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8 UNITED STATES DISTRICT COURT
 9 NORTHERN DISTRICT OF CALIFORNIA

11 SOPHIA RIVAS, individually, and on behalf of
 12 other members of the general public similarly
 situated,

13 Plaintiff,

14 vs.

15 BG RETAIL, LLC dba NATURALIZER, a
 Delaware limited liability company; CALERES,
 16 INC. dba NATURALIZER, a New York
 corporation; and DOES 1 through 10, inclusive,

17 Defendants.
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Case No.: 16-CV-06458-BLF

**NOTICE OF MOTION AND MOTION FOR
 ATTORNEYS' FEES, COSTS AND
 EXPENSES, AND A CLASS
 REPRESENTATIVE INCENTIVE AWARD;
 MEMORANDUM OF POINTS AND
 AUTHORITIES IN SUPPORT**

Date: December 12, 2019
 Time: 11:00 a.m.
 Place: Courtroom 3

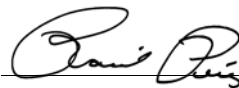
1 **TO THE HONORABLE COURT, ALL PARTIES, AND THEIR ATTORNEYS OF RECORD:**

2 **PLEASE TAKE NOTICE** that on December 12, 2019 at 11:00 a.m., or as soon thereafter as
3 the matter may be heard, in Courtroom 3 of the above-captioned court, located at 280 South 1st Street,
4 San Jose, California 95113, the Honorable Beth Labson Freeman presiding, Plaintiff Sophia Rivas will,
5 and hereby does, move this Court to award \$78,750 in attorneys' fees; \$18,955.30 in litigation costs and
6 expenses; and \$2,500 for Plaintiff's incentive award.

7 This Motion is based upon: (1) this Notice of Motion and Motion; (2) the Memorandum of
8 Points and Authorities in Support of the Motion for Attorneys' Fees, Costs and Expenses, and a Class
9 Representative Incentive Award; (3) the Declaration of Raul Perez; (4) the Declaration Sophia Rivas; (5)
10 the records, pleadings, and papers filed in this action; and (6) upon such other documentary and oral
11 evidence or argument as may be presented to the Court at or prior to the hearing of this Motion.

12
13 Dated: September 6, 2019

Respectfully submitted,

14 By: 

15 Raul Perez
16 Bevin Allen Pike
17 Orlando Villalba
18 CAPSTONE LAW APC

19 Attorney for Plaintiff Sophia Rivas
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1 **I. INTRODUCTION**

2 Plaintiff Sophia Rivas brought this class action to enforce the rights of hundreds of current and
3 former employees of Defendants BG Retail, LLC, dba Naturalizer, and Caleres, Inc. (collectively,
4 “Defendants”) (collectively with Plaintiff, the “Parties”). Despite the risk and uncertainty associated with
5 litigating the claims, Plaintiff secured a \$175,000 non-reversionary settlement that will provide timely
6 monetary relief to the Settlement Class.

7 Consistent with the terms of the Parties’ settlement, Plaintiff now moves for an award of \$78,750
8 in attorneys’ fees, \$18,955.30 in litigation costs and expenses, and a \$2,500 incentive award for her
9 service on behalf of the Settlement Class and for a general release of all claims arising out of her
10 employment with Defendants. This motion is unopposed by Defendants.

11 In evaluating the reasonableness of Plaintiff’s fee request, the Court should consider that
12 Plaintiff’s counsel, Capstone Law APC (“Plaintiff’s Counsel” or “Capstone”), litigated this action on a
13 purely contingent basis, having advanced just over 290 hours reasonably valued at approximately
14 \$160,270, along with approximately \$18,280 in costs (and an additional \$675 in anticipated travel-
15 related costs for the Final Approval Hearing), to vindicate Plaintiff’s rights and the rights of all other
16 similarly situated employees under the California Labor Code. Plaintiff’s Counsel conducted a thorough
17 investigation into Plaintiff’s claims and Defendants’ defenses. This investigation entailed a careful
18 analysis of thousands of pages of documents produced by Defendants. As a result of that investigation,
19 Plaintiff’s Counsel were able to position the case for settlement, and ultimately secured a settlement that
20 provides valuable relief for the Settlement Class, averaging over \$200 per Class Member.

21 Likewise, Plaintiff deserves an incentive award for putting the interests of the Class ahead of her
22 own, exposing herself to the risk of extra scrutiny by prospective employers who may look
23 disapprovingly on litigious employee candidates, investing her time and effort in assisting in the
24 prosecution of this action, and for providing Defendants a general release that is much broader than the
25 releases provided by all other Class Members.

26 For the reasons set forth in greater detail below, Plaintiff respectfully submits that the requested
27 attorneys’ fees, costs and expenses, and incentive award are fair and reasonable, and should be approved.
28

II. ARGUMENT

A. Plaintiff's Request for Attorneys' Fees Should Be Evaluated Under a Deferential Standard

Courts have encouraged litigants to resolve fee issues by agreement. *See Hanlon v. Chrysler Corp.*, 150 F.3d 1011, 1029 (9th Cir. 1998). This is consistent with the strong public policy of encouraging and approving non-collusive settlements, including those in class actions, and avoiding a “second major litigation” arising from a request for attorneys’ fees after the matter has been resolved. *Hensley v. Eckerhart*, 461 U.S. 424, 437 (1983) (“Ideally, of course, litigants will settle the amount of a fee”). In light of the policy favoring settlement of fee disputes, district courts must account for the fact that “the parties are compromising to avoid litigation.” *Laguna v. Coverall North America*, 753 F.3d 918, 922 (9th Cir. 2014), *vac’d on other grounds*, 2014 U.S. App. LEXIS 21950 (9th Cir. 2014). Accordingly, the Ninth Circuit holds that “the court need not inquire into the reasonableness of the fees even at the high end with precisely the same level of scrutiny as when the fee amount is litigated.” *Id.* (quoting *Staton v. Boeing Co.*, 327 F.3d 938, 966 (9th Cir. 2003) (internal quotations omitted; emphasis added)). Thus, while the Court must conduct an independent inquiry into the reasonableness of the fee request, it should give substantial weight to the parties’ agreement as to the reasonableness of the amount of attorneys’ fees.

These considerations are particularly appropriate where, as here, the parties negotiated the settlement at arm’s-length with Judge Spero’s guidance. *In re Apple Computer, Inc. Derivative Litig.*, No. C 06-4128 JF (HRL), 2008 U.S. Dist. LEXIS 108195 *12 (N.D. Cal. Nov. 5, 2008) (mediator’s participation weighs considerably against any inference of a collusive settlement); *D’Amato v. Deutsche Bank*, 236 F.3d 78, 85 (2d Cir. 2001) (a “mediator’s involvement in . . . settlement negotiations helps to ensure that the proceedings were free of collusion and undue pressure.”). The settlement negotiations were adversarial and non-collusive, and the resulting settlement of attorneys’ fees, as a function of the overall settlement’s value, is likewise fair, reasonable, and free of collusion.

B. The Court Should Calculate Reasonable Attorneys’ Fees Under the Lodestar Method

In diversity actions, federal courts must apply state law in determining whether a party has a

1 right to attorneys' fees and how to calculate those fees. *Mangold v. Calif. Public Utilities Comm'n*, 67
 2 F.3d 1470, 1478 (9th Cir. 1995) ("Ninth Circuit precedent has applied state law in determining not only
 3 the right to fees, but also in the method of calculating the fees"). The state law governing the underlying
 4 claims in a diversity action "also governs the award of fees." *Vizcaino v. Microsoft Corp.*, 290 F.3d
 5 1043, 1047 (9th Cir. 2002).¹

6 Here, Plaintiff is entitled to statutory attorneys' fees under the fee-shifting provisions of
 7 California Labor Code sections 226(e),² 1194(a),³ and 2699(g)(1),⁴ because she has successfully litigated
 8 and settled claims arising out of Defendants' alleged failure to comply with the Labor Code. These fee-
 9 shifting statutes are designed to create financial incentives for qualified attorneys to take on meritorious
 10 cases in which the recoveries may be so small that it would be unlikely for attorneys to accept the
 11 representation on a percentage-of-the-recovery basis. *See Graham v. DaimlerChrysler Corp.*, 34 Cal.
 12 4th 553, 580 (2004) (affirming the primacy of the lodestar method for awarding statutory fees).

13 Under California law, the lodestar method is the "starting point of every fee award." *Serrano v.*
 14 *Priest*, 20 Cal. 3d 25, 35 (1977) ("*Serrano III*"). For any fee application subject to a statutory award, the
 15 court should "presume that the Legislature intended courts to use the prevailing lodestar adjustment
 16 method." *Ketchum v. Moses*, 24 Cal. 4th 1122, 1136 (2001). The lodestar is produced by multiplying
 17 the number of hours reasonably expended by counsel by a reasonable hourly rate. *Ketchum*, 24 Cal. 4th
 18 at 1134-36. This method best compensates successful counsel for "all the hours reasonably spent,
 19 including those relating solely to the fee." *Id.* at 1133. As the California Supreme Court held,

20
 21 ¹ Class actions removed under the Class Action Fairness Act of 2005 (CAFA) are diversity
 22 actions. *See Bush v. Cheaptickets, Inc.*, 425 F.3d 683, 684 (9th Cir. 2005) (CAFA "broadens diversity
 23 jurisdiction for certain qualifying class actions and authorizes their removal . . ."). As the Ninth Circuit
 24 observed, "even after CAFA's enactment, *Erie*-related doctrines ensure that, for the most part, removal
 25 of a CAFA case from state to federal court produces a change of courtrooms and procedure rather than a
 26 change of substantive law." *McAtee v. Capital One, F.S.B.*, 479 F.3d 1143, 1147 (9th Cir. 2007).

27 ² Labor Code section 226(e) ("An employee suffering injury as a result of a knowing and
 28 intentional failure by an employer to comply with subdivision (a) is entitled to . . . an award of costs and
 reasonable attorney's fees.")

³ Labor Code section 1194(a) ("[A]ny employee receiving less than the legal minimum wage or
 the legal overtime compensation applicable to the employee is entitled to recover in a civil action the
 unpaid balance of the full amount of this minimum wage or overtime compensation, including interest
 thereon, reasonable attorney's fees, and costs of suit.")

⁴ Cal. Lab. Code § 2699(g)(1) ("Any employee who prevails in any action shall be entitled to an
 award of reasonable attorney's fees and costs.")

1 “[a]nchoring the analysis to [the lodestar] is the only way of approaching the problem that can claim
2 objectivity, a claim which is obviously vital to the prestige of the bar and the courts.” *Serrano III*, 20
3 Cal. 3d at 48 n.23.

4 Moreover, “[t]he contingent and deferred nature of the fee award . . . **requires** that the fee be
5 adjusted in some manner to reflect the fact that the fair market value of legal services . . .” *Horsford v.*
6 *Board of Trustees*, 132 Cal. App. 4th 359, 394-95 (2005) (emphasis added). To reflect the correct
7 market price for the risks taken in high-stakes contingent legal services, courts apply a multiplier to the
8 base lodestar. *Ketchum*, 24 Cal. 4th at 1138. Thus, any statutory fee awarded to prevailing attorneys
9 must account for contingent risk, generally by adjusting the base lodestar with a risk multiplier.

