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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA

9 CITY AND COUNTY OF SAN FRANCISCO

10 CALIFORNIA DENTAL ASSOCIATION, a
California Corporation;
11 RICHARD W. BARNES, D.D.S.;
ROBERT E. REED, D.D.S.;
12 DEAN SCHWEITZER, D.D.S.;
GERALD MIDDLETON, D.D.S.;
13 WHITNEY JOHNSON, D.D.S.;
TERRENCE Y. LAU, D.D.S.,
14 BARBARA M. HAWTHORNE, D.D.S.,
individually and on behalf of all others
15 similarly situated,

16 Plaintiffs,

17 vs.

18 DELTA DENTAL OF CALIFORNIA, a
California Corporation,

19 Defendant.
20

No.: CGC-14-538849

**DECLARATION OF GEORGE
LANGENDORF IN SUPPORT OF
MOTION FOR SUPPLEMENTAL
ATTORNEYS' FEES**

Hearing Date: November 16, 2018

Time: 11:30 a.m.

Judge: Hon. Mary E. Wiss

Dept.: 305

21 I, George Langendorf, hereby declare as follows:

22
23 1. I am an attorney licensed and authorized to practice before this Court and am one of
24 the counsel for the plaintiffs in this action. I have served as counsel for plaintiff California Dental
25 Association ("CDA") as well as the individual plaintiffs during the pendency of this litigation. I
26 was appointed Class Counsel in this case by the Court's Corrected Order Granting Plaintiffs'
27 Motion For Final Approval of May 2, 2018. The matters set forth in this declaration are based on
28 my personal knowledge as set forth with more particularity below.

1 2. In connection with this Motion, I requested on October 23, 2018, that the Settlement
2 Administrator, Rust Consulting, inform me of the amount of interest that will have accrued on the
3 funds in the Settlement Fund by November 15, 2018. I was informed by Jason Rabe of Rust
4 Consulting that the amount of interest that will have accrued by that date is estimated to be
5 \$247,432.98.

6 3. In connection with this Motion, I reviewed the billing records of Arnold & Porter attorneys
7 in this matter, using Arnold & Porter's timekeeping system, for the time period from May 1, 2018
8 to October 19, 2019. I also reviewed the invoices submitted by Plaintiffs' expert consultant,
9 Litinomics, for the time period from May 1, 2018 through September 30, 2018.

10 4. The chart below reflects the hours spent, fees and hourly rates of Arnold & Porter attorneys
11 and Litinomics during the time period referenced above.

Name	Position	Hours	Total
Paul Alexander	Senior Counsel	135.5	\$124,792.28
George Langendorf	Associate	232.0	\$156,975.6
Litinomics	Expert	165.7	\$50,652
TOTAL			\$332,419.88

15 5. I have also reviewed the individual time entries that underlie the figures in the Chart. They
16 reflect that almost all of this time was spent either in determining and validating the allocation
17 methodology to be used in the allocation of the Settlement Fund, or in responding to the numerous
18 objections and inquiries from Class members regarding the allocations. I have also reviewed the
19 invoices from Litinomics reflected in the chart. They, too, reflect that the vast majority of expert
20 time was spent on ensuring the correct allocation of the Settlement Amount, and on assisting Class
21 Counsel in responding to Class member inquiries and objections. Should the Court wish to review
22 these time records and invoices, they are readily available and can be provided to the Court.

23 6. To date, I have personally responded to approximately one hundred inquiries from Class
24 members regarding the allocation process, their specific allocation, the planned distribution of their
25 settlement awards, and other related matters. In addition, I have personally responded to over forty
26 objections from Class members and/or groups. The Class member inquiries typically involve
27 questions regarding why the allocation is the amount that it is, how the allocation was calculated,
28

1 why a Class member's allocation is more or less than the allocation of another Class member, why
2 the allocation is going to be distributed to a group practice, and other similar questions. In addition
3 to these inquiries, some Class members have special situations, such as where the Class member has
4 retired or sold his or her practice at some point during the Class period, we are now addressing the
5 issue of who should be entitled to the allocation in this situation. As with the other Class member
6 issues that have arisen, each of these situations tends to present a unique set of facts.

7 7. My experience responding to Class member inquiries is that each Class member inquiry is
8 unique and individualized. In almost every case, in order to provide a substantive response, it is
9 necessary to review the allocation itself to ensure the Class member has the right information, and
10 then to review the records regarding the claims underlying the allocation (or lack of allocation).
11 These records are stored on a Delta Dental server, for confidentiality reasons, and therefore must be
12 accessed on that server. Working with our expert, the data is provided in a manner appropriate for
13 review by counsel, and at time sit is necessary to review the data with our expert. In many cases, the
14 data presented in this manner is extremely voluminous, as many Class members have been Premier
15 dentists with Delta Dental for the entire class period, and have submitted thousands of claims.
16 Further, the interpretation of the records requires a detailed understanding of the data and the
17 settlement allocation methodology, as well as the terms of the Amended Settlement Agreement
18 regarding the allocation of the Settlement Amount. For all these reasons, responding to Class
19 member inquiries and objections cannot be outsourced to administrative personnel such as those
20 employed by the Class Notice Administrator. Where the question of a Class member is routine or
21 simple, it is handled by representatives of the Class Notice Administrator, but in many situations
22 they find it necessary to refer inquiries or questions to Class Counsel for response.

23 8. The vast majority of Class members I have spoken with have ultimately been satisfied with
24 the explanation provided regarding their allocation and the allocation methodology. Many have been
25 appreciative of the response and the explanation provided.

26 9. There remains substantial work that must yet be done to finish the process of allocating and
27 distributing the Settlement Amount. For example, we have yet to identify the proper recipient for
28 the allocation of many Class members who are deceased. In addition, we continue to receive

1 inquiries regarding the allocations and the allocation methodology, and there are a number of
2 objections that we are still in the process of responding to.

3 I declare under penalty of perjury that the foregoing is true and correct to the best of my
4 knowledge, information and belief.

5 Executed in San Francisco, California on October 24, 2018

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8 George Langendorf

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