

ENDORSED
FILED
ALAMEDA COUNTY
FEB 25 2021

CLERK OF THE SUPERIOR COURT
By Alex R. Kosenko Jr, Deputy

1 Hon. Maria-Elena James
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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 COUNTY OF ALAMEDA

10 Wendell G. Moen, Jay Davis, Donna Ventura,
11 Gregory M., Bianchini, Alan Hindmarsh, Cal
12 Wood and Sharon Wood, on behalf of
13 Themselves and Others Similarly Situated,

14 Petitioners,

15 vs.

16 Regents of University of California, and Does,
17 1 through 99, inclusive,

18 Respondents.

No. RG 10530492

ANNUAL REPORT

Judge Maria-Elena James (Ret.)
Referee

19 Pursuant to the Parties' Stipulation of Class Action Settlement and Release ("Settlement
20 Agreement"), and in particular, V.E.2. Court Monitor (First Three Years),

21
22 [t]o ensure successful implementation of the Settlement Agreement, for three years
23 following the Effective Date, the Court Monitor will provide annual reports to the
24 Court by March 1 of each year...regarding the status of the benefits provided by
25 LLNS (or a Successor Contractor) during the preceding year, the status of UC's
26 contributions to the Settlement Fund and the VEBA, and the status of the payments
27 to Class Members.

Filed By Fax

1 annual report, the details of which are included below. *See infra* Sections II, III, IV, VII and
2 accompanying Appendix A. Additionally, and as required by the Settlement Agreement, I
3 provided a draft copy of this report to The Regents and Class Counsel for comment, which are
4 incorporated herein. *See infra* Sections V, VI, respectively.

5
6 To begin with, I would like to acknowledge the coordinated efforts and professionalism
7 exhibited by the Parties and the Settlement Administrator in implementing this very complicated
8 and ranging settlement program.

9
10 **I. PROCEDURAL HISTORY OF THE SETTLEMENT**

11
12 By way of background, the Settlement Agreement was fully executed on December 11,
13 2019. The Court entered an Order Granting Preliminary Approval of Stipulation of Class Action
14 Settlement and Release on December 20, 2019. Therein, the Court approved the establishment of
15 the Qualified Settlement Fund (“QSF”) within the meaning of section 468B of the Internal
16 Revenue Code of 1986, as amended, and Treasury Regulation sections 1.468B-1, *et seq.* The QSF
17 shall remain subject to the continuing jurisdiction of the Court. Correspondingly, ARCHER, in
18 addition to serving as the Settlement Administrator, was also appointed to serve as the “QSF
19 Administrator.” Immediately following the Court’s Preliminary Approval Order, the Settlement
20 Administrator initiated implementation of the settlement program, including Notice by mail to all
21 potential Class Members and launched the settlement website, lnlretireesettlement.com. Through
22 the settlement website, Class Members can download Class Member Data Forms, Heirship
23 Questionnaires, access all appurtenant Court documents (Notice, Settlement Agreement, motions,
24 declarations, orders, and the like), Open Enrollment and Settlement Supplement information,
25 frequently asked questions (“FAQs”) on a host of topics, among other resources, for the
26 educational benefit of Class Members.

27
28 On April 10, 2020, the Court entered an Order (1) Granting Final Approval of Class
29 Settlement and (2) Granting Motion for Award of Fees and Costs. Likewise, the Court also entered

1 a Final Approval Order and Judgment, thus the date on which the Settlement Agreement became
2 effective was April 10, 2020. Since that time, much work has been accomplished. Lastly and
3 relevantly, by Court Order on August 26, 2020, ARCHER was authorized to engage the services
4 of Argent Trust to serve as the VEBA trustee.

5
6 **II. STATUS OF BENEFITS PROVIDED BY LLNS (OR SUCCESSOR**
7 **CONTRACTOR)**
8

9 For calendar year 2020, Lawrence Livermore National Security, LLC (“LLNS”), provided
10 health and welfare benefits to Eligible Class Members who timely enrolled. Similarly, LLNS
11 commenced Open Enrollment for Eligible Class Members on October 1, 2020, for health and
12 welfare benefits, coverages, and options for 2021. The Benefits Open Enrollment 2021 Retiree
13 Guide – UC084660 – UC084699 was served on Class Counsel and me by Proof of Service by
14 Attorneys for Respondent, The Regents, on September 11, 2020, through electronic mail. A copy
15 was provided to the Settlement Administrator.

