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14 *Lead Trial Counsel*  
(additional counsel listed at signature)

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16 **UNITED STATES DISTRICT COURT**  
17 **CENTRAL DISTRICT OF CALIFORNIA**

18 KEITH ANDREWS, an individual, et  
al.,

19  
20 Plaintiffs,

21 v.

22 PLAINS ALL AMERICAN  
23 PIPELINE, L.P., a Delaware limited  
partnership, et al.,

24 Defendants.  
25

Case No. 2:15-cv-04113-PSG-JEMx

26 **PLAINTIFFS' SECOND**  
27 **SUPPLEMENTAL MEMORANDUM**  
28 **IN SUPPORT OF FINAL APPROVAL**  
**OF SETTLEMENT AND PLANS OF**  
**DISTRIBUTION**

Date: September 20, 2022  
Time: 1:30 p.m.  
Judge: Hon. Philip S. Gutierrez  
Courtroom: 6A

1 Plaintiffs respectfully submit this second supplemental memorandum to  
2 advise the Court that the lone objection to the Property Class Plan of Distribution  
3 has been withdrawn. *See* Second Supplemental Nelson Declaration, Ex. 1 (filed  
4 concurrently herewith). As such, not a single Class member objects to final  
5 approval of the proposed Settlement, the Plans of Distribution, Class Counsel’s  
6 request for attorneys’ fees and costs, or the request for Class Representative service  
7 awards.

8 For the Court’s convenience, Plaintiffs are filing an updated [Second  
9 Amended Proposed] Order Granting Plaintiffs’ Motion for Approval of Plans of  
10 Distribution, which reflects that there are no objections to either of the Plans.  
11 Plaintiffs will also re-file the proposed Final Judgment, originally attached as  
12 Exhibit C to the Settlement (Dkt. 944-1, Ex. 1).

13 At the Final Approval Hearing set for September 20, 2022, Plaintiffs intend  
14 to request that the Court issue the following orders:

- 15 1) Order granting final settlement approval (Dkt. 970-1);
- 16 2) Order approving the Plans of Distribution, filed concurrently herewith;
- 17 3) Order approving Attorneys’ Fees, Expenses, and Service Awards (Dkt.  
18 972-1);
- 19 4) Final Judgment, filed concurrently herewith.

20  
21 Dated: September 16, 2022

Respectfully submitted,

22 By:           /s/ Robert J. Nelson          

23 Robert J. Nelson (CSB No. 132797)  
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14 *Lead Trial Counsel*

15 **UNITED STATES DISTRICT COURT**  
16 **CENTRAL DISTRICT OF CALIFORNIA**

17 KEITH ANDREWS, an individual, et  
18 al.,

19 Plaintiffs,

20 v.

21 PLAINS ALL AMERICAN  
22 PIPELINE, L.P., a Delaware limited  
23 partnership, et al.,

24 Defendants.

Case No. 2:15-cv-04113-PSG-JEMx

**SECOND SUPPLEMENTAL  
DECLARATION OF ROBERT J.  
NELSON IN SUPPORT OF FINAL  
APPROVAL OF SETTLEMENT AND  
PLANS OF DISTRIBUTION**

Date: September 20, 2022

Time: 1:30 p.m.

Judge: Hon. Philip S. Gutierrez

Courtroom: 6A

1 I, Robert J. Nelson, declare:

2 1. I am a partner in the law firm of Lief, Cabraser, Heimann &  
3 Bernstein, LLP (“LCHB”), and serve as Court appointed Class Counsel for the  
4 Plaintiffs in this action. I have personal knowledge of the facts set forth in this  
5 Declaration based on my day-to-day participation in the prosecution and settlement  
6 of this case, and, if called as a witness, could and would testify competently to  
7 them.

8 2. I submit this declaration in further support of Plaintiffs’ motions for  
9 final approval of the proposed Settlement and for approval of the Plans of  
10 Distribution, as well as Class Counsel’s motion for an award of attorneys’ fees,  
11 expenses, and class representative service awards.

12 3. Attached hereto as **Exhibit 1** is a true and correct copy of a signed  
13 letter dated September 12, 2022, from the Class member who previously objected  
14 to the Property Plan of Distribution, in which the Class member states, “I ...  
15 withdraw my objection to the [real property] plan of allocation of the settlement  
16 proceeds.”