10 Furthermore, in fixing fees under the lodestar method, successful attorneys should recover “all
11 attorney fees reasonably expended, without limiting the fees to a proportion of [the] actual recovery.”
12 *Graciano*, 144 Cal. App. 4th at 164. “[T]here is ‘no mathematical rule requiring proportionality between
13 compensatory damages and attorneys’ fees award.’” *Harman v. City and County of San Francisco*, 158
14 Cal. App. 4th 407, 421 (2007) (citation omitted).

15 For instance, in *Harman*, the court affirmed a fee award of \$1.1 million on damages of \$33,300
16 under the Civil Rights Act after determining that it cannot be tied to a proportion of the recovery. *Id.* at
17 419-22. Indeed, no actual monetary recovery is required at all; rather, courts will award fees so long as
18 the suit resulted in the benefits contemplated by statute. *See Graham*, 34 Cal. 4th at 570-76 (holding that
19 a dismissed action that led to a recall warrants full compensatory attorneys’ fees using the lodestar-
20 multiplier method); *County of Los Angeles v. Super. Ct.*, 21 Cal. 4th 292, 304 n.2 (1999) (explaining that
21 a small amount in damages can “justify a substantial amount of attorneys’ fees” due to the importance of
22 deterrence).

23 The non-proportionality rule applies generally to attorneys prosecuting employment cases.⁵ *See*,

24 _____
25 ⁵ And it applies with equal force to PAGA cases. *See Salas v. Hallmark Aviation Services LP*,
26 No. BC586585 (Los Angeles County Superior Court February 17, 2017) (awarding plaintiff \$600,000 in
27 attorneys’ fees on PAGA penalties totaling \$605,000); *Monroe v. Continental Design Co., Inc.*, No.
28 RG16817667 (Alameda County Superior Court June 21, 2017) (awarding plaintiff \$110,000 in fees on
PAGA penalties totaling \$90,000); *Ramirez v. Benito Valley Farms, LLC*, No. 16-CV-04708-LHK,
2017 WL 3670794, at *6 (N.D. Cal. Aug. 25, 2017) (awarding attorneys’ fees under the lodestar method
with no regard to the proportion of the fees to civil penalties).

1 e.g., *Taylor v. Nabors Drilling U.S.A.*, 222 Cal. App. 4th 1228 (2014) (affirming \$680,520 in attorneys’
 2 fees on a \$150,000 recovery in an employment discrimination case).⁶ These principles govern the
 3 determination of reasonable fees for Plaintiff’s Counsel.

4 **C. Plaintiff’s Counsel’s Lodestar is the Product of Reasonable Hourly Rates and**
 5 **Hours Billed to the Litigation**

6 To determine whether an attorney’s charged rate is reasonable, the Court must evaluate whether
 7 that rate is “within the range of reasonable rates charged by and judicially awarded comparative attorneys
 8 for comparable work.” *Children’s Hospital & Med. Ctr. v. Bontá*, 97 Cal. App. 4th 740, 783 (2002).
 9 Determination of a reasonable rate is derived from the community “where the services are rendered.”
 10 *MBNA Am. Bank v. Gorman*, 147 Cal. App. 4th Supp. 1, 13 (2006). Here, the hourly rates for Plaintiff’s
 11 Counsel have been approved by district courts in this circuit on numerous occasions over the past few
 12 years. See *Black v. T-Mobile USA, Inc.*, No. 4:17-cv-04151-HSG (N.D. Cal. July 24, 2019) (approving
 13 Capstone’s rates for Associates (\$295 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Garrido v.*
 14 *J. C. Penney Corporation, Inc.*, No. 5:18-cv-02051-JVS-SP (C.D. Cal. Jan. 25, 2019) (approving
 15 Capstone’s rates for Associates (\$435 to \$455) and Senior Counsel/Partners (\$495 to \$725)); *Grillo v.*
 16 *Key Energy Services, LLC*, No. 2:14-cv-00881-AB-AGR (C.D. Cal. Oct. 13, 2017) (approving
 17 Capstone’s rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$595 to \$725)); *Berry v.*
 18 *Urban Outfitters Wholesale, Inc.*, No. Case 4:13-cv-02628-JSW (N.D. Cal. April 7, 2016) (approving

19 ⁶ Plaintiffs who prevail on a private attorney general action are also not limited to a proportion of
 20 the damages recovered. See *Building a Better Redondo, Inc. v. City of Redondo Beach*, 203 Cal. App. 4th
 21 852, 870-73 (2012) (awarding fees under the private attorney general statute in an action to compel a city
 22 to put a measure on the ballot); *Vo v. Las Virgenes Mun. Water Dist.*, 79 Cal. App. 4th 440, 445 (2000)
 23 (affirming a \$470,000 fee award when plaintiff recovered only \$37,500); *Engel v. Washington*, 60 Cal.
 24 App. 4th 628, 635 (1997) (a plaintiff who recovered only \$250 “may well be entitled to every penny of
 25 the requested [\$80,875] fee award” and that “[t]o deny him the full amount of requested fees would be
 26 tantamount to finding that the fees were unreasonable per se, some of his efforts unwarranted, or his
 27 goals unworthy”). Outside of common fund recoveries, the rule that fees cannot be tied to proportional
 28 recovery applies across the board, to all types of cases involving fee-shifting statutes, in both federal and
 state courts. See, e.g., *City of Riverside v. Rivera*, 477 U.S. 561, 578-79 (1986) (awarding \$245,000 in
 attorneys’ fees for damages of \$33,350); *Hasbrouck v. Texaco, Inc.*, 879 F.2d 632, 639 (9th Cir. 1989)
 (“[T]here is no reason to treat attorney’s fees in antitrust cases under [the Clayton Act] different from
 attorney’s fees in civil rights cases under section 1988. We have recognized the public benefit of antitrust
 litigation.”); *Lytle v. Carl*, 382 F.3d 978, 988 (9th Cir. 2004) (fee award more than three times damages);
Fair Housing of Marin v. Combs, 285 F.3d 899 (9th Cir. 2002) (affirming \$508,606 fee award that was
 more than five times damages awarded); *Niederer v. Ferreira*, 189 Cal. App. 3d 1485 (1987) (applying
 the anti-proportionality logic in an action to collect from the guarantor of a note).

1 Capstone’s rates for Associates (\$370 to \$470) and Senior Counsel/Partners (\$545 to \$695)).

2 Court orders are particularly probative in determining whether a requested rate is reasonable
3 since they reflect a judicial determination that the charged rates are within a reasonable range. *See*
4 *Margolin v. Regional Planning Com.*, 134 Cal. App. 3d 999, 1005 (1982) (rejecting the defendant’s
5 attacks on prior court orders and deeming such orders to be highly probative of rates).

6 To evaluate hours worked, the general principle is that “the attorney who takes [a statutory fee-
7 shifting] case can anticipate receiving full compensation for every hour spent litigating a claim even
8 against the most polemical opponent.” *Weeks v. Baker & McKenzie*, 63 Cal. App. 4th 1128, 1175
9 (1998). However, courts should not be “enmeshed in a meticulous analysis of every detailed facet of the
10 professional representation.” *Serrano v. Unruh*, 32 Cal. 3d 621, 642 (1982). Rather, “[t]he essential goal
11 in shifting fees (to either party) is to do rough justice, not to achieve auditing perfection.” *Fox v. Vice*,
12 131 S. Ct. 2205, 2216 (2011).

13 In determining the reasonableness of the hours expended, “the court should defer to the winning
14 lawyer’s professional judgment as to how much time he was required to spend on the case; after all, he
15 won, and might not have, had he been more of a slacker.” *Kerkeles v. City of San Jose*, 243 Cal. App.
16 4th 88, 196 Cal. Rpt. 3d 252, 265 (2015) (quoting *Moreno v. City of Sacramento*, 534 F.3d 1106, 1112
17 (9th Cir. 2008)). Whether attorneys expended reasonable hours in pursuit of the litigation is the major
18 building block of any fee award. *See Serrano v. Unruh*, 32 Cal. 3d at 632 (“absent facts rendering the
19 award unjust, parties who qualify for a fee should recover for all hours reasonably spent.”). Typically, all
20 time reasonably spent by prevailing attorneys during the course of litigation should be awarded if it is the
21 type of work that would be paid by a fee-paying client. *Hensley v. Eckerhart*, 461 U.S. 424, 431 (1983).

22 Plaintiff’s Counsel’s lodestar of approximately \$160,270 reflects their standard billing rates for
23 billable attorney time expended litigating this action multiplied by their expended hours of 291.2. (Perez
24 Decl. ¶ 6.) When plaintiffs seek an amount in fees that is less than what they actually billed, the requested
25 fee amount is generally considered reasonable. *See, e.g., Chun-Hoon v. McKee Foods Corp.*, 716 F.
26 Supp. 2d 848, 854 (N.D. Cal. 2010) (finding that, if the court is asked to apply a negative multiplier, it
27 “suggests the negotiated fee award is a reasonable and fair valuation of the services rendered to the class
28 by Plaintiff’s Counsel.”). Here, the requested fee amount of \$78,750 represents an application of a

1 *negative* multiplier of 0.49, making it prima facie reasonable.

2 **D. Although Not Requested, Plaintiff's Counsel Would Otherwise Be Entitled to a**
3 **Lodestar Enhancement**

4 Plaintiff's Counsel would otherwise be entitled to a *positive* multiplier based on factors most
5 commonly cited by courts, including: (1) the results obtained; (2) the contingent nature of the fee award;
6 and (3) the novelty and difficulty of the questions involved. *See Serrano III*, 20 Cal. 3d at 49; *Thayer v.*
7 *Wells Fargo Bank*, 92 Cal. App. 4th 819, 835 (2001) (recognizing "results obtained" as a factor). Based
8 on the facts here, Plaintiff's Counsel could have sought a multiplier of 1.5 or higher. *See, e.g., Graham*,
9 34 Cal. 4th at 579 (authorizing the application of a 2.25 multiplier); *Cates v. Chang*, 213 Cal. App. 4th
10 791, 823 (2013) (awarding a multiplier of 1.85).

11 First, attorneys that achieve a high level of success in the litigation are entitled to a multiplier.
12 *Graham*, 34 Cal. 4th at 583. Plaintiff's Counsel overcame Defendants' aggressive defense to secure a
13 \$175,000 non-reversionary settlement that will pay Class Members on average over \$200. This
14 successful result merits a positive multiplier.

15 Second, courts have recognized that contingent-fee attorneys like Plaintiff's Counsel should
16 obtain a larger fee than the market-value if their services help to secure adequate representation for
17 plaintiffs unable to afford accomplished attorney hourly rates. *See Ketchum*, 24 Cal. 4th at 1132 ("[A]
18 contingent fee contract, since it involves a gamble on the result, may properly provide for a larger
19 compensation than would otherwise be reasonable."). This risk is particularly acute for contingency fee
20 attorneys because they "must use savings or incur debt to keep their offices afloat and their families fed
21 during the years-long litigation." *Horsford*, 132 Cal. App. 4th at 400.