16
17 In conjunction with Open Enrollment, ARCHER included a three (3) page informational
18 guide regarding LLNS Open Enrollment and the Settlement Supplement on the settlement website.
19 This update provided Class Members with information related to Settlement Supplement eligibility
20 by enrolling in a LLNS sponsored medical plan, help with questions, considerations for Medicare-
21 eligible and non-Medicare eligible Class Members alike, and Settlement Supplement availability.
22 ARCHER made this same information available for placement on the University of California
23 Livermore Retirees Group (“UCLRG”) website.

24
25 **III. STATUS OF UC’S CONTRIBUTIONS TO THE SETTLEMENT FUND &**
26 **VEBA**
27

28 Per Section V.A.1, The Regents will pay \$80,000,000 to create the Settlement Fund.
29 Section V.A.2. sets forth The Regents’ Payment Schedule.

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- First Payment: Within 30 days of the Effective Date of this Agreement, The Regents will deposit \$15 million. **The Regents satisfied this obligation on May 11, 2020**, by wire to the 26 C.F.R. 1.468B-1 LLNL Retiree QSF.

8 Pursuant to Section V.B. **UNIVERSITY-FUNDED BENEFIT COUNSELING**
9 **SERVICES,**

10

11 In addition to the payments in Section V.A. 1 & 2 above, The Regents shall pay

12 \$4.5 million into a trust account as designated by the Settlement Administrator. Of

13 such funds, \$500,000 shall be due within seven days of the Preliminary Approval

14 Order, with such funds to be used to pay for Administrative Costs necessary to

15 achieve final approval including setting up the Benefit Counseling Services. The

16 remaining \$4 million is intended to be used to provide Benefit Counseling Services

17 in order to facilitate the Class Members' selection, acquisition, and utilization of

18 health insurance, and shall be due within 30 days of the Effective Date.

19

20 **The Regents satisfied the \$500,000 obligation on January 3, 2020**, by wire to the 26 C.F.R.

21 1.468B-1 LLNL Retiree QSF. Further, **The Regents satisfied the \$4 million obligation on May**

22 **11, 2020**, by wire to the 26 C.F.R. 1.468B-1 LLNL Retiree QSF.

23

24 Attorneys' Fees and Costs were addressed in Section XII of the Parties' Settlement

25 Agreement. "Petitioners and The Regents accepted a September 12, 2019 Mediator's Proposal

26 whereby the parties agreed that Class Counsel's request for a Fee and Expense Award would not

27 exceed Twelve Million Dollars (\$12,000,000)." Section XII.C. further provided,

28

29

1 Any Fee and Expense Award approved by the Court, which does not exceed Twelve
2 Million Dollars (\$12,000,000), shall be paid by The Regents via a wire transfer as
3 directed by Class Counsel via one of the following alternative methods. First, the
4 payment can be made in one lump sum within 90 days of the Effective Date.
5 Second, the Regents can pay over a three year period, as follows: the Regents will
6 pay Five Million Dollars (\$5,000,000) within 90 days of the Effective Date, pay
7 another Five Million Dollars (\$5,000,000) within one year of the first payment, and
8 pay the remaining Two Million Dollars (\$2,000,000) within two years of the first
9 payment; no interest will be applied to the balance.

10
11 The Regents have elected to pay Attorneys' Fees and Expenses over time. At the request of Class
12 Counsel, ARCHER established a sub-account under the LLNL Retiree Qualified Settlement Fund,
13 entitled LLNL Retiree Settlement Attorneys' Fees. **The Regents satisfied the \$5 million Fee and**
14 **Expense obligation on July 9, 2020**, by wire to the 26 C.F.R. 1.468B-1 LLNL Retiree QSF.
15 Subsequent thereto, the Fund Administrator, ARCHER, segregated the Fee and Expense payment
16 into the aforementioned sub-account.

17
18 A summary table of The Regent's current contributions to the LLNL Retiree QSF can be
19 found in Table 1 below.

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TABLE 1 - UC'S 2020 CONTRIBUTIONS TO THE SETTLEMENT FUND & VEBA¹

Date	Amount	Direction
January 03, 2020	\$500,000.00	LLNL Retiree QSF
May 11, 2020	\$19,000,000.00	LLNL Retiree QSF
July 09, 2020	\$5,000,000.00	LLNL Retiree Settlement Attorneys' Fees Sub-Account

In accordance with the Parties' Settlement Agreement, one year after the Effective Date, The Regents will make a further payment of \$15 million. The "Second Payment" will become due on Monday, April 12, 2021.