17 I declare under penalty of perjury under the laws of the State of California  
18 that the foregoing is true and correct.

19 Executed on September 16, 2022, in San Francisco, California.

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/s/ Robert J. Nelson

# **EXHIBIT 1**

12 September 2022  
Linda Smith

[REDACTED]  
[REDACTED]

I, Linda Smith, withdraw my objection to the plan of allocation of the settlement proceeds.

Mr. Larry Conlan has clarified that "under the settlement allocation plan, the property will be compensated the same amount whether it is categorized as heavily or moderately oiled. If it were only lightly oiled, the property would have received less from the settlement."

This was my main concern with the plan of allocation; I appreciate the clarification.

Linda Smith

*Linda Smith 9/12/22*

Date: 12 September 2022

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UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA

KEITH ANDREWS, an individual,  
TIFFANI ANDREWS, an individual.  
BACIU FAMILY LLC, a California  
limited liability company, ROBERT  
BOYDSTON, an individual, MORGAN  
CASTAGNOLA, an individual, THE  
EAGLE FLEET, LLC, a California  
limited liability company, ZACHARY  
FRAZIER, an individual, MIKE  
GANDALL, an individual,  
ALEXANDRA B. GEREMIA, as  
Trustee for the Alexandra Geremia  
Family Trust dated 8/5/1998, JIM  
GUELKER, an individual, JACQUES  
HABRA, an individual, MARK  
KIRKHART, an individual, MARY  
KIRKHART, an individual, RICHARD  
LILYGREN, an individual, HWA  
HONG MUH, an individual, OCEAN  
ANGEL IV, LLC, a California limited  
liability company, PACIFIC RIM  
FISHERIES, INC, a California  
corporation, SARAH RATHBONE, an  
individual, COMMUNITY SEAFOOD  
LLC, a California limited liability  
company, SANTA BARBARA UNI,  
INC., a California corporation,  
SOUTHERN CAL SEAFOOD, INC., a  
California corporation, TRACTIDE  
MARINE CORP., a California  
corporation, WEI INTERNATIONAL  
TRADING INC., a California  
corporation and STEPHEN WILSON,  
an individual, individually and on  
behalf of others similarly situated,

Case No. 2:15-cv-04113-PSG-JEM

[Consolidated with Case Nos. 2:15-cv-04573-PSG (JEMx), 2:15-cv-04759-PSG (JEMx), 2:15-cv-04989-PSG (JEMx), 2:15-cv-05118-PSG (JEMx), 2:15-cv-07051-PSG (JEMx)]

**[PROPOSED] FINAL JUDGMENT**

Judge: Hon. Philip S. Gutierrez  
Courtroom: 6A



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Plaintiffs,

vs.

PLAINS ALL AMERICAN PIPELINE,  
L.P., a Delaware limited partnership,  
and PLAINS PIPELINE, L.P., a Texas  
limited partnership, and JOHN DOES 1  
through 10,

Defendants.

1 The Court having entered on [DATE], a Final Approval Order approving the  
2 Settlement between plaintiffs Keith Andrews, Tiffani Andrews, Morgan Castagnola,  
3 Mike Gandall, Hwa Hong Muh, Ocean Angel IV LLC, Pacific Rim Fisheries, Inc.,  
4 Sarah Rathbone, Community Seafood LLC, Santa Barbara Uni, Inc., Southern Cal  
5 Seafood, Inc., Wei International Trading, Inc., individually and in their  
6 representative capacities (“Fisher Class Representatives”), and Defendants Plains  
7 All American Pipeline, L.P. and Plains Pipeline, L.P. (collectively “Plains” or  
8 “Defendants”), and between plaintiffs Baci Family LLC, Alexandra B. Geremia,  
9 Jacques Habra, Mark Kirkhart, and Mary Kirkhart, individually and in their  
10 representative capacities (“Property Class Representatives”), and Plains, it is hereby  
11 ORDERED, ADJUDGED, and DECREED that:

12 1. Judgment is hereby entered in this case as to the Fisher Class and the  
13 Property Class in accordance with the Court’s [DATE] Final Approval Order as to  
14 all claims against Defendants in this Action.

15 2. The above-captioned Action is DISMISSED in its entirety with  
16 prejudice.