22 Here, Plaintiff's Counsel advanced attorney time and expenses for years of litigation, with no
23 guarantee of realizing any returns. Under California law, a 1.5 multiplier will be awarded *for the*
24 *contingent risk factor alone*, without the presence of other factors. *See Ctr. for Biological Diversity v.*
25 *Cty. of San Bernardino*, 185 Cal. App. 4th 866, 900 (2010) (affirming a 1.5 risk multiplier in a non-
26 complex statutory case and expressly rejecting the application of other multiplier factors). *See also*
27 *Amaral v. Cintas Corp. No. 2*, 163 Cal. App. 4th 1157, 1174 (2008) (affirming a 1.65 contingent risk
28 multiplier in a wage and hour class action, explaining that "counsel risked never receiving any

1 compensation *at all*' (emphasis in original)); *Pellegrino v. Robert Half Int'l*, 182 Cal. App. 4th 278, 292
 2 (2010) (affirming a 1.75 multiplier due, in part, to "Plaintiff's Counsel not being paid for their work in
 3 the event that [defendant] prevailed on [an] affirmative defense."). A positive multiplier would therefore
 4 have been warranted, had Plaintiff's Counsel sought one.

5 Third, as explained above, throughout this litigation, Plaintiff's Counsel had to contend with
 6 novel and complex issues. Indeed, the Ninth Circuit has recognized that complex litigation is often
 7 necessary to effectively enforce workplace protection legislation:

8 The California Labor Code protects all workers regardless of their immigration
 9 status or financial resources. In light of the small size of the putative class
 10 members' potential individual monetary recovery, class certification may be the
 only feasible means for them to adjudicate their claims.

11 *Leyva v. Medline Indus.*, 716 F.3d 510, 515 (9th Cir. 2013). By obtaining a significant recovery for the
 12 class, Plaintiff's Counsel have vindicated the rights of workers and enforced compliance with important
 13 workplace regulations.⁷

14 Plaintiff's Counsel's skillful handling of challenging and complex issues would therefore
 15 warrant a multiplier under California law. *See, e.g., City of Oakland v. Oakland Raiders*, 203 Cal. App.
 16 3d 78 (1988) (justifying a 2.34 multiplier in part on novelty and complexity of issues); *Edgerton v. State*
 17 *Personnel Bd.*, 83 Cal. App. 4th 1350, 1353 (2000) (affirming a 1.5 multiplier based in part on skill
 18 displayed in overcoming intransigent opponent).

19 In short, by facing a tenacious opponent, the potential for total defeat remained high. Since a risk
 20 multiplier of 1.5 or greater would otherwise be justified under these circumstances, Plaintiff's Counsel's
 21 fee request—essentially half of their *unadjusted* lodestar—is clearly reasonable and should be approved.

22 **E. Plaintiff's Counsel's Out-Of-Pocket Expenses Should Be Reimbursed**

23 Defendants have agreed to pay Plaintiff's Counsel's litigation expenses as part of the negotiated

24 ⁷ Additionally, the public interest served by the lawsuit likewise supports the requested award of
 25 attorneys' fees. In *Lealao*, 82 Cal. App. 4th 19, the court held that in determining the appropriate award
 26 of attorneys' fees, the trial court should consider the need to encourage the private enforcement necessary
 27 to vindicate many legal rights, as well as the role that representative actions play in relieving the courts of
 28 the need to separately adjudicate numerous claims. Given the result, this action will undoubtedly deter
 other similarly situated employers from taking advantage of their employees. In a related vein, unless
 competent attorneys are fully compensated when they take on large corporate defendants, unlawful
 practices at issue here will likely go unchecked.

1 fees. For these expenses, the rule is that prevailing parties may recover, as part of statutory attorneys’
 2 fees, “litigation expenses . . . when it is ‘the prevailing practice in the given community’ for lawyers to bill
 3 those costs separately from their hourly rates.” *Trs. of the Constr. Indus. and Laborers Health and*
 4 *Welfare Trust v. Redland Ins. Co.*, 460 F.3d 1253, 1258 (9th Cir. 2006) (citation omitted). In California,
 5 attorneys are reimbursed for out-of-pocket expenses “such as ‘1) meals, hotels, and transportation; 2)
 6 photocopies; 3) postage, telephone, and fax; 4) filing fees; 5) messenger and overnight delivery; 6) online
 7 legal research; 7) class action notices; 8) experts, consultants, and investigators; and 9) mediation fees.”
 8 *Johnson v. General Mills, Inc.*, No. 10-00061-CJC, 2013 U.S. Dist. LEXIS 90338, *20-*21 (C.D. Cal.
 9 June 17, 2013) (quoting *In re Immune Response Sec. Litig.*, 497 F. Supp. 2d 1166, 1177 (S.D. Cal. 2007)
 10 (both courts awarding the requested expenses, including for expert witnesses, mediation, photocopying
 11 and computerized research).

12 Here, Plaintiff’s Counsel have expended about \$18,280.30 to date, which includes court fees,
 13 mediation fees, and travel-related expenses that would normally be billed to a paying client. (Perez Decl.
 14 ¶ 9.) Plaintiff also anticipates that her counsel will incur an additional \$675 in travel-related costs and
 15 expenses for the Final Approval Hearing. (*Id.* at ¶ 10.)

16 **F. The Proposed Class Representative Incentive Award is Fair and Reasonable**

17 “Incentive awards are fairly typical in class action cases . . . Such awards are discretionary and
 18 are intended to compensate class representatives for work done on behalf of the class . . .” *Rodriguez v.*
 19 *West Publ’g Corp.*, 563 F.3d 948, 958 (9th Cir. 2009) (citing 4 *William B. Rubenstein et al., Newberg on*
 20 *Class Actions* § 11:38 (4th ed. 2008)). These payments work both as an inducement to participate in the
 21 suit and as compensation for time spent in litigation activities. *See In re Mego Fin. Corp. Sec. Litig.*, 213
 22 F.3d 454, 463 (9th Cir. 2000), as amended (June 19, 2000) (describing the service award as an
 23 incentive to the class representatives).

24 So long as the incentive awards do not create a conflict of interest between the representatives
 25 and class members, modest payments to named plaintiffs for their services as class representatives are
 26 customary and generally approved. *See Van Vranken v. Atl. Richfield Co.*, 901 F. Supp. 294, 300 (N.D.
 27 Cal. 1995). To determine whether the proposed incentive award is fair and reasonable, many courts in
 28 the Ninth Circuit apply the “five-factor test set forth in *Van Vranken.*” *Grant v. Capital Mgmt. Servs.*,

1 L.P., No. 10-CV-2471-WQH BGS, 2014 WL 888665, at *7 (S.D. Cal. Mar. 5, 2014). Under the *Van*
2 *Vranken* test, courts consider: (1) the risk to the class representative in commencing suit, both financial
3 and otherwise; (2) the notoriety and personal difficulties encountered by the class representative; (3) the
4 amount of time and effort spent by the class representative; (4) the duration of the litigation and; (5) the
5 personal benefit (or lack thereof) enjoyed by the class representative as a result of the litigation.” *Van*
6 *Vranken*, 901 F. Supp. at 299 (citations omitted). However, not all factors need to present. Rather, the
7 Court may weigh the factors and, award fees that are “just and reasonable under the circumstances.”
8 *See, e.g., In re Toys “R” Us-Del., Inc. Fair & Accurate Credit Transactions Act (FACTA) Litig.*, 295
9 F.R.D. 438, 472 (C.D. Cal. 2014) (citing *Van Vranken*, 901 F. Supp. at 299). Here, the proposed \$2,500
10 incentive award is just and reasonable.

11 First, the incentive award is justified in light of the reputational risk that Plaintiff has assumed by
12 litigating claims against a former employer. *See Billingshausen v. Tractor Supply Co.*, 306 F.R.D. 245,
13 267-68 (N.D. Cal. 2015) (finding “personal detriment” upon testimony that future employers can easily
14 learn that a prospective employee served as a plaintiff through the internet); *Guippone v. BH S&B*
15 *Holdings LLC*, No. 09 Civ. 1029, 2011 U.S. Dist. LEXIS 126026, at **4, 20 (S.D.N.Y. Oct. 28, 2011)
16 (“[T]he fact that a plaintiff has filed a federal lawsuit is searchable on the internet and may become
17 known to prospective employers when evaluating the person . . . Even where there is not a record of
18 actual retaliation, notoriety, or personal difficulties, class representatives merit recognition for assuming
19 the risk of such for the sake of absent class members.”). Employers commonly screen employee
20 candidates to determine whether they have ever filed suit, and employee candidates who might be
21 branded “litigious” are likely to be screened out of the process. In fact, an entire industry has developed
22 for providing employers with background information on employee candidates. By bringing this action
23 against an employer, Plaintiff has assumed reputational risk that may impact her ability to find
24 employment in the future. *La Fleur v. Medical Management Intern, Inc.*, No. 13-00398-VAP, 2014 WL
25 2967475, *8 (C.D. Cal. June 25, 2014) (awarding \$15,000 to each named plaintiff in part for attesting to
26 their fear that the lawsuit will harm their future job prospects in the industry).

27 Second, the incentive award should be awarded because Plaintiff “remained fully involved and
28 expended considerable time and energy during the course of the litigation.” *In re Toys R Us-Delaware*,

1 *Inc.--Fair & Accurate Credit Transactions Act (FACTA) Litig.*, 295 F.R.D. 438, 470 (C.D. Cal. 2014)
2 (citation omitted). As detailed in her declaration, Plaintiff expended considerable time and effort assisting
3 Plaintiff's Counsel with the prosecution of the class' claims, and her contribution to the litigation should
4 be rewarded.

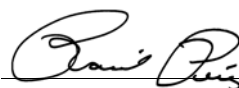
5 In sum, due to Plaintiff's effort, commitment, and personal sacrifice, all Class Members can now
6 benefit from a \$175,000 settlement. Thus, the proposed incentive award for Plaintiff's service as a class
7 representative, her assistance in prosecuting the claims, and reviewing the proposed settlement to ensure
8 that its terms are fair and provide adequate relief for the Settlement Class, and the risk of being branded
9 "litigious" by prospective employers, is reasonable and deserved.

10 **III. CONCLUSION**

11 For the foregoing reasons, Plaintiff respectfully requests the Court to award: (1) attorneys' fees
12 in the amount of \$78,750; (2) out-of-pocket cost and expenses in the amount of \$18,955.30; and (3) a
13 \$2,500 incentive award.

14
15 Dated: September 6, 2019

Respectfully submitted,

16
17 By: 

Raul Perez
Bevin Allen Pike
Orlando Villalba
CAPSTONE LAW APC

18
19
20 Attorney for Plaintiff Sophia Rivas

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7 Attorneys for Plaintiff Sophia Rivas

8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

11 SOPHIA RIVAS, individually, and on behalf of
12 other members of the general public similarly
situated,

13 Plaintiff,

14 vs.