In accordance with the Parties' Settlement Agreement, the second payment for attorneys' fees and costs in the amount of \$5,000,000 will become due on Friday, July 9, 2021.

IV. STATUS OF PAYMENTS TO CLASS MEMBERS

A. \$1,000 Initial Payments

As of February 4, 2021, ARCHER has received 6,450 Class Member Data Forms from the approximate 8,941 potential Class Members or their successors-in-interest or personal representatives. ARCHER continues to receive Class Member Data Forms through the Settlement Administrator's efforts to locate nonrespondents from the Operative Class List. Similarly,

¹Under the review and approval of the Settlement Administrator and with the assistance of Class Counsel, the Livermore Retirees Health Insurance Trust Agreement ("Trust Agreement") was made and entered into as of December 15, 2020, by and between the Livermore Class Action Settlement and Education Fund, Inc. ("LCASE Fund" or "LCASE") and Argent Trust Company, a Tennessee corporation (the "Trustee"). LCASE is a Nonprofit Public Benefit Corporation formed by Petitioners / Class Representatives Wendell G. Moen, Jay Davis, Donna Ventura, Gregory M. Bianchini, Alan Hindmarsh, Calvin D. Wood, and Sharon Wood (the "Class Representatives") on September 16, 2020.

As a result of the Settlement Administrator's ongoing transactional engagement in distributing \$1,000 Initial Payments to Class Members and advancing and reimbursing settlement program administration fees and expenses, including benefits coordination, in conjunction with the modest delay in establishing the Health Reimbursement Arrangement ("HRA") on behalf of participating Class Members, all monetary contributions by The Regents remain within the LLNL Retiree Qualified Settlement Fund, less distributions to Class Members and remuneration of fees and expenses. For 2021, the HRA will be funded by the QSF at the direction of the Settlement Administrator. As the implementation burden begins to abate, settlement funds will be transferred to the VEBA Trust, subject to the Settlement Administrator's estimated ongoing administration costs and final determined Past Damage Payments to Class Members. The Settlement Administrator and VEBA Trustee are in agreement as to these objectives.

1 ARCHER has mailed \$1,000 Initial Payment checks to 5,935 Class Members of which 5,765 Class
2 Members have negotiated their checks for cash or deposited the same. Thus, \$5,765,000.00 have
3 been distributed to Class Members or their successors-in-interest or personal representatives. As
4 ARCHER receives outstanding Class Member Data Forms, payments shall be issued.

5
6 **B. Supplemental Payments**

7
8 As the Court is aware, under V.A.3 of the Parties' Settlement Agreement, in addition to
9 costs of administration, the Initial \$1,000 Payments, and Past Damages,

10
11 Settlement Funds will be used to provide annual payments through the VEBA to
12 Policy Holders going forward to provide a supplement to benefits provided by
13 LLNS (or a Successor Contractor) for health care coverage or any benefit
14 permissible under IRC§ 501(c)(9) ("Supplemental Payments"). The Settlement
15 Funds designated for Supplemental Payments will be transferred into the VEBA,
16 from which they will be distributed as determined by the VEBA Trustee pursuant
17 to the terms of this Agreement. ...The Regents shall have no authority to direct or
18 control any determination by the Settlement Administrator or VEBA Trustee
19 regarding if and/or to what extent the Settlement Funds are transferred to the VEBA
20 or used to make any Supplemental Payments. The Regents shall have no role,
21 responsibility or interest in connection with any issue relating to the distribution of
22 the Settlement Funds, except as provided in Sections V.A.1 and V.A.2. At no time
23 shall any funds paid, or to be paid, by The Regents into the Settlement Fund be
24 deemed to be assets paid, or payable by The Regents to the VEBA.

25
26 Provided the Parties' agreements as to the use of Settlement Funds, the Settlement Administrator,
27 in consultation with the VEBA Trustee, Class Counsel, and counsel to the Livermore Class Action
28 Settlement Administration and Education Fund, Inc. ("LCASE"),² has reached the conclusion that

29

² The Corporation is a nonprofit public benefit corporation. It is intended that the Corporation shall have the status of

1 in order to satisfy the intended objective to issue the Settlement Supplement to Class Members for
2 health care coverage or any benefit permissible under IRC§ 501(c)(9), a Health Reimbursement
3 Arrangement (“HRA”) must be established on behalf of LCASE.