17 3. The Parties shall take all actions required of them by the Final Approval  
18 Order and the Settlement Agreement.

19 4. Except as otherwise provided in orders separately entered by this Court  
20 on any application for attorneys’ fees and expenses, any application for incentive  
21 awards, and the Plans of Distribution submitted by Class Counsel, the Parties will  
22 bear their own expenses and attorneys’ fees.

23 5. Without affecting the finality of this Order and the accompanying  
24 Judgment, the Court reserves jurisdiction over the implementation of the Settlement,  
25 including enforcement and administration of the Settlement Agreement, including  
26 any releases in connection therewith, and any other matters related or ancillary to  
27 the foregoing.

28

1           6. This document constitutes a final judgment pursuant to Federal Rule of  
2 Civil Procedure 54 and a separate document for purposes of Federal Rule of Civil  
3 Procedure 58(a).

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5 DATED: \_\_\_\_\_

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8 Hon. Philip S. Gutierrez  
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UNITED STATES DISTRICT COURT  
CENTRAL DISTRICT OF CALIFORNIA

KEITH ANDREWS, an individual,  
TIFFANI ANDREWS, an individual.  
BACIU FAMILY LLC, a California  
limited liability company, ROBERT  
BOYDSTON, an individual,  
MORGAN CASTAGNOLA, an  
individual, THE EAGLE FLEET, LLC,  
a California limited liability company,  
ZACHARY FRAZIER, an individual,  
MIKE GANDALL, an individual,  
ALEXANDRA B. GEREMIA, as  
Trustee for the Alexandra Geremia  
Family Trust dated 8/5/1998, JIM  
GUELKER, an individual, JACQUES  
HABRA, an individual, MARK  
KIRKHART, an individual, MARY  
KIRKHART, an individual, RICHARD  
LILYGREN, an individual, HWA  
HONG MUH, an individual, OCEAN  
ANGEL IV, LLC, a California limited  
liability company, PACIFIC RIM  
FISHERIES, INC, a California  
corporation, SARAH RATHBONE, an  
individual, COMMUNITY SEAFOOD  
LLC, a California limited liability  
company, SANTA BARBARA UNI,  
INC., a California corporation,  
SOUTHERN CAL SEAFOOD, INC., a  
California corporation, TRACTIDE  
MARINE CORP., a California  
corporation, WEI INTERNATIONAL  
TRADING INC., a California  
corporation and STEPHEN WILSON,  
an individual, individually and on  
behalf of others similarly situated,

Case No. 2:15-cv-04113-PSG-JEMx

[Consolidated with Case Nos. 2:15-cv-04573-PSG (JEMx), 2:15-cv-04759-PSG (JEMx), 2:15-cv-04989-PSG (JEMx), 2:15-cv-05118-PSG (JEMx), 2:15-cv-07051-PSG (JEMx)]

**[AMENDED PROPOSED] ORDER  
GRANTING PLAINTIFFS' MOTION  
FOR APPROVAL OF PLANS OF  
DISTRIBUTION**

Judge: Hon. Philip S. Gutierrez  
Courtroom: 6A

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Plaintiffs,

v.

PLAINS ALL AMERICAN PIPELINE, L.P., a Delaware limited partnership, and PLAINS PIPELINE, L.P., a Texas limited partnership, and JOHN DOES 1 through 10,

Defendants.

Plaintiffs have moved for an order approving the Plan of Distribution for the Fisher Class (Dkt. 951-1) and the Plan of Distribution for the Property Class (Dkt. 951-2). Upon due consideration of the motion and all of the papers, pleadings and files in this action, and good cause appearing, the Court **GRANTS** the motion.

As part of its review of a proposed settlement, the trial court should consider “the effectiveness of any proposed method of distributing relief to the class, including the method of processing class-member claims.” Fed. R. Civ. P. 23(e)(2)(C)(ii). “A claims processing method should deter or defeat unjustified claims, but the court should be alert to whether the claims process is unduly demanding.” Fed. R. Civ. P. 23(e), 2018 adv. comm. note. Likewise, Rule 23(e)(2)(D) asks whether “the proposal [for distribution among class members] treats class members equitably relative to each other.” Relevant considerations may include “whether the apportionment of relief among class members takes appropriate account of differences among their claims, and whether the scope of the release may affect class members in different ways that bear on the apportionment of relief.” Fed. R. Civ. P. 23(e)(2), 2018 adv. comm. note.