15 BG RETAIL, LLC dba NATURALIZER, a
16 Delaware limited liability company; CALERES,
INC. dba NATURALIZER, a New York
17 corporation; and DOES 1 through 10, inclusive,

18 Defendants.

Case No.: 16-CV-06458-BLF

**DECLARATION OF RAUL PEREZ IN
SUPPORT OF THE MOTION FOR
ATTORNEYS' FEES, COSTS AND
EXPENSES, AND A CLASS
REPRESENTATIVE INCENTIVE AWARD**

Date: December 12, 2019
Time: 11:00 a.m.
Place: Courtroom 3

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DECLARATION OF RAUL PEREZ

I, Raul Perez, hereby declare as follows:

1. I am an attorney licensed to practice before all courts of the State of California. I am a Partner at Capstone Law APC (“Capstone”), counsel of record for Plaintiff Sophia Rivas (“Plaintiff”) in the above-captioned action. My knowledge of the information provided herein is based on a combination of personal knowledge and my review of the case file and conferences with counsel. I make this declaration in support of the Motion for Attorneys’ Fees, Costs and Expenses, and a Class Representative Incentive Award.

QUALIFICATIONS AND EXPERIENCE

2. I received both my undergraduate degree and my law degree from Harvard University and was admitted to the California Bar in December 1994. I have more than 20 years of litigation experience representing clients in complex litigation in state and federal courts, and since 2011, I have focused exclusively on wage and hour and consumer class actions.

3. Capstone Law APC is one of California’s largest plaintiff-only labor and consumer law firms. With over twenty seasoned attorneys, Capstone has the experience, resources, and expertise to successfully prosecute complex employment and consumer actions.

4. Since its founding in 2012, Capstone has emerged as a major force in aggregate litigation, making law on cutting-edge issues and obtaining over \$200 million in recovery for employees and consumers. The firm’s accomplishments include:

a. In February 2015, Ryan H. Wu and I were honored with the prestigious California Lawyer of the Year (CLAY) award in labor and employment for our work in the landmark case *Iskanian v. CLS Transportation Los Angeles*, 59 Cal. 4th 348 (2014), which preserved the right of California workers to bring representative actions under the Labor Code Private Attorneys General Act (“PAGA”) notwithstanding a representative action waiver in an arbitration agreement.

b. Recognized as a leading firm in the prosecution of PAGA enforcement actions, Capstone is responsible for some of the most important decisions in this area. In

1 *Williams v. Superior Court (Marshalls of Calif.)*, 2017 WL 2980258, Capstone
 2 attorneys achieved a landmark decision before the California Supreme Court as
 3 to the broad scope of discovery in PAGA actions. In *Baumann v. Chase Inv.*
 4 *Servs. Corp.*, 747 F.3d 1117 (9th Cir. 2014), a case of first impression, Capstone
 5 attorneys successfully argued that PAGA actions are state enforcement actions
 6 not covered by the Class Action Fairness Act.

7 5. Attached as Exhibit 1 is a true and correct copy of Capstone's firm resume.

8 **LODESTAR AND COST ANALYSIS**

9 6. I have reviewed a summary of Capstone's billing records, which are maintained during
 10 the regular course of business and billed contemporaneously. Capstone's bill for attorneys' fees is
 11 summarized in the charts below:

12 Lawyer	Title	CA Bar Yr.	Rate	Hours	Fees
Raul Perez	Partner	1994	\$725	23.3	\$16,892.50
Bevin Allen Pike	Senior Counsel	2002	\$595	81.9	\$48,730.50
Jennifer Bagosy	Fmr. Senior Counsel	2002	\$595	47	\$27,965.00
Andrew Sokolowski	Fmr. Senior Counsel	2003	\$595	34.8	\$20,706.00
Eduardo Santos	Senior Counsel	2007	\$495	28.6	\$14,157.00
Jamie Greene	Senior Counsel	2007	\$495	19.6	\$9,702.00
Suzy Lee	Fmr. Associate	2010	\$395	56	\$22,120.00
Total				291.2	\$160,273.00

19 General Tasks of the Litigation	Hours	Fees
Pleadings, Miscellaneous Filings, Case Management	84.5	\$41,987.50
Bevin Allen Pike (\$595)	8.9	\$5,295.50
Jennifer Bagosy (\$595)	7.2	\$4,284.00
Andrew Sokolowski (\$595)	20.3	\$12,078.50
Jamie Greene (\$495)	13.3	\$6,583.50
Suzy Lee (\$395)	34.8	\$13,746.00
Legal and Factual Analysis of Claims and Defenses	32.6	\$17,647.00
Bevin Allen Pike (\$595)	14.1	\$8,389.50
Jennifer Bagosy (\$595)	6.6	\$3,927.00
Jamie Greene (\$495)	6.3	\$3,118.50
Suzy Lee (\$395)	5.6	\$2,212.00

General Tasks of the Litigation	Hours	Fees
Discovery, Document Review, Meet and Confer	78.9	\$43,825.50
Bevin Allen Pike (\$595)	36	\$21,420.00
Jennifer Bagosy (\$595)	27.3	\$16,243.50
Suzy Lee (\$395)	15.6	\$6,162.00
Mediation & Settlement Approval Process	95.2	\$56,813.00
Raul Perez (\$725)	23.3	\$16,892.50
Bevin Allen Pike (\$595)	22.9	\$13,625.50
Jennifer Bagosy (\$595)	5.9	\$3,510.50
Andrew Sokolowski (\$595)	14.5	\$8,627.50
Eduardo Santos (\$495)	28.6	\$14,157.00
Total	291.2	\$160,273.00

7. While adjusting our rates to track market increases, Capstone's rates have steadily remained reasonable and competitive, and have been consistently approved by many federal and state courts over the past several years, including this judicial district. *See, e.g., Harris v. Mr. C Manager LLC*, No. CIV DS1721484 (San Bernardino County Superior Court Aug. 21, 2019) (approving Capstone's rates for Associates (\$295 to \$434) and Senior Counsel/Partners (\$495 to \$725)); *Black v. T-Mobile USA, Inc.*, No. 4:17-cv-04151-HSG (N.D. Cal. July 24, 2019) (approving Capstone's rates for Associates (\$295 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Rodas v. Petroleum Sales, Inc.*, No. CIV1703590 (Marin County Superior Court July 19, 2019) (approving Capstone's rates for Associates (\$395 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Aguilar v. Marriott Int'l, Inc.*, No. BC513197 (Los Angeles County Superior Court Apr. 9, 2019) (approving Capstone's rates for Associates (\$295 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Garrido v. J. C. Penney Corporation, Inc.*, No. 5:18-cv-02051-JVS-SP (C.D. Cal. Jan. 25, 2019) (approving Capstone's rates for Associates (\$435 to \$455) and Senior Counsel/Partners (\$495 to \$725)); *Boseman v. VXi Global Solutions, LLC*, No. BC602442 (Los Angeles County Superior Court Jan. 3, 2019) (approving Capstone's rates for Associates (\$295 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Mansilla v. XPO Logistics Worldwide, Inc.*, No. RG17865271 (Alameda County Superior Court Nov. 16, 2018) (approving Capstone's rates for Associates (\$295 to \$435) and Senior Counsel/Partners (\$495 to \$725)); *Carbajal v. Tom's Famous Family Restaurants*, No. CIVDS1601821 (San Bernardino County Superior

1 Court July 31, 2018) (approving Capstone's rates for Associates (\$295 to \$395) and Senior
2 Counsel/Partners (\$495 to \$725)); *Cuellar v. Towne Park, LLC*, No. PSC1600142 (Riverside County
3 Superior Court Apr. 27, 2018) (approving Capstone's rates for Associates (\$245 to \$420) and Senior
4 Counsel/Partners (\$470 to \$725)); *Williams v. Marshalls of CA, LLC*, No. BC503806 (Los Angeles
5 County Superior Court Feb. 15, 2018) (approving Capstone's rates for Associates (\$420) and Senior
6 Counsel/Partners (\$570 to \$725)); *Grove v. Halston Operating Co.*, No. 37-2016-00029271-CU-OE-
7 CTL (San Diego County Superior Court Feb. 9, 2018) (approving Capstone's rates for Associates (\$395)
8 and Senior Counsel/Partners (\$470 to \$725)); *McKinney v. Blue Shield of California Life & Health*
9 *Insurance Co.*, No. SC RD CV-CV-15-0183766-000 (Shasta County Superior Court Dec. 2, 2017)
10 (approving Capstone's rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$595 to \$725));
11 *Lopez v. Kmart Corp.*, No. CIVMSC15-00134 (Contra Costa County Superior Court Nov. 29, 2017)
12 (approving Capstone's rates for Associates (\$395 to \$470) and Senior Counsel/Partners (\$595 to \$725));
13 *Chambless v. Islands Restaurants, L.P.*, No. BC458426 (Los Angeles County Superior Court Aug. 22,
14 2017) (approving Capstone's rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$595 to
15 \$725)); *Linares v. Ann Inc.*, No. BC605635 (Los Angeles County Superior Court Aug. 22, 2017)
16 (approving Capstone's rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$570 to \$725));
17 *Grillo v. Key Energy Services, LLC*, No. 2:14-cv-00881-AB-AGR (C.D. Cal. Oct. 13, 2017) (approving
18 Capstone's rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$595 to \$725)); *Newberry*
19 *v. Cotti Foods California, Inc.*, No. RIC1504918 (Riverside County Superior Court Feb. 9, 2017)
20 (approving Capstone's rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$570 to \$695));
21 *Carter v. GMRI, Inc.*, No. RIC1506085 (Riverside County Superior Court Jan. 10, 2017) (approving
22 Capstone's rates for Associates (\$345 to \$470) and Senior Counsel/Partners (\$570 to \$695)); *Rodriguez*
23 *v. Swissport North America, Inc.*, No. BC441173 (Los Angeles County Superior Court April 17, 2017)
24 (approving Capstone's rates for Associates (\$370 to \$470) and Senior Counsel/Partners (\$520 to \$695));
25 *Luxottica Wage and Hour Cases*, No. FCS041512 (Solano County Superior Court April 4, 2017)
26 (approving Capstone's rates for Associates (\$395 to \$470) and Senior Counsel/Partners (\$595 to \$695));
27 *Emmons v. Quest Diagnostics Clinical Laboratories, Inc.*, No. 1:13-cv-00474-DAD-BAM (E.D. Cal.
28 Feb. 27, 2017) (approving Capstone's rates for Associates (\$370 to \$495) and Senior Counsel/Partners

