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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)]

ORDER GRANTING FINAL APPROVAL OF PROPOSED SETTLEMENT

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

1 Plaintiffs,
2 vs.
3 PLAINS ALL AMERICAN PIPELINE,
4 L.P., a Delaware limited partnership,
5 and PLAINS PIPELINE, L.P., a Texas
6 limited partnership, and JOHN DOES 1
7 through 10,
8 Defendants.

9 WHEREAS, plaintiffs Keith Andrews, Tiffani Andrews, Morgan Castagnola,
10 Mike Gandall, Hwa Hong Muh, Ocean Angel IV LLC, Pacific Rim Fisheries, Inc.,
11 Sarah Rathbone, Community Seafood LLC, Santa Barbara Uni, Inc., Southern Cal
12 Seafood, Inc., Wei International Trading, Inc., individually and in their
13 representative capacities (“Fisher Class Representatives”), and Defendants Plains
14 All American Pipeline, L.P. and Plains Pipeline, L.P. (collectively “Plains” or
15 “Defendants”) have reached a proposed settlement of the Fisher Class claims, which
16 is embodied in the Settlement Agreement filed with the Court;

17 WHEREAS, plaintiffs Baci Family LLC, Alexandra B. Geremia, Jacques
18 Habra, Mark Kirkhart, and Mary Kirkhart (“Property Class Representatives”), and
19 Plains have reached a proposed settlement of the Property Class claims, which is
20 embodied in the Settlement Agreement filed with the Court;

21 WHEREAS, on May 25, 2022, an Order Granting Preliminary Approval of
22 Proposed Settlement (“Preliminary Approval Order”) was entered by this Court,
23 preliminarily approving the proposed Settlement of this Action pursuant to the terms
24 of the Settlement Agreement and directing that Notice be given to the members of
25 the Settlement Classes;

26 WHEREAS, pursuant to the Settlement Agreement, Class Members have
27 been provided with Notice informing them of the terms of the proposed Settlement
28 and of a Final Approval Hearing to, *inter alia*: (a) determine whether the proposed
Settlement should be finally approved as fair, reasonable, and adequate so that the

1 Final Approval Order and Judgment should be entered; (b) consider any timely
2 objections to this Settlement and the Parties' responses to such objections; (c) rule
3 on any application for attorneys' fees and expenses; (d) rule on any application for
4 incentive awards; and (e) determine whether the Plans of Distribution that will be
5 submitted by Class Counsel should be approved;

6 WHEREAS, a Final Approval Hearing was held on September 20, 2022.
7 Prior to the Final Approval Hearing, proof of completion of Notice was filed with
8 the Court, along with declarations of compliance as prescribed in the Preliminary
9 Approval Order. Class Members were adequately notified of their right to appear at
10 the hearing in support of or in opposition to the proposed Settlement, any
11 application for attorneys' fees and expenses, any application for incentive awards,
12 and/or the Plans of Distribution submitted by Class Counsel;

13 WHEREAS, no Class Members have filed objections challenging the fairness
14 of the Settlement, indicating a positive reaction from the Classes and further
15 supporting the reasonableness of the Settlement;

16 WHEREAS, the Fisher Class Representatives and the Property Class
17 Representatives have applied to the Court for final approval of the proposed
18 Settlement of the Action, the terms and conditions of which are set forth in the
19 Settlement Agreement;

20 NOW, THEREFORE, the Court having read and considered the Settlement
21 Agreement and accompanying exhibits and the Motion For Final Settlement
22 Approval, having heard any objectors or their counsel appearing at the Final
23 Approval Hearing, having reviewed all of the submissions presented with respect to
24 the proposed Settlement, and having determined that the Settlement is fair, adequate,
25 and reasonable and in the best interests of the Class Members, it is hereby
26 ORDERED, ADJUDGED and DECREED THAT:

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1 1. The capitalized terms used in this Order Granting Final Approval of
2 Proposed Settlement have the same meaning as defined in the Settlement
3 Agreement.

4 2. The Court has jurisdiction over the subject matter of this Action and
5 over all claims raised therein and all Parties thereto, including the Classes.

6 3. The Court finds that the Notice set forth in Article V of the Settlement
7 Agreement, detailed in the Notice Plan attached to the Declaration of Jennifer
8 Keough of JND Legal Administration, and effectuated pursuant to the Preliminary
9 Approval Order: (a) constitutes the best notice practicable under the circumstances
10 of this Action; (b) constitutes due and sufficient notice to the Classes of the terms of
11 the Settlement Agreement and the Final Approval Hearing; and (c) fully complied
12 with the requirements of the Federal Rules of Civil Procedure, the United States
13 Constitution, and any other applicable law, including the Class Action Fairness Act
14 of 2005, 28 U.S.C. § 1715.

