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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

**SUPPLEMENTAL 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.       On October 24, 2018, I submitted a declaration in support of the Motion for  
2 Supplemental Attorneys' Fees, which was filed that same day. That declaration discussed the  
3 amount of time that had previously been expended by myself, Paul Alexander and our economic  
4 expert consultant, Litinomics, on allocating and distributing the Settlement Amount, after May 1,  
5 2018.

6           3.       Since the filing of that declaration, the work required to allocate and distribute the  
7 Settlement Amount has continued unabated, and I have spent substantial additional time on it.

8           4.       For example, after filing the 10/24/2018 declaration, I was contacted by the claims  
9 administrator for two large group practices. The Delta Dental records indicate that the first of these  
10 group practices employed 82 providers that were impacted by the INAP during the Class period,  
11 and the second employed 41 providers that were impacted by the INAP during the Class period.  
12 The administrator wished to understand how the settlement allocations were done, what the  
13 allocations were for each impacted provider in his group practices, which providers had objected,  
14 and what the consequences would be if the group practices agreed that the allocations could be sent  
15 to the providers that had objected. To resolve these questions, I explained to him how the  
16 settlement allocation methodology worked and also provided, over the course of several phone calls  
17 and emails, information regarding the settlements amounts for all impacted providers, which ones  
18 had objected, and the bases for these objections. This proved successful, in that he agreed on behalf  
19 of these large group practices not to contest the payments objected to by the individual providers,  
20 but it was a process that took approximately four hours to accomplish.

21           5.       In addition, as reflected in the Status Report provided in advance of the hearing on  
22 November 16, the Settlement Administrator has now mailed many thousands of checks to class  
23 members and group practices. This is as it should be, however it has also had the effect of  
24 prompting many Class members to submit inquiries regarding why they did not receive a check. In  
25 addition to that, it appears to be common practice for Class members to compare notes, which can  
26 prompt a Class member to call or email and inquire why the amount of their check was different  
27 from the amount of a check received by their colleague. I estimate that I have received and  
28 responded to approximately ten of these inquiries via phone or email since my last declaration. In

1 each case, it has been possible to answer the question posed. However, in each case, doing so  
2 required a significant amount of time in responding individually to these inquires, including a  
3 review of the claims and fee filing data of the dentists involved, explaining how that data led to the  
4 allocations calculated for the Class members, and in many cases explaining the settlement allocation  
5 methodology itself and how it applied to the particular Class member or set of class members. In  
6 total, I estimate that I have spent six to eight hours responding to class member inquiries since my  
7 last declaration.

8 6. Furthermore, since my prior declaration, numerous Class members have called,  
9 emailed, or sent letters responding to letters we sent them notifying them of objections that we have  
10 received that implicate the distribution of their settlement allocation. In some cases, these have  
11 been straightforward, but some Class members wish to make special arrangements, such as dividing  
12 the settlement payment between themselves and the group practice. In these cases, it is necessary to  
13 obtain written instructions from both the Class member and group practice, and to communicate  
14 these instructions to Rust Consulting. I estimate that I spent three to five hours conferring with  
15 class members and group practices responding to notices of objections since my last declaration.

16 7. In addition to the foregoing, since my 10/24/2018 declaration, I have also continued  
17 to work with Rust Consulting to prepare a third tranche of payments, which I understand will be  
18 mailed on November 8, 2018. This process involves identifying additional payments that can now  
19 be released because the Class member has received notice, or because a dispute has been resolved.  
20 Rust Consulting does not receive separate notice when a dispute is resolved, and thus it is important  
21 that I communicate with them regarding which payments remain disputed and which have been  
22 resolved. Furthermore, due to the complexity involved in distributing settlement allocations to  
23 group practices, and the necessity to withhold payments implicating, for example, providers who  
24 have passed away, I review drafts of the payment list to ensure that they appear to me to be correct.  
25 I estimate that I have spent five to seven hours working with Rust to prepare the third set of  
26 payments since my last declaration.

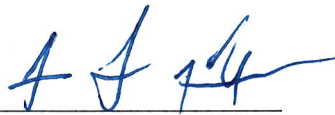
27 8. To estimate the attorneys' fees incurred performing this work, and in making the  
28 estimates above, I have reviewed the records in the Arnold & Porter time entry system, and my own

1 contemporaneous time records. These records show that, between October 22, 2018 and the date of  
2 this declaration, I have spent an additional 23.9 hours on allocation and distribution of the  
3 Settlement Amount. This equates to approximately \$16,132.50 in attorneys' fees, over and above  
4 the amount reflected in my 10/24/2018 declaration. Excluded from this calculation is the time I  
5 spent preparing the Motion for Supplemental Attorneys' Fees and the declarations in support of that  
6 Motion, including this declaration.

7 8. As I stated in my prior declaration, there remains substantial work that must yet be  
8 done to finish the process of allocating and distributing the Settlement Amount. We have yet to  
9 identify the proper recipient for the allocation of many Class members who are deceased. There are  
10 a number of objections that we are still in the process of responding to. And, we continue to receive  
11 a steady stream of inquiries regarding the allocations and the allocation methodology.

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

14 Executed in San Francisco, California on November 8, 2018

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17 George Langendorf  
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