1 (\$545 to \$695)); *Rickerd v. OneWest Resources LLC*, No. BC562538 (Los Angeles County Superior
2 Court Jan. 19, 2017) (approving Capstone’s rates for Associates (\$245 to \$470) and Senior
3 Counsel/Partners (\$595 to \$695)); *Nunnally v. Dave & Busters, Inc.*, No. 8:16-cv-00855-DOC-KES
4 (C.D. Cal. Jan. 9, 2017) (approving Capstone’s rates for Associates (\$395 to \$495) and Senior
5 Counsel/Partners (\$545 to \$695)); *Ford v. CEC Entertainment, Inc.*, No. 3:14-cv-01420-RS (N.D. Cal.
6 Nov. 18, 2016) (approving Capstone’s rates for Associates (\$420 to \$470) and Senior Counsel/Partners
7 (\$545 to \$695)); *Lutin v. Lerner New York, Inc.*, No. BC498443 (L.A. County Super. Ct. Sept. 20, 2016)
8 (approving Capstone’s rates for Associates (\$370-470) and Senior Counsel/Partners (\$695)); *The*
9 *Children’s Place Retail Stores Wage & Hour Cases*, No. JCCP4790 (L.A. County Super. Ct. Sept. 1,
10 2016) (approving Capstone’s rates for Associates (\$245 to \$470) and Senior Counsel/Partners (\$520 to
11 \$695)); *Coffey v. Beverages & More, Inc.*, No. BC477269 (L.A. County Super. Ct. July 26, 2016) (L.A.
12 County Super. Ct. Sept. 1, 2016) (approving Capstone’s rates for Associates (\$370 to \$470) and Senior
13 Counsel/Partners (\$545 to \$695)); *Guitar Center Stores Wage and Hour Cases*, No. JCCP 4818 (San
14 Francisco Superior Court June 7, 2016) (approving Capstone’s rates for Associates (\$370 to \$470) and
15 Senior Counsel/Partners (\$545 to \$695)); *Berry v. Urban Outfitters Wholesale, Inc.*, No. Case 4:13-cv-
16 02628-JSW (N.D. Cal. April 7, 2016) (approving Capstone’s rates for Associates (\$370 to \$470) and
17 Senior Counsel/Partners (\$545 to \$695)); *King v. Burke Williams, Inc.*, No. BC467906 (L.A. County
18 Super. Ct. Mar. 4, 2015) (“the Court finds that the rates and hours billed to the litigation are fair and
19 reasonable”); *Morales v. Daniel’s Jewelers*, Case No. BC513353 (L.A. County Super. Ct. February 4,
20 2015) (“the award [of attorneys’ fees is] reasonable in light of [Capstone’s] actual lodestar, which the
21 court finds to be based on reasonable market rates”); *Thompson v. Smart & Final, Inc.*, Case No.
22 BC497198 (L.A. County Super. Ct. Nov. 18, 2014) (finding that Capstone had “demonstrated to the
23 Court’s satisfaction that the attorney rates and hours billed to the litigation were reasonable”); *Marquez v.*
24 *Shakey’s USA, Inc.*, Case No. BC424205 (L.A. County Super. Ct. July 30, 2014) (“the hourly rates
25 charged also appear to be reasonable and in line with prevailing rates in the community”).

26 8. Capstone’s rates are comparable to those judicially approved for other plaintiff’s firms,
27 such as Baron & Budd (rates ranging from \$775 for the requested partner to \$390-\$630 for non-
28 partners), Wasserman Comden Casselman & Essensten (rates ranging from \$670-750 for partners and

1 \$300-500 for associates), and Blood Hurst & Reardon (\$510-695 for partners). *See Aarons v. BMW of*
 2 *North America*, No. 11-7667-PSG, 2014 U.S. Dist. LEXIS 118442, *40-41 (C.D. Cal. Apr. 29, 2014)
 3 (also approving rates of Strategic and Capstone). Other courts have approved hourly rates in this range
 4 for plaintiff's side law firms in the Southern California area. *See, e.g., Kearney v. Hyundai Motor Am.*,
 5 2013 U.S. Dist. LEXIS 91636, *24 (C.D. Cal. June 28, 2013) (approving hourly rates of \$650-\$800 for
 6 senior attorneys in consumer class action); *Parkinson v. Hyundai Motor America*, 796 F. Supp. 2d 1160,
 7 1172 (C.D. Cal. 2010) (approving hourly rates between \$445 and \$675); *Faigman v. AT&T Mobility*
 8 *LLC*, 2011 U.S. Dist. LEXIS 15825, * 2 (N.D. Cal. Feb. 15, 2011) (approving hourly rates of \$650 an
 9 hour for partner services and \$500 an hour for associate attorney services); *Richard v. Ameri-Force*
 10 *Mgmt. Servs., Inc.*, No. 37-2008-00096019 (San Diego Super. Ct., Aug. 27, 2010) (\$695 to \$750 an hour
 11 for partners; \$495 an hour for associates); *Barrera v. Gamestop Corp.*, No. CV 09-1399 (C.D. Cal. Nov.
 12 29, 2010) (\$700 an hour for partners; \$475 an hour for associates); *Anderson v. Nextel Retail Stores,*
 13 *LLC*, No. CV 07-4480 (C.D. Cal. June 20, 2010) (\$655 to \$750 an hour for partners; \$300 to \$515 an
 14 hour for associates); *Luquetta v. Regents of Cal.*, CGC-05-443007 (San Francisco Super. Ct.) (approving
 15 2012 partner rates between \$550 and \$850 per hour); and *Holloway v. Best Buy Co.*, C-05-5056-PJH
 16 (MEJ) (N.D. Cal.) (approving 2011 partner rates of \$825 to \$700 an hour, associate rates between \$355
 17 and \$405 per hour).

18 9. As summarized in the table below, Capstone has incurred a total of \$18,280.30 in costs
 19 and expenses to date:

Cost & Expense Categories	Amount
Copying, Printing & Scanning and Facsimiles	\$118.25
Court Fees, Filings & Service of Process	\$1,875.22
Court Reporters, Transcripts & Depositions	\$303.50
Delivery & Messenger (UPS, FedEx, messenger, etc.)	\$426.37
Document Management and Production Services	\$207.94
Fountain Consulting, Inc.	\$1,660.00
Investigation Services	\$5,409.09
Mediation Fees	\$6,000.00
Postage & Mailings	\$21.10
Research Services (PACER, Lexis, etc.)	\$217.68
Telephone (Long distance, conference calls, etc.)	\$2.14
Travel-Related Costs and Expenses	\$2,039.01

Cost & Expense Categories	Amount
Total	\$18,280.30

10. I also anticipate that Capstone will incur an additional \$675 in travel-related costs to attend the Final Approval Hearing.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 6th day of September, 2019, at Los Angeles, California.



Raul Perez

Exhibit 1



FIRM PROFILE

Capstone Law APC is one of California's largest plaintiff-only labor and consumer law firms. With over twenty seasoned attorneys, many formerly with prominent class action or defense firms, Capstone has the experience, resources, and expertise to successfully prosecute complex employment and consumer actions.

Since its founding in 2012, Capstone has emerged as a major force in aggregate litigation, making law on cutting-edge issues and obtaining over a hundred million dollars in recovery for employees and consumers:

- In February, 2015, Capstone attorneys Raul Perez and Ryan H. Wu were honored with the *California Lawyer* Attorney of the Year (CLAY) award in labor and employment for their work in the landmark case *Iskanian v. CLS Transportation Los Angeles*, 59 Cal.4th 348 (2014), which preserved the right of California workers to bring representative actions under the Labor Code Private Attorneys General Act ("PAGA") notwithstanding a representative action waiver in an arbitration agreement.
- Recognized as a leading firm in the prosecution of PAGA enforcement actions, Capstone is responsible for some of the most important decisions in this area. In *Williams v. Superior Court (Marshalls of Calif.)*, 3 Cal.5th 531 (2017), Capstone attorneys achieved a watershed decision before the California Supreme Court as to the broad scope of discovery in PAGA actions. In *Baumann v. Chase Inv. Servs. Corp.*, 747 F.3d 1117 (9th Cir. 2014), a case of first impression, Capstone successfully argued that PAGA actions are state enforcement actions not covered by the Class Action Fairness Act.
- In April 2017, Capstone achieved a major victory for consumers in *McGill v. Citibank N.A.*, 2 Cal. 5th 945 (2017), where the California Supreme Court held that: (1) the right to seek public injunctive relief under the state's consumer protection laws cannot be waived; and (2) that consumers need not satisfy class certification requirements to enjoin unfair business practices on behalf of the public.
- Capstone served as class counsel in a number of significant wage and hour settlements, including \$12 million on behalf of a nationwide class of in *Hightower v. JPMorgan Chase Bank*, Case No. 11-01802 (C.D. Cal.), over \$10 million on behalf of non-exempt hourly workers in *Zamora v. Balboa Life & Casualty LLC*, Case No. BC360026 (L.A. Super. Ct.); and \$9 million on behalf of pharmacists in *Dittmar v. Costco Wholesale Corp.*, No. 14-1156 (S.D. Cal.). In *Vorise v. 24 Hour Fitness USA, Inc.*, No. C 15-02051 (Contra Costa Super. Ct.), Capstone and co-counsel negotiated an \$11 million PAGA settlement on behalf of over 36,000 employees for Labor Code violations.
- Capstone has served as class counsel in a number of significant consumer actions, including *Falco v. Nissan N. Am. Inc.*, No. 13-00686 (C.D. Cal.) (certifying a class of owners/lessees of Nissan vehicles) and obtained final approval in *Vargas v. Ford Motor Co.*, No. 12-08388 (C.D. Cal.); *Chan v. Porsche Cars N.A., Inc.*, No. 15-2106 (D.N.J.); *Batista v. Nissan N.Am., Inc.*, No. 14-24728-RNS (S.D. Fla.); *Klee v. Nissan North America*, Case No. 12-08238 (C.D. Cal.); *Aceves v. AutoZone, Inc.*, No. 14-2032 (C.D. Cal.); *Asghari v. Volkswagen Group of America*, No. 13-02529 (C.D. Cal.); and *Aarons v. BMW of North America*, Case No. 11-7667 (C.D. Cal.); *Fernandez v. Home Depot U.S.A.*, No. 13-648 (C.D. Cal.).



SUMMARY OF SIGNIFICANT SETTLEMENTS

Since its founding, Capstone has settled over 100 high-stakes class and representative actions totaling well over \$200 million dollars. Capstone's settlements have directly compensated hundreds of thousands of California workers and consumers. Capstone's actions have also forced employers to modify their policies for the benefit of employees, including changing the compensation structure for commissioned employees and changing practices to ensure that workers will be able to take timely rest and meal breaks. A leader in prosecuting PAGA enforcement actions, Capstone has secured millions of dollars in civil penalties for the State of California.

The following is a representative sample of Capstone's settlements:

- *Hightower et al v. Washington Mutual Bank*, No. 2:11-cv-01802-PSG-PLA (N.D. Cal.): gross settlement of \$12 million on behalf of approximately 150,000 personal bankers, tellers, sales associates, and assistant branch manager trainees for wage and hour violations;
- *Vargas v. Ford Motor Co.*, 12-08388-AB (C.D. Cal.): providing cash payments and unique buyback program for nearly 2 million consumers valued at well over \$30 million;
- *Moore v. Petsmart, Inc.*, No. 5:12-cv-03577-EJD (N.D. Cal.): gross settlement of \$10 million on behalf of over 19,000 non-exempt PetSmart employees for wage and hour violations;
- *Dittmar v. Costco Wholesale Corp.*, No. 14-1156 (S.D. Cal.): gross settlement of \$9 million on behalf of approximately 1,200 pharmacists for wage and hour violations;
- *Perrin v. Nabors Well Services Co.*, No. 56-2007-00288718 (Ventura Super. Ct.): gross settlement of over \$6.5 million on behalf of oil rig workers for sleep time and other wage violations;
- *Cook v. United Insurance Co.*, No. C 10-00425 (Contra Costa Super. Ct.): gross settlement of \$5.7 million on behalf of approximately 650 sales representatives;
- *Alvarez v. MAC Cosmetics, Inc.*, No. CIVDS1513177 (San Bernardino Super. Ct.): gross settlement of \$5.5 million for approximately 5,500 non-exempt employees.
- *Aceves v. AutoZone, Inc.*, No. 14-2032 (C.D. Cal.): gross settlement of \$5.4 million in a case alleging FCRA violations;
- *Berry v. Urban Outfitters Wholesale, Inc.*, No. 13-02628 (N.D. Cal.): gross settlement of \$5 million on behalf of over 12,000 nonexempt employees;
- *The Children's Place Retail Stores Wage & Hour Cases*, No. JCCP 4790: gross settlement of \$5 million on behalf of 15,000 nonexempt employees;
- *York v. Starbucks Corp.*, Case No. 08-07919 (C.D. Cal.): gross settlement of nearly \$5 million on behalf of over 100,000 non-exempt workers for meal break and wage statement claims;
- *Rodriguez v. Swissport USA*, No. BC 441173 (Los Angeles Super. Ct.): gross settlement of nearly \$5 million on behalf of 2,700 non-exempt employees following contested certification;
- *Asghari v. Volkswagen Group of North America*, Case No. 13-02529 (C.D. Cal.): Settlement providing complementary repairs of oil consumption defect, reimbursement for repairs, and extended warranty coverage of certain Audi vehicles valued at over \$20 million;
- *Klee v. Nissan of North America*, Case No. 12-08238 (C.D. Cal.): Settlement providing complimentary electric vehicle charging cards and extending warranty coverage for the electric battery on the Nissan Leaf valued at over \$10 million.