4
5 HRAs are usually employer-funded group health plans from which employees are
6 reimbursed tax-free for qualified medical expenses up to a fixed dollar amount per year. Unused
7 amounts may be rolled over to be used in subsequent years. Health Reimbursement Arrangements
8 are sometimes called Health Reimbursement Accounts. Here, there is no employer. LCASE will
9 act as the employee organization that forms the VEBA and LCASE will serve as the Plan Sponsor
10 for the Livermore Retirees Health Reimbursement Arrangement Plan.

11
12 Together with the Settlement Administrator’s retained actuarial and employee benefits
13 experts, Phillips Consulting Partners, LLC (“Phillips”), ARCHER determined that Extend Health,
14 LLC, d/b/a Via Benefits Insurance Services, a prominent, San Francisco-based, healthcare
15 insurance services provider, is best positioned to serve as the Plan Administrator for the Livermore
16 Retirees Health Reimbursement Arrangement. A health benefits management company, Via
17 Benefits administers health insurance plans for individual retirees and companies with employees
18 and retirees over the age of 65. Companies, municipalities, and local governments use its services
19 to offer alternative insurance plans to their Medicare-eligible employees through Via Benefits’
20 insurance exchange. The company is owned by human resources consulting firm Willis Towers
21 Watson (“WTW”).

22
23 _____
24 a corporation that is exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986,
as amended, or any corresponding provisions of any future federal tax laws (hereinafter referred to as the "Code"), as
an organization described in Section 501(c)(3) of the Code.

25 The specific purposes of the Corporation are (i) to ensure compliance with the terms of that certain Stipulation of
26 Class Action Settlement and Release (the "Settlement Agreement") by and between Wendell G. Moen, Jay Davis,
27 Donna Ventura, Gregory M. Bianchini, Alan Hindmarsh, Calvin D. Wood, and Sharon Wood, on behalf of themselves
28 and the class that they represent (the "Class Members") and The Regents of University of California; (ii) to promote
29 the health and wellness of the living Class Members; (iii) to advise the trustee of the voluntary employees' beneficiary
association under Section 501(c)(9) of the Internal Revenue Code that will be established pursuant to the Settlement
Agreement to defray the costs of retiree health benefits for living Class Members; (iv) to educate public sector
employees and retirees regarding their rights in connection with retiree healthcare benefits; (v) to promote affordable
healthcare in order to improve retiree healthcare in this country; and (vi) to receive funds from UCLRG Legal Defense
Fund, a California nonprofit public benefit association, and other sources to promote the foregoing purposes.

1
2 Taking into account Extend Health's deep experience in the retiree health plan market and
3 their well-tried infrastructure in concert with Willis Towers' position as a leading benefits
4 consultancy, the selection of WTW to administer the Settlement Supplement vis-à-vis the HRA
5 was based on several Plan Administrator priorities:

- 6
- 7 ▪ capability to deliver the HRA to a large number of Class Members;
- 8 ▪ full back-office operations to handle claims volume;
- 9 ▪ commensurable customer service support to answer Class Member Medicare-related
10 questions and the full range of anticipated HRA queries;
- 11 ▪ staff operational expertise in implementing HRAs;
- 12 ▪ flexibility and cooperation to concertedly work through the unique challenges of
13 implementing the Settlement Supplement terms, conditions, and objectives of the Parties'
14 Agreement; and
- 15 ▪ efficiency of execution and cost.
- 16

17 A key priority for a provider in this domain is to help Class Member retirees transition
18 from active employee group health plans to retiree health plans, typically an individual Medicare
19 Advantage health insurance plan and further, to employ the Settlement Supplement to offset the
20 cost of eligible medical expenses. WTW/Extend Health provides Class Members with an existing
21 program of call centers experienced in helping Class Members make choices on a platform
22 connected with LLNS retirees. The addition of the Settlement Supplement to the Class Members
23 already familiar with Extend Health (recently rebranded as "Via Benefits") impacts a large
24 proportion of the participating Class. Moreover, the WTW/Via Benefits organization has
25 experience with the LLNS HRA for those Class Members currently electing coverage with Via
26 Benefits or under the Kaiser Senior Advantage plan for those who live outside of California. LLNS
27 Anthem plans provide coverage for Class Members not eligible for Medicare. Coverage for
28 Medicare-eligible Class Members is provided through either Via Benefits or Kaiser Senior
29 Advantage.