Fundamentally, “[a]ssessment of a plan of allocation of settlement proceeds in a class action under Fed. R. Civ. P. 23 is governed by the same standards of review applicable to the settlement as a whole – the plan must be fair, reasonable, and adequate.” *In re Illumina, Inc. Sec. Litig.*, No. 3:16-CV-3044-L-MSB, 2021 WL 1017295, at \*4 (S.D. Cal. Mar. 17, 2021) (*citing Class Pls. v. City of Seattle*,

1 955 F.2d 1268, 1284–85 (9th Cir. 1992)). The plan “need only have a reasonable,  
2 rational basis, particularly if recommended by experienced and competent class  
3 counsel.” *Jenson v. First Tr. Corp.*, No. CV 05-3124 ABC (CTx), 2008 WL  
4 11338161, \*9 (C.D. Cal. June 9, 2008) (citation omitted).

5 The Court has reviewed the two Plans of Distribution and finds that they  
6 meet the standards for approval. The Plans establish a simple and fair claims  
7 process. The information requested on the claim forms is sufficiently detailed to  
8 verify membership in the Classes, but also avoids requiring information that is  
9 burdensome or readily obtained elsewhere, such as landings data from the  
10 California Department of Fishing and Wildlife (CDFW) or individual property  
11 records.

12 The distributions to verified claimants are fair and reasonable and based on  
13 the classwide damages models Plaintiffs intended to present at trial. The Fisher  
14 Plan distributes the Fisher Net Settlement Fund based largely on the claimant’s  
15 proportional share of landings, and also includes a fixed payment distributed  
16 equally to all verified claimants, thus ensuring all claimants receive meaningful  
17 compensation in exchange for releasing their claims. The Property Plan likewise  
18 distributes the Property Net Settlement Fund based on each property’s proportional  
19 loss of use value, supplemented with additional payments for properties with more  
20 severe oiling.

21 Distribution methods such as these are regularly approved as fair and  
22 reasonable. *Koenig v. Lime Crime, Inc.*, No. CV 16-503 PSG (JEMx), 2018 WL  
23 11358228, at \*4 (C.D. Cal. Apr. 2, 2018) (approving payment of equal shares for  
24 portion of settlement); *In re High-Tech Emp. Antitrust Litig.*, 2015 WL 5159441, at  
25 \*8 (N.D. Cal. Sept. 2, 2015) (approving payment based on “fractional share[s]”);  
26 *Jenson, v. First Tr. Corp.*, 2008 WL 11338161, at \*10 (approving distinctions in  
27 plan of allocation as reasonably reflecting likelihood of recovery of subgroups  
28 within the class); *In re Biolase, Inc. Sec. Litig.*, No. SA-CV-13-1300 JLS (FFMx),

1 2015 WL 12720318, at \*5 (C.D. Cal. Oct. 13, 2015) (variable pro rata distribution  
2 plan based upon relative injuries of class members approved).

3 No Class members objected to the Fisher Plan of Distribution or the Property  
4 Plan of Distribution.<sup>1</sup> This response speaks to the Class members’ support for the  
5 Plans of Distribution. *See In re Heritage Bond Litig.*, No. 02-ML-1475 DT, 2005  
6 WL 1594403, at \*12 (C.D. Cal. June 10, 2005); *see also In re Volkswagen “Clean*  
7 *Diesel” Mktg., Sales Pracs., & Prod. Liab. Litig.*, No. MDL 2672 CRB (JSC), 2019  
8 WL 2077847, at \*3 (N.D. Cal. May 10, 2019).

9 Accordingly, the Court finds that the Fisher and Property Plans are fair and  
10 reasonable and meet the standard for approval under Rule 23(e). Plaintiffs’ motion  
11 is **GRANTED**. Without affecting the finality of this Order, the Court reserves  
12 jurisdiction over the Plans of Distribution and any other matters related or ancillary  
13 to the foregoing.

14  
15 **IT IS SO ORDERED.**

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17 Dated: \_\_\_\_\_

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21 HON. PHILIP S. GUTIERREZ  
22 UNITED STATES JUDGE

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27 \_\_\_\_\_  
28 <sup>1</sup> One Class member objected to the Property Plan of Distribution, but has since  
withdrawn the objection.