PROFESSIONAL BIOGRAPHIES

Partners

Rebecca Labat. Rebecca Labat is co-managing partner of Capstone Law APC, supervising the litigation for all of the firm's cases. She also manages the firm's co-counsel relationships and assists the firm's other partners and senior counsel with case management and litigation strategy. Under Ms. Labat's leadership, Capstone has successfully settled over 100 cases, delivering hundreds millions of dollars to California employees and consumers while earning statewide recognition for its cutting-edge work in developing new law.

Ms. Labat's career accomplishments representing consumers and employees in class actions include the certification of a class of approximately 3,200 current and former automobile technicians and shop employees for the miscalculation of the regular rate for purposes of paying premiums for missed meal and rest breaks.

Before her work representing plaintiffs in class and representative actions, Ms. Labat was an attorney with Wilson Elser and represented life, health, and disability insurers in litigation throughout California in both state and federal courts. She graduated from the University of California, Hastings College of the Law in 2002, where she was a member of the Hastings Civil Justice Clinic, served as a mediator in Small Claims Court for the City and County of San Francisco, and received the CALI Award for Excellence in Alternative Dispute Resolution. She received her undergraduate degree from the University of California, Los Angeles. Ms. Labat is a member of the National Employment Lawyers Association (NELA), the Consumer Attorneys Association of Los Angeles (CAALA), and the Beverly Hills Bar Association.

Raul Perez. Raul Perez is co-managing partner at Capstone, and has focused exclusively on wage and hour and consumer class litigation since 2011. Mr. Perez is the lead negotiator on numerous large settlements that have resulted in hundreds of millions to low-wage workers across California, including many of the most valuable settlements reached by Capstone.

During his career, Mr. Perez has successfully certified by way of contested motion and/or been appointed Lead Counsel or Interim Lead Counsel in several cases, including: *Lopes v. Kohl's Department Stores, Inc.*, Case No. RG08380189 (Alameda Super. Ct.); *Hightower v. JPMorgan Chase Bank*, Case No. 11-01802 (C.D. Cal.); *Tameifuna v. Sunrise Senior Living Managements, Inc.*, Case No. 13-02171 (C.D. Cal.) (certified class of over 10,000 hourly-paid employees); and *Berry v. Urban Outfitters Wholesale, Inc.*, Case No. 13-02628 (N.D. Cal.) (appointed lead counsel in a class action involving over 10,000 non-exempt employees). As the lead trial attorney in *Iskanian v. CLS Transportation Los Angeles*, 59 Cal. 4th 348 (2014), Mr. Perez, along with Mr. Wu, received the 2015 CLAY Award in labor and employment.

Mr. Perez received both his undergraduate degree and his law degree from Harvard University and was admitted to the California Bar in December 1994. Earlier in his career, Mr. Perez handled a variety of complex litigation matters, including wrongful termination and other employment related actions, for corporate clients while employed by some of the more established law firms in the State of California, including Morgan, Lewis & Bockius; Manatt Phelps & Phillips; and Akin Gump Strauss Hauer & Feld. Before Capstone, Mr. Perez was a partner at another large plaintiff's firm, helping to deliver millions of dollars in relief to California workers.



Melissa Grant. Melissa Grant is a partner at Capstone. Ms. Grant is responsible for litigating many of the firm's most contentious and high-stakes class actions. The author of numerous successful motions for class certification, Ms. Grant is the lead or co-lead attorney on multiplied certified class actions currently on track for trial, representing over 140,000 California employees in pursuing their wage and hour claims. She is also at the forefront in developing the law on PAGA, including administrative exhaustion, standing, the nature of PAGA violations, the scope of discovery, and trials.

Prior to joining Capstone, Ms. Grant worked at the Securities and Exchange Commission as a staff attorney in the Enforcement Division, investigating ongoing violations of federal securities regulations and statutes and for Quinn Emanuel Urquhart & Sullivan, LLP, where she was an associate on the trial team that prosecuted the *Mattel v. Bratz* case. Ms. Grant began her legal career as a law clerk to the Honorable Harry Pregerson, Justice of the Ninth Circuit Court of Appeals before joining Sidley & Austin as an associate. She graduated from Southwestern Law School in 1999, where she served as editor-in-chief of the Law Review, and graduated *summa cum laude* and first in her class. Ms. Grant earned her undergraduate degree from Cornell University, where she received the JFK Public Service Award and the Outstanding Senior Award. Her published articles include: *Battling for ERISA Benefits in the Ninth Circuit: Overcoming Abuse of Discretion Review*, 28 Sw. U. L. Rev. 93 (1998), and CLE Class Actions Conference (SF) CAFA: *Early Decisions on Commencement and Removal of Actions* (2006).

Ryan H. Wu. Ryan H. Wu is a partner at Capstone and is primarily responsible for complex motion work and supervising court approval of class action settlements. Mr. Wu handles many of the most challenging legal issues facing Capstone's clients, including the scope and operation of PAGA, contested attorneys' fees motions, responding to objectors, and high-impact appeals. Mr. Wu is responsible for the merits briefing in *McGill v. Citibank, N.A.*, 2 Cal. 5th 945 (2017), where the California Supreme Court unanimously held that consumers' right to pursue public injunctive relief cannot be impeded by a contractual waiver or class certification requirements. He briefed the closely-watched *Williams v. Superior Court (Marshalls of CA LLC)*, 3 Cal.5th 531(2017), an important pro-employee ruling that broadened the scope of discovery in PAGA actions and resolved a longstanding conflict regarding third-party constitutional privacy rights. He also authored the briefs in *Baumann v. Chase Inv. Servs. Corp.*, 747 F.3d 1117 (9th Cir. 2014), where, on an issue of first impression, the Ninth Circuit sided with Plaintiffs in holding that PAGA actions are state enforcement actions not covered by the CAFA. In February 2015, Mr. Wu, along with Mr. Perez, received the prestigious CLAY award for his successful appellate work, including briefing to the California Supreme Court, in *Iskanian*.

Mr. Wu graduated from the University of Michigan Law School in 2001, where he was an associate editor of the *Michigan Journal of Law Reform* and contributor to the law school newspaper. He received his undergraduate degree in political science with honors from the University of California, Berkeley. He began his career litigating international commercial disputes and commercial actions governed by the Uniform Commercial Code. Mr. Wu is co-author of "*Williams v. Superior Court: Employees' Perspective*" and "*Iskanian v. CLS Transportation: Employees' Perspective*," both published in the *California Labor & Employment Law Review*.

Senior Counsel

Theresa Carroll. Theresa Carroll is a senior counsel at Capstone Law. Her practice is devoted to the Appeals & Complex Motions team, working on various settlement and approval projects.



Prior to joining Capstone, Ms. Carroll was an associate with Parker Stanbury, LLP, advising small business owners on various employment matters and worked as an associate attorney for O'Donnell & Mandell litigating employment discrimination and sexual harassment cases. In 1995, she graduated from Southwestern University School of Law where she was on the trial advocacy team and was awarded the prestigious Trial Advocate of the Year award sponsored by the American Board of Trial Advocates (ABOTA) for Southwestern University School of Law. Ms. Carroll received her Bachelor of Science degree in speech with an emphasis in theatre from Iowa State University.

Liana Carter. Liana Carter is senior counsel with Capstone Law APC, specializing in complex motions, writs, and appeals. Her work on recent appeals has included reversing a denial of class certification decision in *Brown v. Cinemark USA, Inc.*, No. 16-15377, 2017 WL 6047613 (9th Cir. Dec. 7, 2017), affirming a denial of a motion to compel arbitration in *Jacoby v. Islands Rests., L.P.*, 2014 Cal. App. Unpub. LEXIS 4366 (2014) and reversal of a dismissal of class claims in *Rivers v. Cedars-Sinai Med. Care Found.*, 2015 Cal. App. Unpub. LEXIS 287 (Jan. 13, 2015). Ms. Carter was responsible for drafting the successful petition for review in *McGill v. Citibank N.A.*, as well as the petition for review and briefing on the merits in *Williams v. Superior Court*, 2017 WL 2980258. Ms. Carter also has extensive prior experience in overseeing settlement negotiations and obtaining court approval of class action settlements.

Ms. Carter was admitted to the California bar in 1999 after graduating from the University of Southern California Gould School of Law, where she was an Articles Editor on the board of the *Southern California Law Review*. She received her undergraduate degree with honors from the University of California, Irvine.

Molly DeSario. Molly DeSario is a senior counsel with Capstone Law, specializing in employment class action litigation. Ms. DeSario's practice focuses primarily on wage-and-hour class action and Private Attorneys General Act litigation on behalf of employees for failure to pay overtime and minimum wages, provide meal and rest breaks, and provide compensation for off-the-clock work. She has experience briefing and arguing a multitude of dispositive motions in state and federal court and has successfully certified and settled numerous classes for claims such as exempt misclassifications, unpaid wages, missed meal and rest breaks, and unreimbursed business expenses.

Ms. DeSario began her career as a general practice litigation associate with Sandler & Mercer in Rockville, Maryland, handling a wide range of civil and criminal matters. Since 2005, she has primarily litigated class action cases and, for the last seven years, has focused on representing employees and consumers in class and collective actions across California and the nation, helping them recover millions of dollars in unpaid wages, restitution, and penalties. Molly graduated from Northeastern University School of Law in 2002. During law school, she interned for the U.S. Attorney's Office in Boston, Massachusetts, and the Honorable Paul L. Friedman at the U.S. District Court for the District of Columbia. She received her undergraduate degree in Marketing and International Business from the University of Cincinnati, where she graduated summa cum laude.

Robert Drexler. Robert Drexler is senior counsel with Capstone Law where he leads one of the firm's litigation teams prosecuting wage-and-hour class actions. He has more than 25 years of experience representing clients in wage-and-hour and consumer rights class actions and other complex litigation in state and federal courts. Over the course of his career, Mr. Drexler has successfully certified dozens of employee classes for claims such as misclassification, meal and rest breaks, and off-the-clock work, ultimately resulting in multi-million dollar settlements. He has also arbitrated and tried wage-and-hour and complex insurance



cases. Mr. Drexler has been selected as one of Southern California's "Super Lawyers" every year from 2009 through 2015.

