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PAUL, HASTINGS, JANOFSKY & WALKER LLP
M. KIRBY C. WILCOX (SB# 78576)
kirbywilcox@paulhastings.com
55 Second Street, Twenty-Fourth Floor
San Francisco, CA 94105
Telephone: (415) 856-7000
Facsimile: (415) 856-7100

Attorneys for Defendants
BANK OF AMERICA, NATIONAL ASSOCIATION
BANK OF AMERICA PENSION PLAN,
BANK OF AMERICA 401(k) PLAN, AND
BANK OF AMERICA CORPORATION CORPORATE BENEFITS COMMITTEE

Counsel continued on next three pages

ENDORSED FILED
SUPERIOR COURT
COUNTY OF SAN FRANCISCO

FEB 10 2010

GORDON PARK-LI, CLERK
BY: Marsha Smith
Deputy Clerk

SUPERIOR COURT OF CALIFORNIA
COUNTY OF SAN FRANCISCO

MARIA H. CONTRERAS,
FORTUNATO RUIZ, KENDRICK
DUKES, BARBARA CADMAN,
AMANI EL-JANDALI, SUNG HUNG
WU, OMID BEHJOU, AND LINDA
RIEDEL, individually and on behalf of
all others similarly situated,

Plaintiffs,

vs.

BANK OF AMERICA, N.A., BANK
OF AMERICA PENSION PLAN,
BANK OF AMERICA 401(K) PLAN,
AND BANK OF AMERICA
CORPORATION CORPORATE
BENEFITS COMMITTEE,

Defendants.

CASE NO. CGC-07-467749

[PROPOSED] ORDER:
**(1) PROVISIONALLY CERTIFYING
SETTLEMENT CLASS; (2) PRELIMINARILY
APPROVING CLASS ACTION SETTLEMENT;
(3) DIRECTING DISTRIBUTION OF NOTICE
OF SETTLEMENT TO THE CLASS; AND
(4) SETTING A HEARING FOR FINAL
APPROVAL OF CLASS SETTLEMENT**

[Filed concurrently with: (1) Joint Stipulation of
Settlement; (2) Notice of Joint Motion and Motion;
(3) Declarations of David Markham, Laura Ho, and
Marc Primo; and (4) Appendix of Non-California
Authorities and Unpublished Orders]

Date: February 10, 2010
Time: 4:00 p.m.
Place: Department 503
Judge: Honorable Richard B. Ulmer

[PROPOSED] ORDER GRANTING
PRELIMINARY APPROVAL OF SETTLEMENT

1 PAUL, HASTINGS, JANOFSKY & WALKER LLP
2 STEPHEN P. SONNENBERG (SB# 164881)
3 STEPHENSONNENBERG@PAULHASTINGS.COM
4 75 EAST 55TH STREET
5 FIRST FLOOR
6 NEW YORK, NEW YORK 10022
7 TELEPHONE: (212) 318-6000
8 FACSIMILE: (212) 319-4090

9 PAUL, HASTINGS, JANOFSKY & WALKER LLP
10 MARIA A. AUDERO (SB# 210141)
11 MARIAAUDERO@PAULHASTINGS.COM
12 515 SOUTH FLOWER STREET
13 TWENTY-FIFTH FLOOR
14 LOS ANGELES, CALIFORNIA 90071-2228
15 TELEPHONE: (213) 683-6000
16 FACSIMILE: (213) 627-0705

17 ATTORNEYS FOR DEFENDANT
18 BANK OF AMERICA, N.A., BANK OF AMERICA PENSION PLAN, BANK OF AMERICA
19 401(K) PLAN, AND BANK OF AMERICA CORPORATION CORPORATE BENEFITS
20 COMMITTEE

21 David R. Markham, Esq. (State Bar No. 071814)
22 dmarkham@clarkmarkham.com
23 R. Craig Clark (State Bar No. 129219)
24 cclark@clarkmarkham.com
25 James M. Treglio (State Bar No. 228077)
26 jtreglio@clarkmarkham.com
27 CLARK & MARKHAM, LLP
28 600 B Street, Suite 2130
San Diego, CA 92101
(619) 239-1321; (619) 239-5888 (Fax)