15 4. Based on the papers filed with the Court and the presentations made to
16 the Court at the hearing, the Court now gives final approval to the Settlement and
17 finds that the Settlement is fair, reasonable, and adequate, and in the best interests of
18 the Settlement Class Members. The Court has specifically considered the factors
19 relevant to class settlement approval. *See, e.g.,* Fed. R. Civ. P. 23(e); *Churchill Vill.,*
20 *L.L.C. v. Gen. Elec.*, 361 F.3d 566 (9th Cir. 2004); *In re Bluetooth Headset Products*
21 *Liability Litig.*, 654 F.3d 935 (9th Cir. 2011).

22 a. Among the factors supporting the Court’s determination are: the
23 significant relief provided to Class Members; the risks of ongoing
24 litigation, trial, and appeal; the risk of maintaining class action status
25 through trial and appeal; the extensive discovery to date; and the
26 positive reaction of Class Members.

27 b. Class certification remains appropriate for the reasons set out in
28 the Court’s prior orders certifying the Fisher Class and Property

1 Classes. Further, the Fisher Class Representatives and the Property
2 Class Representatives, and Class Counsel have adequately represented
3 the classes.

4 c. The Settlement was negotiated at arm’s length and was free of
5 collusion. It was negotiated with experienced, adversarial counsel after
6 extensive discovery, and with the aid of neutral, qualified mediators.
7 Further, the attorneys’ fees and costs award was the subject of a
8 separate application to the Court.

9 5. The Settlement Agreement and every term and provision thereof are
10 deemed incorporated in this Order and have the full force of an order of this Court.

11 6. Upon the Effective Date, all Class Members have, by operation of this
12 Order, fully, finally and forever released, relinquished, and discharged the Released
13 Parties pursuant to Article VII of the Settlement Agreement.¹

14 7. Upon the Effective Date, Class Members, and their successors, assigns,
15 parents, subsidiaries, affiliates or agents of any of them, are permanently barred and
16 enjoined from commencing or continuing any action or proceeding in any court or
17 tribunal asserting any claims released under the Settlement Agreement, including
18 any claims for criminal restitution in *People v. Plains All Am. Pipeline, L.P.*, No.
19 1495091 (Cal. Superior Ct.) and writ relief sought in *Victim Restitution Claimants v.*
20 *Superior Court of the County of Santa Barbara*, No. B317229 (Cal. Ct. of Appeal),
21 and from accepting payment of any Restitution Award in *People v. Plains All Am.*
22 *Pipeline, L.P.*, No. 1495091 (Cal. Superior Ct.).

23 8. This Final Approval Order, the Settlement Agreement, the Settlement
24 that it reflects, and any and all acts, statements, documents or proceedings relating to

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26 ¹ A list of those who previously opted out of each of the Classes at the time they
27 were certified, and therefore are not bound by the terms of the Settlement, is
28 attached to this Order.

1 the Settlement are not, and must not be construed as, or used as, an admission by or
2 against Defendants of any fault, wrongdoing, or liability on their part, or of the
3 validity of any claim or of the existence or amount of damages.

4 9. The above-captioned Action is dismissed in its entirety with prejudice.
5 Except as otherwise provided in orders separately entered by this Court on any
6 application for attorneys' fees and expenses, any application for incentive awards,
7 and the Plans of Distribution submitted by Class Counsel, the parties will bear their
8 own expenses and attorneys' fees.

9 10. Without affecting the finality of this Order and the accompanying
10 Judgment, the Court reserves jurisdiction over the implementation of the Settlement,
11 including enforcement and administration of the Settlement Agreement, including
12 any releases in connection therewith, and any other matters related or ancillary to
13 the foregoing.

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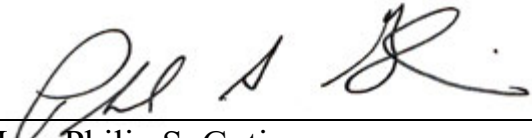
15 IT IS SO ORDERED.

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17 DATED: September 20, 2022

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Hon. Philip S. Gutierrez
United States District Judge

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LIST OF OPT-OUTS

Property Opt-outs

Anthony Sogliuzzo
Donald W. and Carol L. Swenson
Janet Thornton
Francis F. and Edna L. Chen
Patsy R. Lockwood
Erlaine Seeger
Adeline M. Godcombe
Boris LLC
David Meline
Diane Ward
Donna Reckseen
Edward & Donna Martyn
Fred Sanford
John Jones
John Torpey
Linda Ann and John Henry Seiter
Margaret Toth
Phyllis Walker
Richard Gunther
Robin Arnold
Sarah Hinton
Steven C. Comstock
Thacher Family Beach House Trust
Waldemar S. Nelson Co. Inc.
Joan Riley

Fisher Opt-outs

Anthony Luna
Jason Robinson
Kenneth Millington
Shane Robinson
John Burris
Adam White
Matthew Arf
Jason Deaton
Henry Lara