1
2 The WTW service focus is long-standing and relevant to the Class Member retiree
3 population. Chiefly, Via Benefits, in concert with teams from WTW, has the infrastructure and
4 implementation expertise to implement this HRA and provide communications to support the core
5 objectives. Additionally, WTW offers licensed benefit advisors and online decision support tools
6 to help Class Members find the right plans relative to their healthcare needs and budget. Equally
7 imperative, Via Benefits provides experienced call center services throughout the plan year for
8 HRA utilization. LLNS is among the current organizations using Via Benefits for their retirees.
9 While WTW/Via Benefits provides medical plan choices for LLNS Medicare-eligible retirees,
10 which includes some Class Members, the Livermore Retirees Health Reimbursement Arrangement
11 to be administered by WTW/Via Benefits will not provide medical plan options to Class Members.
12 Class Members must enroll in a LLNS-sponsored medical plan option in order to be eligible to
13 receive the Settlement Supplement.
14

15 When the selection process began in the early fall 2020, ARCHER and Phillips faced a
16 significantly limited timeframe for selecting a vendor to provide HRA plan administration. While
17 a comprehensive request for proposal-based vendor selection process was not feasible, all three
18 vendors currently under contract with LLNS to provide retiree offerings and HRA administration
19 were contacted. Of the three, Via Benefits was immediately responsive and engaged a large
20 interdisciplinary team to address the Settlement Administrator's needs. It became clear during
21 early meetings with the WTW/Via Benefits team of implementation experts, data analysts, retiree
22 plan specialists, operations staff, and in-house legal counsel, that their experience in delivery with
23 LLNS and the Class Member retiree population made WTW/Via Benefits the leading candidate.
24 Discussion points below illustrate several advantages identified by ARCHER and Phillips:
25

- 26 ■ WTW is now providing HRA services to a majority of Class Members who will not need
27 to provide any additional information to begin receiving benefits;
28
29

- 1 ▪ opportunity to maintain a more exact database to assist in tracking Class Members as they
- 2 relocate or otherwise leave the Class—to date, using email addresses provided by Via
- 3 Benefits has resulted in locating an additional 91 Class Members;
- 4 ▪ the Via Benefits team in place for the Settlement Supplement HRA includes the WTW
- 5 primary project manager for LLNS, providing a level of consistency in plan administration;
- 6 ▪ the Via Benefits cost structure is competitive within the industry;
- 7 ▪ the selection of one vendor reduces the implementation burden of maintaining multiple
- 8 data sets of Class members for each vendor and a continuous reconciliation of information
- 9 across vendors; and
- 10 ▪ a single vendor reduces confusion or conflicts in interpretation(s) of plan provisions.

11
12 Via Benefits serves over 600 companies and 2 million participants, including many Fortune 500
13 companies. It is the company's 14th enrollment season providing guidance and support to retirees.

14
15 The Via Benefits solution is poised to deliver essential services for Class Members,
16 including the delivery of the funding program and an integrated approach to retirees across all
17 Class Members, including those who are not Medicare-eligible. The Via Benefits selection
18 provides a single point-of-service delivery solution that is efficient for Class Members and the
19 Settlement Administrator. The Via Benefits infrastructure is secure and provides immediate
20 account access and information. The client team access optimizes effective and efficient problem
21 resolution, starting with early collaboration on the structure and content of the health
22 reimbursement arrangement.

23
24 Further, the proposed arrangement with Via Benefits as a single-source provider for all
25 Class Members to implement the Settlement HRA provides a one-stop solution for key
26 implementation requirements:

- 27
28 ▪ One bank account for ARCHER/Argent funding purposes;
- 29

- 1 ▪ consistent communications to all Class Members irrespective of the LLNS medical plan a
- 2 Class Member selects;
- 3 ▪ a dedicated point-of-contact team for Class Members; and
- 4 ▪ simplified infrastructure operations with an experienced benefits Plan Administrator
- 5 implementing the HRA.