Before joining Capstone, Mr. Drexler was head of the Class Action Work Group at Khorrami Boucher, LLP and led the class action team at The Quisenberry Law Firm. Mr. Drexler graduated from Case Western Reserve University School of Law, where he served as Managing Editor of the Case Western Reserve Law Review and authored *Defective Prosthetic Devices: Strict Tort Liability for the Hospital?* 32 CASE W. RES. L. REV. 929 (1982). He received his undergraduate degree in Finance at Ohio State University where he graduated *cum laude*. Mr. Drexler is a member of Consumer Attorneys of California (CAOC) and Consumer Attorneys of Los Angeles (CAALA). He has been a featured speaker at class action and employment litigation seminars, and has published articles in CAOC's Forum Magazine and The Daily Journal. Mr. Drexler was named a "Super Lawyer" in 2017.

Robert Friedl. Robert Friedl is senior counsel at Capstone, where he devotes most of his time to the briefing and litigation strategy of consumer protection cases. Mr. Friedl has over 20 years of experience representing plaintiffs and defendants in consumer class actions, insurance coverage and defense, employment law, and personal injury. His lengthy service as an appellate attorney has yielded several published cases, including successful outcomes in *Goldstein v. Ralphs*, 122 Cal. App. 4th 229 (2004), *Morgan v. AT&T*, 177 Cal. App. 4th 1235 (2009), and *Hecimovich v. Encinal School Parent Teacher Organization*, 203 Cal. App. 4th 450 (2012). At Capstone, Mr. Friedl was responsible for the appellate win in *Grant v. Unifund CCR, LLC*, 577 Fed. Appx. 693 (9th Cir. 2014).

Prior to joining Capstone, Mr. Friedl was a partner at civil litigation boutique, where he handled the firm's most complex briefing. He is a graduate of the University of Connecticut, and received his law degree from Southwestern School of Law, where he earned an American Jurisprudence Book Award.

Jamie Greene. Jamie Greene is senior counsel at Capstone where she evaluates potential new cases, develops new claims, and manages client relations. Well-versed in wage and hour law and federal and state consumer protection statutes, Ms. Greene supervises the pre-litigation phase for all cases, including investigation, analysis, and client consultation. Ms. Greene began her legal career at Makarem & Associates representing clients in a wide array of cases ranging from wrongful death, insurance bad faith, employment, personal injury, construction defect, consumer protection, and privacy law. She is a graduate of the University of Southern California Gould School of Law and earned her bachelor's degree from Scripps College in Claremont, California. She is an active member of the Consumer Attorneys Association of Los Angeles (CAALA), and the Beverly Hills, Los Angeles County, and Santa Monica Bar Associations.

Mark A. Ozzello. Mark A. Ozzello is a senior counsel with Capstone Law, where he leads the firm's consumer team. He is a nationally recognized and respected consumer and employment attorney who has litigated those issues throughout the country. He has always been at the forefront of consumer rights, sitting on the Board of Governors for the Consumer Attorneys of California and regularly appearing as a featured speaker on consumer rights issues nationwide.

Mr. Ozzello is a former partner of Arias Ozzello & Gignac and, most recently, was Of Counsel to Markun Zusman Friere & Compton, LLP. In his capacity as a litigator, he has obtained results for his clients in excess of \$200 million dollars. Mark has also achieved consistent success in the California Courts of Appeal, and several judicial opinions regularly cite to his matters as authority for class certification issues. He has also argued appellate issues in several Circuit Courts of Appeals with great success. Mr. Ozzello attended



Pepperdine University School of Law where he was an Editor to the Law Review, publishing several articles during his tenure in that capacity. He received his undergraduate degree from Georgetown University.

Mr. Ozzello has always strived to be an integral part of local communities. He has established educational scholarship programs at several charitable organizations, including El Centro De Amistad in Los Angeles and St. Bonaventure Indian Mission and School in Thoreau, New Mexico, and presides over a legal clinic in Los Angeles which provides pro bono legal assistance to non-English speaking individuals.

Bevin Allen Pike. Bevin Allen Pike is a senior counsel with Capstone Law where she focuses primarily on wage-and-hour class actions. Ms. Pike has spent her entire legal career representing employees and consumers in wage-and-hour and consumer rights class actions. Over the course of her career, Ms. Pike has successfully certified dozens of employee and consumer classes for claims such as meal and rest breaks, unpaid overtime, off-the-clock work, and false advertising.

Before joining Capstone, Ms. Pike's experience included class and representative action work on behalf of employees and consumers at some of the leading plaintiffs' firms in California. Ms. Pike graduated from Loyola Law School, Los Angeles, where she was an Editor for the International and Comparative Law Review. She received her undergraduate degree from the University of Southern California. Ms. Pike has been selected as one of Southern California's "Super Lawyers – Rising Stars" every year from 2012 through 2015.

Eduardo Santos. Eduardo Santos is a senior counsel at Capstone Law, concentrating his practice on managing and obtaining court approval of many of Capstone's wage-and-hour, consumer, and PAGA settlements, from the initial contract drafting phase to motion practice, including contested motion practice on attorneys' fees. Over the course of his career, Mr. Santos has helped to secure court approval of over one hundred high-stakes class and representative action settlements totaling over \$100 million.

Before joining Capstone, Mr. Santos began his career at a prominent plaintiff's firm in Los Angeles specializing in mass torts litigation, with a focus on complex pharmaceutical cases. Most notably, he was involved in the national Vioxx settlement, which secured a total of \$4.85 billion for thousands of individuals with claims of injuries caused by taking Vioxx. Mr. Santos graduated from Loyola Law School, Los Angeles, where he was a recipient of a full-tuition scholarship awarded in recognition of academic excellence. While in law school, Mr. Santos served as an extern for the Honorable Thomas L. Willhite, Jr. of the California Court of Appeal. He graduated magna cum laude from UCLA and was a recipient of the Ralph J. Bunche Scholarship for academic achievement.

John Stobart. John Stobart is a senior counsel with Capstone Law. He focuses on appellate issues in state and federal courts and contributes to the firm's amicus curiae efforts to protect and expand the legal rights of California employees and consumers. Mr. Stobart has significant appellate experience having drafted over two dozen writs, appeals and petitions, and having argued before the Second, Fourth, and Fifth Districts of the California Court of Appeal.

Prior to joining Capstone, Mr. Stobart was a law and motion attorney who defended against civil liability in catastrophic injury and wrongful death cases brought against his clients, which included the railroad, public schools, small businesses, and commercial and residential landowners. He has drafted and argued scores of dispositive motions at the trial court level and had success in upholding judgments and verdicts on appeal. He



graduated cum laude from Thomas Jefferson School of Law where he was on the mock trial competition team and earned his undergraduate degree from the Ohio State University.

Orlando Villalba. Orlando Villalba is a senior counsel at Capstone Law. His practice primarily involves wage-and-hour class actions and PAGA litigation on behalf of employees for the failure to pay overtime and minimum wages, failure to provide meal and rest breaks, claims under the Fair Labor Standards Act, and other California Labor Code violations.

Mr. Villalba began his career at Kirkland & Ellis where he handled a wide range of business litigation matters, including transnational contract disputes, insurance-related tort claims, developer litigation, and civil rights actions. He also has extensive plaintiff-side experience representing government agencies and note-holders in the pursuit of mortgage and other fraud losses. Mr. Villalba graduated from Stanford Law School, where he served as an articles editor on the Stanford Journal of Law, Business & Finance. After law school, he clerked for the Honorable Warren Matthews of the Alaska Supreme Court. Orlando received his bachelor's degree in International Business from the University of Southern California.

Tarek Zohdy. An associate with Capstone, Tarek Zohdy litigates automotive defect class actions, along with other consumer class actions for breach of warranty and consumer fraud. At Capstone, he has worked on several large-scale automotive class action settlements that have provided significant relief to thousands of defrauded car owners. Before joining Capstone, Mr. Zohdy spent several years representing individual consumers in their actions against automobile manufacturers and dealerships for breaches of express and implied warranties pursuant to the Song-Beverly Consumer Warranty Act and the Magnuson-Moss Warranty Act, commonly referred to together as "Lemon Law." He also handled fraudulent misrepresentation and omission cases pursuant to the Consumers Legal Remedies Act. Mr. Zohdy graduated from Louisiana State University *magna cum laude* in 2003, and Boston University School of Law in 2006, where he was a member of the criminal clinic representing underprivileged criminal defendants.

Associates

Brandon Brouillette. Brandon Brouillette is an associate with Capstone Law, where his practice focuses on representing employees and consumers in complex litigation, primarily wage-and-hour class actions and PAGA representative actions. Mr. Brouillette's entire legal career has been devoted to representing individual and class representative plaintiffs against large corporate entities. Prior to joining Capstone, he served as an associate at Boucher LLP where he managed the firm's wage-and-hour class actions. He earned his Juris Doctor from Loyola Law School, Los Angeles, where he spent a summer interning for the legal clearance and corporate legal departments at Warner Bros. He received his undergraduate degree from the University of Southern California, where he majored in Business Administration and spent a semester abroad in Budapest, Hungary. In 2016, Brandon was selected as one of Super Lawyers' "Rising Stars" in Southern California.

Jordan Carlson. Jordan Carlson is an associate with Capstone Law. His practice focuses on analyzing pre-litigation wage-and-hour and consumer claims, including claims for overtime wages, meal and rest periods, and off-the-clock work violations. Mr. Carlson began his career as an associate at a civil litigation firm where he handled a wide variety of matters including environmental contamination defense, bad faith insurance litigation, wrongful death, employment, real estate, and business litigation. He graduated from Whittier Law School in 2013. While attending law school, he served as a Summer Associate for the California Department of Justice. Mr. Carlson earned his bachelor's degree from Boston University where he graduated cum laude



and is admitted to practice law in California and before the United States District Court for the Central District of California.

Anthony Castillo. Anthony Castillo is an associate with Capstone Law. His practice focuses on analyzing pre-litigation wage-and-hour and consumer claims, including claims for overtime wages, meal and rest periods, and off-the-clock work violations. Prior to joining Capstone, he was an associate at a California bankruptcy practice, where he represented individual and business debtors in liquidations and re-organizations as well as various debt and foreclosure defense-related issues. Mr. Castillo graduated from Loyola Law School, Los Angeles in 2009, where he volunteered with the Disability Rights Legal Center. He attended Stanford University for his undergraduate degree, majoring in Political Science and minoring in History. Anthony is admitted to practice law in California and Washington and before the United States District Court for the Central and Southern Districts of California.