18 Teresa Demchak (State Bar No. 123989)
19 tdemchak@gdblegal.com
20 Laura L. Ho (State Bar No. 173179)
21 lho@gdblegal.com
22 Lin Y. Chan (State Bar No. 255027)
23 lchan@gdblegal.com
24 GOLDSTEIN, DEMCHAK, BALLER, BORGAN &
25 DARDARIAN
26 300 Lakeside Drive, Suite 1000
27 Oakland, CA 94612
28 (510) 763-9800; (510) 835-1417 (Fax)

24 Marc Primo (State Bar No. 216796)
25 MPrimo@InitiativeLegal.com
26 Mónica Balderrama (State Bar No. 196424)
27 MBalderrama@InitiativeLegal.com
28 INITIATIVE LEGAL GROUP APC
1800 Century Park East, 2nd Floor
Los Angeles, CA 90067
(310) 556-5637; (310) 861-9051 (Fax)

[PROPOSED] ORDER GRANTING
PRELIMINARY APPROVAL OF SETTLEMENT

1 H. Tim Hoffinan (State Bar No. 049141)
hth@hoffinanandlazeare.com
2 Arthur W. Lazeare (State Bar No. 083603)
awl@hoffinanandlazeare.com
3 HOFFMAN & LAZEARE
180 Grand Avenue, Suite 1550
4 Oakland, CA 94612
(510) 763-5700; (510) 835-1311 (Fax)
5
6 Walter Haines, Esq. (State Bar No. 71075)
whaines@uelglaw.com
UNITED EMPLOYEES LAW GROUP
7 65 Pine Ave, #312
Long Beach, CA 90802
8 (877) 696-8378; (562) 256-1006 (Fax)
9
10 Cyrus Mehri (Admitted *Pro Hac Vice*)
cmehri@findjustice.com
Ellen Eardley (Admitted *Pro Hac Vice*)
11 eeardley@findjustice.com
MEHRI & SKALET PLLC
12 1250 Connecticut Avenue NW, Suite 300
Washington, DC 20036
(202) 822-5100; (202) 822-4997 (Fax)
13
14 Major Khan (Admitted *Pro Hac Vice*)
mk@mk-llc.com
MAJOR KHAN LLC
15 20 Bellevue Street
Weehawken, NJ 07086
16 (646) 546-5664; (646) 546-5755 (Fax)
17
18 Roger R. Carter (State Bar No. 140196)
rcarter@carterlawfirm.net
THE CARTER LAW FIRM
2030 Main Street, Suite 1300
19 Irvine, CA 92614
(949) 260-4737; (949) 260-4754 (Fax)
20
21 Scott B. Cooper (State Bar No. 174520)
scott@cooper-firm.com
THE COOPER LAW FIRM, P.C.
22 2030 Main Street, Suite 1300
Irvine, CA 92614
23 (949) 724-9200; (949) 724-9255 (Fax)
24
25 Richard E. Quintilone II (State Bar No. 200995)
req@quintl.com
QUINTILONE & ASSOCIATES
22974 El Toro Road, Suite 100
26 Lake Forest, CA 92630
(949) 458-9675; (949) 458-9679 (Fax)
27
28

