

1 Sinclair Law Office  
2 Andrew Thomas Sinclair (SB No. 72681)  
3 300 Frank H. Ogawa Plaza  
4 Rotunda Building, Suite 160  
5 Oakland, CA 94612  
6 Tel: (510) 465-5300  
7 Fax: (510) 465-5356  
8 ats@sinclairlawoffice.com

9 Carter Carter Fries & Grunschlag  
10 Dov M. Grunschlag (SB No. 42040)  
11 The Hobart Building  
12 582 Market Street, Suite 518  
13 San Francisco, CA 94104  
14 Tel: (415) 989-4800  
15 Fax: (415) 989-4864  
16 dgrunschlag@carterfries.com

17 Calvo Fisher & Jacob LLP  
18 Kathleen V. Fisher (SB No. 70838)  
19 Rodney J. Jacob (SB No. 146428)  
20 Alexander M. Freeman (SB No. 237811)  
21 Maya S. Maravilla (SB No. 209081)  
22 535 Pacific Avenue, Suite 201  
23 San Francisco, CA 94133  
24 Tel: (415) 374-8370  
25 Fax: (415) 374-8373  
26 kfisher@calvofisher.com  
27 rjacob@calvofisher.com  
28 mmaravilla@calvofisher.com  
afreeman@calvofisher.com

Attorneys for Petitioners and Class

SUPERIOR COURT OF THE STATE OF CALIFORNIA  
COUNTY OF ALAMEDA

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

v.

Regents of University of California, and Does, 1-99 through  
99, inclusive,  
Respondents.

**FILED**  
**ALAMEDA COUNTY**

MAY 19 2021

CLERK OF THE SUPERIOR COURT  
By [Signature]  
Deputy

1 The Court has considered the Ex Parte Application by Petitioners to: (1) approve the legal  
2 structure put in place to maintain the tax-exempt status of the Supplemental Payment; (2) direct the  
3 Qualified Settlement Fund (QSF) to provide funding pursuant to the agreement between LCASE and  
4 Willis Towers Watson; and to indemnify Petitioners and LCASE for claims arising from LCASE  
5 implementing the Final Approval Order and Settlement Agreement, including but not limiting to LCASE  
6 acting as Plan Sponsor of the Livermore Retirees Health Reimbursement Arrangement ("HRA") Plan; and  
7 (3) to designate LCASE as the successor to the UCLRG Legal Defense Fund for purposes of counsel  
8 repaying \$446,125.46 as set forth in the Final Approval Order, ¶ 20(b).

8 The Court hereby ORDERS that:

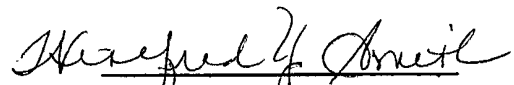
9 1. The Court approves the structure put in place by the Settlement Administrator and  
10 Petitioners to implement the Settlement Agreement and protect the tax-exempt status of the  
11 Supplemental Payment. Although the ultimate decision as to taxability will be up to the Internal  
12 Revenue Service and the Franchise Tax Board, the steps taken by the Settlement Administrator and  
13 Petitioners are intended to ensure tax exemption, consistent with the Settlement Agreement.  
14 Petitioners formed the Livermore Class Action Settlement Administration and Education Fund, Inc.  
15 (LCASE) to assist in forming the Livermore Retirees Health Insurance Trust, which will serve as the  
16 Voluntary Employees Beneficiary Association (VEBA), as required by the Settlement Agreement. The  
17 Supplemental Payment will be provided through the Livermore Retirees Health Reimbursement  
18 Arrangement Plan. LCASE will act as the Plan Sponsor. Acting as the Plan Sponsor, LCASE has  
19 contracted with Willis Towers Watson to act as Plan Administrator to help distribute the Supplemental  
20 Payment. The Court approves of these steps, which are all aimed at implementing the Final Approval  
21 Order and the Settlement Agreement and intended to ensure that the Supplemental Payment can be  
22 distributed on a tax-exempt basis. Accordingly, the Court directs Petitioners and ARCHER, as Settlement  
23 and QSF Administrator, to continue implementing the plan based on this legal structure.

24 2. The Court further approves the agreement whereby the LLNL Retiree Qualified  
25 Settlement Fund is to pay for all HRA obligations undertaken by LCASE as Plan Sponsor; and to  
26 indemnify LCASE and its directors and officers from and against any and all claims, liabilities, losses,  
27 damages, demands, costs, expenses, or lawsuits that LCASE incurs as a result of, arising out of, or  
28 related to the adjudication of any second level appeals described in Section 3(c)(i) of the Statement of

1 Work related to the HRA administered by Extend Health, LLC (Willis Towers Watson). The parties, the  
2 Settlement Administrator and the QSF Administrator shall proceed accordingly.

3 3. To further facilitate implementation of the settlement, the Court also approves counsel  
4 repaying the \$446,125.46 to LCASE as UCLRG's successor for purposes of the Final Approval Order, ¶  
5 20(b).

6 DATED: May 19, 2021

7   
8 Hon. Winifred Y. Smith  
9 Judge of the Superior Court

Superior Court of California, County of Alameda  
Department 21, Administration Building

Case Number: RG10530492

Case Name: Requa vs. The Regents of the University of California

RE: ORDER RE EX PARTE APPLICATION

**DECLARATION OF SERVICE BY MAIL**

I certify that I am not a party to this cause and that a true and correct copy of the foregoing document was mailed first class, postage prepaid, in a sealed envelope, addressed as shown at the bottom of this document, and that the mailing of the foregoing and execution of this certificate occurred at 1221 Oak Street, Oakland, California.

Executed on May 20, 2021

Executive Officer/Clerk of the Superior Court

By Belinda Mercado  
Deputy Clerk

Sinclair Law Office  
Andrew Thomas Sinclair  
300 Frank H. Ogawa Plaza  
Rotunda Building, Suite 160  
Oakland, CA. 94612

Carter Carter Fries & Grunschlag  
Dov M. Grunschlag  
The Hobart Building  
582 Market Street, Suite 518  
San Francisco, CA. 94104

Calvo Fisher & Jacob LLP  
Kathleen V. Fisher  
Rodney J. Jacob  
Alexander M. Greeman  
Maya S. Maravilla  
535 Pacific Ave., Suite 201  
San Francisco, CA. 94133

Folger, Levin & Kahn  
275 Battery Street, 23<sup>rd</sup> Floor  
San Francisco, CA. 94111

Daniel J. Sharp  
Crowell & Moring LLP  
3 Embarcadero Center, 26<sup>th</sup> Floor  
San Francisco, CA. 94111