Joseph Hakakian. Joseph Hakakian is an associate with Capstone Law. His practice focuses on prosecuting wage-and-hour class and representative actions in state and federal court. Prior to joining Capstone Law, Mr. Hakakian served as a summer clerk for Mark Ozzello at Markun Zusman Freniere & Compton, LLP, working on various actions including wage-and-hour claims, unpaid overtime, false advertising, and unfair competition. He graduated from UCLA School of Law, with a business law specialization, where he served as a staff editor for the Journal of Environmental Law and Policy and worked as a law clerk with the Consumer Protection Division of the Los Angeles District Attorney's Office. Prior to attending law school, Mr. Hakakian received his undergraduate degree from University of California, Los Angeles, in 2013, where he graduated summa cum laude, Dean's Honor List, and College Honors, and received scholastic achievement awards from Golden Key Honor Society and Phi Alpha Theta Honor Society. Joseph is an active member of the Consumer Attorneys Association of Los Angeles (CAALA), Consumer Attorneys of California (CAOC), and Beverly Hills, Los Angeles County, and Santa Monica Bar Associations.

Ariel Harman-Holmes. Ariel Harman-Holmes is an associate at Capstone Law. Her practice is focused on wage-and-hour class and PAGA representative actions. She began her career in New Orleans as a public defender, and then founded her own firm handling appeals and plaintiff-side insurance matters. After relocating to California, until just prior to joining Capstone, Ms. Harman-Holmes worked for The Rudd Law Firm where her practice involved intellectual property, commercial disputes, and torts. She is a graduate of New York University and Cornell Law School, where she obtained her Juris Doctor in 2007.

Michelle Kennedy. Michelle Kennedy is an associate with Capstone Law. Her practice focuses on analyzing pre-litigation wage-and-hour and consumer claims, including claims for overtime wages, meal and rest periods, and off-the-clock work violations. She began her career as a contract attorney in the Utah Attorney General's Civil Litigation Division handling torts, civil rights, and employment law matters. She later founded her own firm handling business and intellectual property matters, where she settled a copyright infringement suit. Prior to moving to Southern California, Ms. Kennedy was recognized by Super Lawyers as a Mountain States Rising Star in 2017 and 2018. She also served as President of the Utah Minority Bar Association and as an Ex-Officio Member of the Utah State Bar Commission. Michelle graduated from the University of Utah S.J. Quinney College of Law in 2013, where she served as President of the Art Law Alliance and Vice President of the Minority Law Caucus. She earned her undergraduate degree from Brigham Young University in 2010, where she majored in Philosophy. Ms. Kennedy is an active member of the Consumer Attorneys Association of Los Angeles (CAALA) and the Los Angeles County Bar Association. Michelle is admitted to practice law in Utah and California.



Jonathan Lee. An associate with Capstone, Jonathan Lee primarily litigates employment class actions. At Capstone, Mr. Lee has worked on several major successful class certification motions, and his work has contributed to multi-million dollar class settlements against various employers, including restaurant chains, retail stores, airport staffing companies, and hospitals. Prior to joining Capstone, Mr. Lee defended employers and insurance companies in workers' compensation actions throughout California. Mr. Lee graduated in 2009 from Pepperdine University School of Law, where he served as an editor for the Journal of Business, Entrepreneurship and the Law; he received his undergraduate degree from UCLA.

Trisha Monesi. Trisha Monesi is an associate with Capstone. Her practice focuses on prosecuting consumer class actions in state and federal court. Ms. Monesi graduated from Loyola Law School, Los Angeles in 2014, where she served as an editor of the Loyola of Los Angeles Entertainment Law Review and was a certified law clerk at the Center for Juvenile Law and Policy. She earned her undergraduate degree from Boston University in 2011, where she majored in Political Science and International Relations. She is an active member of the Women Lawyers Association of Los Angeles, and the Los Angeles County and Beverly Hills Bar Associations.

Cody Padgett. An associate with Capstone, Cody Padgett's practice focuses on prosecuting automotive defect and other consumer class action cases in state and federal court. He handles consumer cases at all stages of litigation, and has contributed to major settlements of automobile defect actions valued in the tens of millions. Prior to joining Capstone Law, Mr. Padgett was a certified legal intern with the San Diego County Public Defender's Office. During law school, Mr. Padgett served as a judicial extern to the Honorable C. Leroy Hansen, United States District Court for the District of New Mexico. He graduated from California Western School of Law in the top 10% of his class and received his undergraduate degree from the University of Southern California, where he graduated *cum laude*.

Mao Shiokura. Mao Shiokura is an associate with Capstone. Her practice focuses on identifying, analyzing, and developing new wage-and-hour and consumer claims, including violations of the Fair Credit Reporting Act, Consumers Legal Remedies Act, False Advertising Law, and Unfair Competition Law. Prior to joining Capstone, Ms. Shiokura was an associate at a California lemon law firm, where she represented consumers in Song-Beverly, Magnuson-Moss, and fraud actions against automobile manufacturers and dealerships. Ms. Shiokura graduated from Loyola Law School, Los Angeles in 2009, where she served as a staff member of Loyola of Los Angeles Law Review. She earned her undergraduate degree from the University of Southern California, where she was a Presidential Scholar and majored in Business Administration, with an emphasis in Cinema-Television and Finance.

Brooke Waldrop. Brooke Waldrop is an associate with Capstone Law. Her practice focuses on the pre-litigation analysis of wage-and-hour and consumer claims, including claims for overtime wages, meal and rest periods, and off-the-clock work. Ms. Waldrop graduated from University of Utah S.J. Quinney College of Law in 2008, where she was a member of Extra Muros, an international law journal and think tank. During law school, she volunteered and clerked for the Disability Law Center, International Rights Advocates in Washington, D.C., the Utah Crime Victims Legal Center, and the Utah Council for Victims of Crime. After law school, Brooke obtained an MFA at USC's School of Cinematic Arts Writing for Screen and Television program where she was also awarded the prestigious Annenberg Fellowship. Before joining Capstone as an associate, she worked at Capstone as a contract attorney and settled a copyright infringement suit for a commercially-successful property. She earned her undergraduate degree from Westminster College of Salt



Lake, majoring in Political Studies with an emphasis in Philosophy, and minoring in Theater, where she graduated summa cum laude.

OUTREACH AND EDUCATION

To increase public awareness about the issues affecting class action and other representative litigation in the consumer and employment areas, Capstone publishes the Impact Litigation Journal (www.impactlitigation.com). Readers have access to news bulletins, op-ed pieces, and legal resources. By taking advantage of social media, Capstone hopes to spread the word about consumer protection and employee rights to a larger audience than has typically been reached by traditional print sources, and to thereby contribute to the enforcement of California's consumer and workplace protection laws.

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7 Attorneys for Plaintiff Sophia Rivas

8 UNITED STATES DISTRICT COURT
9 NORTHERN DISTRICT OF CALIFORNIA

11 SOPHIA RIVAS, individually, and on behalf of
12 other members of the general public similarly
situated,

13 Plaintiff,

14 vs.

15 BG RETAIL, LLC dba NATURALIZER, a
16 Delaware limited liability company; CALERES,
INC. dba NATURALIZER, a New York
17 corporation; and DOES 1 through 10, inclusive,

18 Defendants.

Case No.: 16-CV-06458-BLF

**DECLARATION OF SOPHIA RIVAS IN
SUPPORT OF MOTION FOR ATTORNEYS'
FEES, COSTS AND EXPENSES, AND A
CLASS REPRESENTATIVE INCENTIVE
AWARD**

Date: December 12, 2019
Time: 11:00 a.m.
Place: Courtroom 3

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DECLARATION OF SOPHIA RIVAS

I, Sophia Rivas, hereby declare as follows:

1. I am over eighteen years old and unless the context indicates otherwise, I have personal knowledge of the following facts and if called as a witness, I could and would testify competently to them. I am the Plaintiff in the above-captioned action, and a representative for the Settlement Class. I make this declaration in support of the Motion for Attorneys' Fees, Costs and Expenses, and a Class Representative Incentive Award.

2. I was employed by Defendants BG Retail, LLC and Caleres, Inc. as an hourly, non-exempt Store Manager from approximately April 2011 to December 2015 in Milpitas, California. I decided to file this lawsuit to redress certain employment-related grievances that I had against Defendants. Prior to filing the action, my attorneys and I had multiple conferences about the factual bases for the claims that I wanted to pursue against Defendants.¹ During those conferences, my attorneys provided me with an overview of how those claims would be litigated and generally educated me about the nature of complex/representative litigation and my role as the representative Plaintiff.

3. My attorneys provided me with a draft of the Complaint for my review and approval. I closely reviewed the Complaint to ensure accuracy and completeness. Following the filing of the Complaint, I collaborated with my attorneys on the prosecution of my claims, and I regularly contacted my attorneys to stay current on the status of the litigation, and to discuss my attorneys' progress in prosecuting the claims.

4. I have carefully reviewed the terms of the proposed settlement. My attorneys explained the specifics of how the settlement would work and I accepted the settlement only after I had spent time evaluating the proposed outcome to assure that it was fair. Based on my attorneys' evaluation and recommendation, and my own review, I believe the settlement is fair and reasonable and adequately compensates Class Members.

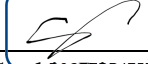
5. Over the course of this litigation I have spent a significant amount of time conferring and

¹ Although the preservation of my attorney-client privilege requires that I refrain from revealing the specifics of my communications with my attorneys, I understand that the privilege is not waived by stating generally the matters that I have discussed with my attorneys.

1 working with my attorneys on the prosecution of my claims and evaluating the settlement and related
 2 documents. My deposition was noticed and rescheduled three different times. For each of these
 3 rescheduled dates, I worked with my attorneys to prepare for the deposition. Additionally, I worked with
 4 my attorneys to gather facts and evidence to support the documents filed in this case, including the
 5 complaint, mediation documents, and discussed the facts of my claims with my attorney to assist in
 6 preparation for the deposition of Defendant's corporate witnesses. I estimate that I have spent between
 7 20 and 30 hours assisting my attorneys in the prosecution of this lawsuit.

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I declare under penalty of perjury under the laws of the United States of America that the
 foregoing is true and correct. Executed on 9/5/2019 at v, California.

DocuSigned by:


 Sophia Rivas

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8 UNITED STATES DISTRICT COURT
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11 SOPHIA RIVAS, individually, and on behalf of
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18 Defendants.
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Case No.: 16-CV-06458-BLF

**[PROPOSED] ORDER GRANTING MOTION
FOR ATTORNEYS' FEES, COSTS AND
EXPENSES, AND A CLASS
REPRESENTATIVE INCENTIVE AWARD**

Date: December 12, 2019

Time: 11:00 a.m.

Place: Courtroom 3

ORDER

On December 12, 2019, this Court conducted a hearing on Plaintiff’s Motion for Attorneys’ Fees, Costs and Expenses, and a Class Representative Incentive Award. Having carefully considered the papers, evidence, and arguments presented, the Court finds and orders as follows:

1. The Court finds that the requested award of attorneys’ fees in the amount of \$78,750 is reasonable for a contingency fee in a class action such as this. Plaintiff has provided sufficient evidence to establish that the award is reasonable in light of Plaintiff’s Counsel’s lodestar, which the Court finds to be the product of reasonable billing rates and hours billed to the litigation. Additionally, evidence submitted by Plaintiff demonstrates that the requested costs and expenses of \$18,955.30 are fair and reasonable.

2. The Court accordingly awards a total of \$78,750 in attorneys’ fees and \$18,955.30 in costs and expenses.

3. The Court awards a Class Representative Incentive Award of \$2,500 to Sophia Rivas.

IT IS SO ORDERED.

Dated: _____

Hon. Beth Labson Freeman
United States District Judge