[PROPOSED] ORDER GRANTING
PRELIMINARY APPROVAL OF SETTLEMENT

1 Mark R. Thierman (State Bar No. 72913)
laborlawyer@pacbell.net
2 THIERMAN LAW FIRM, P.C.
7287 Lakeside Drive
3 Reno, NV 89511
(775) 284-1500; (775) 284-1506 (Fax)
4
5 Scott A. Miller, Esq. (State Bar No. 230322)
Scott.miller@smillerlawoffices.com
LAW OFFICE OF SCOTT A. MILLER
6 A Professional Corporation
16133 Ventura Blvd. Suite 1200
7 Encino, CA 91436
(818) 788-8081; (818) 990-7900 (Fax)
8
9 Steven L. Miller, Esq. (State Bar No. 106023)
stevenlmiller@sbcglobal.net
LAW OFFICE OF STEVEN L. MILLER
10 A Professional Corporation
16133 Ventura Blvd. Suite 1200
11 Encino, CA 91436
(818) 986-8900; (818) 990-7900 (Fax)
12
13 Timothy D. Cohelan (State Bar No. 60827)
tcohelan@CK-LawFirm.com
Isam C. Khoury (State Bar No. 58759)
14 ikhoury@CK-LawFirm.com
Michael D. Singer (State Bar No. 115301)
15 msSinger@CK-LawFirm.com
Kimberly D. Neilson (State Bar No. 216571)
16 kneilson@CK-LawFirm.com
COHELAN KHOURY & SINGER
17 605 C Street, Suite 200
San Diego, CA 92101
18 (619) 595-3001; (619) 595-3000 (Fax)
19 ATTORNEYS FOR PLAINTIFFS
MARIA CONTRERAS, FORTUNATO RUIZ, KENDRICK DUKES, BARBARA CADMAN,
20 AMANI EL-JANDALI, SUNG HUNG WU, OMID BEHJOU, AND LINDA RIEDEL
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[PROPOSED] ORDER GRANTING
PRELIMINARY APPROVAL OF SETTLEMENT

1 The Joint Motion for Preliminary Approval of Class Action Settlement, came on
2 regularly for hearing on ~~October 23, 2009~~ ^{February 10, 2010}. (The Court has considered the Joint Stipulation of
3 Settlement and Release, the proposed Notice of Settlement, the proposed Claim Form, the
4 submission of counsel, and all others papers filed in this action. The matter having been
5 submitted and good cause appearing,

6
7 The Court finds as follows:

8
9 1. All defined terms contained herein shall have the same meanings as set
10 forth in the Joint Stipulation of Settlement and Release executed by the parties and filed with this
11 Court (the "Settlement");

12
13 2. Plaintiffs Maria H. Contreras, Fortunato Ruiz, Kendrick Dukes, Barbara
14 Cadman, Amani El-Jandali, Sung Hung Wu, Omid Behjou, and Linda Riedel ("Plaintiffs" or
15 "Class Representatives") and Defendant Bank of America, N.A., Bank of America Pension Plan,
16 Bank of America 401(k) Plan, and Bank of America Corporation Corporate Benefits Committee
17 ("Bank"), through their counsel of record in the Action, have reached an agreement to settle all
18 claims in the Action.

19
20 3. The proposed class satisfies the requirements of a settlement class because
21 the class members are readily ascertainable, and a well-defined community of interest exists in
22 the questions of law and fact affecting the parties. Therefore, for settlement purposes only, the
23 Court conditionally certifies the class: (a) the proposed Class is ascertainable and so numerous
24 that joinder of all members of the class is impracticable; (b) there are questions of law or fact
25 common to the proposed Class, and there is a well-defined community of interest among
26 members of the proposed Class with respect to the subject matter of the Action; (c) the claims of
27 Class Representatives Maria H. Contreras, Fortunato Ruiz, Kendrick Dukes, Barbara Cadman,
28 Amani El-Jandali, Sung Hung Wu, Omid Behjou, and Linda Riedel are typical of the claims of

1 the members of the proposed Class; (d) Class Representatives Maria H. Contreras, Fortunato
2 Ruiz, Kendrick Dukes, Barbara Cadman, Amani El-Jandali, Sung Hung Wu, Omid Behjou, and
3 Linda Riedel will fairly and adequately protect the interests of the proposed Class; (e) a class
4 action is superior to other available methods for an efficient adjudication of this controversy; and
5 (f) Class Counsel are qualified to serve as counsel for the Class Representatives in their own
6 capacities as well as their representative capacities and for the Class.