6

7 While the initiation and onboarding process for engaging WTW/Via Benefits has been

8 more extensive than anticipated, the provided benefits are expected to reflect their experience with

9 HRA administration, the LLNS retiree population generally, and, by extension, the Class Member

10 population itself. With an infrastructure designed to support a retiree population, the selection of

11 Via Benefits is positioned to properly deliver the Settlement Supplement and provide Class

12 Members with counseling services supported by ARCHER and Phillips as intended by the Parties’

13 Settlement Agreement. Working with Phillips, the Settlement Administrator will evaluate the

14 performance of WTW/Via Benefits throughout the year to determine any service or related

15 shortcomings in delivery of the HRA by surveying Class Member experience.

16

17 **C. Past Damage Payments**

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19 Some Class Members will be entitled to Past Damages. ARCHER estimates that these

20 payments will be distributed in the third quarter of 2021, if not sooner.

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22 **V. THE REGENTS OF THE UNIVERSITY OF CALIFORNIA COMMENTS**

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24 The Regents offered minor revisions to this Annual Report which are incorporated herein.

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VI. CLASS COUNSEL COMMENTS

Class Counsel has reviewed ARCHER’s report with Petitioners, who have provided comments that have been addressed. Petitioners believe the Report is carefully done and thorough. Petitioners appreciate ARCHER’s efforts and consistent responsiveness to their concerns.

Petitioners agree that Via Benefits is the best choice. However, Petitioners have alerted ARCHER Systems to dissatisfaction with customer service by Via Benefits and Empyrean in the past and support ARCHER’s plan to carefully monitor customer service issues.

Many of the expenses incurred to date are one-time, start-up expenses, some of which were covered by The Regent’s \$500,000 payment in January 2020. Some of the expenses are attributable to the Benefits Counseling Services payment of \$4 million. Neither of these costs fall under the estimated \$500,000 “Administrative Costs” in Schedule C of the Settlement Agreement. Petitioners believe these costs are reasonable.

VII. SETTLEMENT & QSF ADMINISTRATOR’S REPORT

In addition to ARCHER’s contributions to this Annual Report, ARCHER has provided a “Settlement & QSF Administrator’s Performance Summary” attached herein as **Appendix A**. This Performance Summary provides metrics and statistics as key indicators of progress toward the Parties’ intended objectives including settlement website analytics, Notice outcomes, Class Member or successor-in-interest/personal representative participation, distributions of \$1,000 Initial Payments, mail volume, Call Center diligence, electronic mail and text communications, and the efforts committed to locating unresponsive or unaccounted for Class Members.

Settlement and QSF administrative costs through December 31, 2020, are described in Table 2.

TABLE 2 - ADMINISTRATIVE COSTS (DECEMBER 31, 2020)

CATEGORY	TOTAL
Assist Class Counsel and Counsel for the Defendant with Settlement Structure	\$14,676.25
Assist Class Counsel with Preparation of Motions for Preliminary and Final Approval	\$12,500.00
Call Center Services (includes establishing dedicated toll-free telephone number and agent training)	\$27,300.00
Design, Launch, & Maintain Settlement Website	\$6,150.00
Skip Trace / Locate Class Members or Heirs (Notice Returned Undeliverable - 708 Class Members)	\$7,080.00
Plan & Prepare Benefits Coordination & Counseling	\$2,100.00
Consulting Fees (Final Approval, Employee Org., VEBA, Benefits Coordination)	\$46,073.75
Create/Assemble Class Member Database; Receive, Process, & Audit Class Member Data Forms & Heirship Questionnaires	\$95,745.00
Letters of Authority Sufficiency Review	\$21,645.00
Small Estate Sufficiency Review	\$73,815.00
Issue Damage Payments (\$1,000 Initial Payments)	\$17,706.00
Locate Unresponsive Class Members (skip tracing & time)	\$27,472.00
Project Management	\$18,000.00
Reimbursable Expenses	\$211,753.26
Administrative Fee	\$15,076.41
TOTAL	\$597,092.67

TABLE 3 - BENEFITS COORDINATION, COUNSELING, & VEBA COSTS (NOVEMBER 30, 2020)

PROFESSIONAL	TOTAL
Argent Trust Company	\$175,000.00
Phillips Consulting Partners, LLC	\$84,500.00
TOTAL	\$259,500.00

Benefits coordination, counseling, and VEBA trust/trustee costs through November 30, 2020, are provided in Table 3.

