the award of fees and costs with Plaintiff's appellate counsel pursuant to co-counseling agreements.

25. The Court awards an enhancement payment to Plaintiff Melanie Sportsman in the amount of \$10,000.

It is so ORDERED, ADJUDGED, AND DECREED.

DATE: _____, 2023.

The Honorable William H. Orrick
United States District Court