7
8 4. The Settlement is within the range of reasonableness and meets the
9 requirements for preliminary approval.

10
11 5. The moving papers have presented to the Court for review a plan to
12 provide notice to the proposed Class of the terms of the Settlement and the options facing the
13 Class including, *inter alia*: to be excluded from the Action; to be represented by counsel of their
14 choosing; to remain in the Class, and/or to be a participating claimant. The parties jointly have
15 submitted to the Court a Notice of Settlement. The Notice of Settlement will be mailed to all
16 Class Members at their last known addresses, as confirmed by the Claims Administrator through
17 a change-of-address search prior to the mailing. The notice plan proposed by the parties is the
18 best practical under the circumstances.

19
20 Good cause appearing therefor, **IT IS HEREBY ORDERED** that:

21
22 1. The Settlement is preliminarily approved and the Class is provisionally
23 certified;

24
25 2. The Court hereby approves the form of Notice of Settlement.

26
27 3. The notice of the proposed Settlement, and the rights of Class Members to
28 opt-out of the Settlement or become a claimant, shall be given by mailing of the Notice of

1 Settlement by first class, postage prepaid, to all Class Members pursuant to the applicable
2 provisions in the Settlement. The Bank shall provide the Claims Administrator with the
3 information necessary to conduct this mailing as set forth in the Settlement;

4
5 4. A hearing shall be held before this Court on September 3, 2015 ^{RBU} at 1:30
6 p.m. to consider whether the Settlement should be given final approval by the Court;

7
8 (a) Written objections by Class Members to the proposed Settlement
9 will be considered if filed with the Court and mailed to Class Counsel and counsel for the Bank
10 on or before sixty (60) days after the mailing of the Notice of Settlement;

11
12 (b) At the final approval hearing, Class Members may be heard orally
13 in support of the settlement, or in opposition to the Settlement, provided they submitted a timely
14 written objection to the Settlement;

15
16 (c) Class Counsel and counsel for the Bank should be prepared at the
17 hearing to respond to objections filed by Class Members and to provide other information as
18 appropriate, bearing on whether or not the Settlement should be approved; and

19
20 5. In the event the Settlement Effective Date occurs, all Class Members who
21 did not opt-out of the Settlement will be deemed to have forever released and discharged the

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Class Members' Released Claims as set forth in the Settlement. In the event the Settlement Effective Date does not occur for any reason whatsoever, the Settlement shall be deemed null and void and shall have no effect whatsoever.

PURSUANT TO STIPULATION, IT IS SO ORDERED.

Dated: Feb 10, 2010

Richard B. Ulmer
The Honorable Richard B. Ulmer
California Superior Court Judge

Respectfully Submitted:

DATED: October 9, 2009

By: [Signature] [Signature]
Teresa Demchak (State Bar No. 123989)
tdemchak@gdblegal.com
Laura L. Ho (State Bar No. 173179)
lho@gdblegal.com
Lin Y. Chan (State Bar No. 255027)
lchan@gdblegal.com
GOLDSTEIN, DEMCHAK, BALLER, BORGEN &
DARDARIAN
300 Lakeside Drive, Suite 1000
Oakland, CA 94612
(510) 763-9800; (510) 835-1417 (Fax)

Attorneys for Plaintiffs MARIA H. CONTRERAS,
FORTUNATO RUIZ, KENDRICK DUKES,
BARBARA CADMAN, AMANI EL-JANDALI,
SUNG HUNG WU, OMID BEHJOU, AND LINDA
RIEDEL

DATED: October 9, 2009

PAUL, HASTINGS, JANOFSKY & WALKER LLP
M. KIRBY C. WILCOX
STEPHEN P. SONNENBERG
MARIA A. AUDERO

By: [Signature]
MARIA A. AUDERO

Attorneys for Defendants
BANK OF AMERICA, N.A., BANK OF AMERICA
PENSION PLAN, BANK OF AMERICA 401(k)
PLAN, BANK OF AMERICA CORPORATION
CORPORATE BENEFITS COMMITTEE