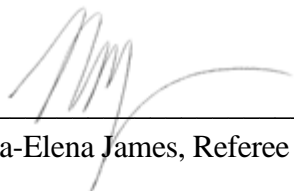
As of February 11, 2021, the LLNL Qualified Settlement Fund Balance Report reflects a balance of \$12,746,324.76, excluding undistributed attorneys' fees in the LLNL Retiree Settlement Attorneys' Fees Sub-Account. Administrative Costs and Benefit Counseling Services reflects a balance of \$3,649,324.76. The current balance of the Settlement Fund from The Regents' First Payment is \$9,097,000.00. Bear in mind, the QSF Balance Report reflects the fluctuating activity of Class Member \$1,000 Initial Payments, checks returned undeliverable and subsequently reissued, and recent distributions. The QSF Balance Report is reconciled monthly upon delivery of the custodial bank statements reflecting monthly debit (i.e., Class Member distributions, fee and

1 expense remuneration in the form of administrative costs) and credit history (i.e., contributions,
2 interest income). Full backing support, including detailed invoices, bank statements, and the QSF
3 Balance Report will be made available for review on request.

4
5 **VIII. CONCLUSION**

6
7 The Parties, the Settlement Administrator and the Court Monitor have remained in near
8 constant communication for the past 14 months and have routinely conferred monthly on matters
9 related to the same. During that time Mr. Deady from ARCHER Systems, LLC, has taken the lead.
10 Without his dedication, competence, and professionalism, little would have been accomplished. I
11 also wish to highlight the cooperation between Petitioners' counsel, Respondent's counsel, and
12 ARCHER. They have managed to resolve their differences, manage their clients, and work on the
13 herculean task of moving the settlement forward with minimal guidance from the Court Monitor.
14 Through their collective endeavors and dedication, the Parties' intended resolutions to the
15 underlying litigated matters have largely been fulfilled. As for those aspects which require
16 additional attention, I am confident the Parties and Settlement Administrator will satisfy the
17 remaining obligations to be executed.

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21 DATE: February 25, 2021

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23 _____
24 Hon. Maria-Elena James, Referee
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APPENDIX A

SETTLEMENT AND QSF ADMINISTRATOR'S
PERFORMANCE SUMMARY

Moen, et al. v. Regents of Univ. of Cal., et al., No. RG 10530492-
ANNUAL REPORT MARCH 2021



SETTLEMENT WEBSITE

ARCHER launched Inlretireesettlement.com on January 21, 2020. The homepage includes important notices related to \$1,000 Initial Payment distributions to Class Members, the anticipated timing of Past Damage Payment and Settlement Supplement Payments, links to the Class Member Data Form and Heirship Questionnaire, Open Enrollment & Settlement Supplement communications. In addition, the settlement website includes answers to frequently asked questions on a host of topics including: the Court's Fairness Hearing, the lawyers in the case, Settlement Benefits, who is in the settlement, Open Enrollment & Settlement Supplement, and Tax Forms. Likewise, Class Members can access all related Court documents and the Settlement Administrators contact information, including settlement dedicated email address and toll-free telephone number. ARCHER routinely updates the settlement website with the latest information regarding the settlement program.

Settlement website analytics from January 21, 2020—January 31, 2021 provide the following:

The settlement website has been visited by **10,482** New Users visiting the website for the first time and **10,429** Users or individuals browsing the website. Of all visitors to the website, 77.6% have been a New Visitor, while 22.4% have been Returning Visitors.

There have been **17,754** Sessions or visits to the website consisting of one or more pageviews. Pageviews total **26,772**; the average number of pages viewed during a session is **1.51**. The Average Session Duration is 00:01:47. Google Analytics does not count time for the last page viewed during a session. This means that the average session duration will tend to be skewed lower than the actual amount of time visitors are spending on the settlement website. Bounce rate, 72.85%, reflects the percentage of sessions with a single pageview.



NOTICE

Pursuant to Section VI of the Settlement Agreement and Paragraph 8 of the Court’s Order, on January 21, 2020, ARCHER sent via first-class U.S. mail the Notice of Proposed Settlement to **8,941** Class Members. From ARCHER’s experience, the mailing was highly successful. Of the 8,941 Notices of Proposed Settlement that were sent, only 708 (less than eight percent (**8%**)) were returned to ARCHER by the U.S. Postal Service as undeliverable. ARCHER performed skip tracing on each of these returned mailings and was able to identify new mailing addresses for 708 Class Members. ARCHER then re-mailed the Notices to these new addresses on February 11, 2020. After this second mailing, 60 Notices were again returned by the U.S. Postal Service as undeliverable. In total, 60 Notices out of 8,941 (**0.671%**) remained undeliverable.



CLASS PARTICIPATION

As of February 4, 2021, ARCHER has received **6,450** Class Member Data Forms—a **72.14%** response rate from the Class.

4,919 living Class Members have returned Forms—55.02% of the Class.

1,531 successors-in-interest or personal representatives of deceased Class Members have returned Forms—17.12% of the Class.

28 Class Members and/or or successors-in-interest/personal representatives of deceased Class Members have declined to participate in the settlement program (0.003%).



PAYMENTS TO CLASS MEMBERS

As of February 1, 2021, ARCHER has mailed \$1,000 Initial Payment checks to **5,935** Class Members of which **5,765** Class Members have negotiated their checks for cash or deposited the same. **\$5,765,000.00** have been distributed to Class Members or their successors-in-interest or personal representatives.

ARCHER's Treasury Services will prepare and mail \$1,000 Initial Payment checks to an additional 287 Class Members the week of February 8-11, 2021. Successor-in-interest/personal representative documentation is under review for 228 Class Members. After satisfactory review, successors-in-interest/personal representatives will receive their Initial Payments by check. ARCHER continues to receive Class Member Data Forms from recently enrolling Class Members or their successors-in-interest/personal representatives. By way of example, between February 1-10, 2021, ARCHER received 119 additional Class Member Data Forms.



MAIL VOLUME

Since settlement program inception, ARCHER has sent **12,424** pieces of mail to Class Members or their successors-in-interest or personal representatives.



CALL CENTER

ARCHER has **18** Call Center agents available to answer inbound calls to an LLNL Retiree Settlement dedicated, toll-free telephone number.

- ARCHER has received **4,954** unique inbound calls.
- ARCHER has placed **925** unique outbound calls.
- ARCHER has received and returned **1,875** voice messages.
- The average Class Member hold time is **2:45**.
- The average Class Member call time is **5:07**.



COMMUNICATIONS

ARCHER has delivered uniform settlement update messaging to **6017** Class Members by email blast service on seven (**7**) separate occasions.

Across four (**4**) separate campaigns, ARCHER has employed text messaging to communicate with Class Members, sending **10,140** text messages related to the settlement program.

ARCHER has responded to more than **1,500** inquiries sent to the dedicated email alias, llnretireesettlement@archersystems.com.



CLASS MEMBER LOCATION

Through the efforts of its Location Services Team over the course of **643.6** hours conducting **2,357** skip tracing searches and placing **7,291** phone calls, ARCHER has contacted **1,284** unresponsive Class Members or their successors-in-interest/personal representatives. This has resulted in the delivery of **532** Class Member Data Forms to the Settlement Administrator.

PROOF OF SERVICE

State of California
County of San Francisco

I certify that I am employed in the County of San Francisco, State of California. I am over the age of 18 and not a party to the within action; my business address is 100 First Street, 27th Floor, San Francisco, California, 94105.

On February 25, 2021, I served the foregoing document described as the **ANNUAL REPORT** on the interested parties in this action as follows:

SEE SERVICE LIST

- BY ELECTRONIC SERVICE:** I caused the document(s) to be sent to the offices of the addresses via File & ServeXpress Electronic Service pursuant to the terms of the Case Management Order/Pre-Trial Order(s). The transmission was reported as complete and without error.
- BY EMAIL OR ELECTRONIC TRANSMISSION:** I caused a copy of the document(s) to be sent from katy@adrservices.com to the persons at the email addresses listed in the Service List. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.
- BY U.S. MAIL:** I caused such envelope with postage thereon to be placed in the United States mail in San Francisco, California.
- BY FACSIMILE:** I caused such to be faxed to the attorneys on February 25, 2021.
- BY PERSONAL SERVICE:** I caused such envelope to be delivered by hand to the attorneys on February 25, 2021.
- STATE:** I declare under penalty of perjury under the laws of the State of California that the above is true and correct.
- FEDERAL:** I declare that I am employed in the office of a member of the bar of this Court at whose direction the service was made.
- BY CERTIFIED MAIL:** I caused such envelope with postage thereon to be placed in the United States mail in San Francisco, California.

Executed on February 25, 2021 in San Francisco, California by



Katy Jones



Service List

RE: REQUA/MOEN, et al. v. UC REGENTS

ADRS Case No. 20-2925-MEJ

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