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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF ARIZONA**

Chris Griffey, et al.,
Plaintiffs,
v.
Magellan Health Incorporated,
Defendant.

No. CV-20-01282-PHX-MTL
ORDER

Currently pending before the Court is Plaintiffs’ Chris Griffey, Bharath Maduranthgam Rayam, Laura Leather, Clara Williams, Daniel Ranson, Mitchell Flanders, and Keith Lewis (collectively “Plaintiffs”) Unopposed Motion for Preliminary Approval of the Class Action Settlement (the “Motion”) (Doc. 103).

The Court, having considered: the Motion; the parties’ Settlement Agreement dated June 20, 2023, (the “Settlement Agreement”) (*Id.* at 42–80); the proposed Claim Forms, Short Form Notices, and Long Form Notice. attached as Exhibits A-1, A-2, B-1, B-2, and C, respectively, to the Settlement Agreement (*Id.* at 81–108); the pleadings and other papers filed in this action; and the statements of counsel and the Parties, and for good cause shown:

IT IS ORDERED granting the Motion (Doc. 103).

IT IS FURTHER ORDERED as follows:

Preliminary Approval of Settlement Agreement

Unless otherwise defined herein, all capitalized terms as used in this Order shall

1 have the definitions and meanings accorded to them in the Settlement Agreement.

2 1. The Court, pursuant to 28 U.S.C. § 1332, has jurisdiction over the Litigation,
3 Plaintiffs, all Settlement Class Members, Defendant Magellan Health, Incorporated.
4 (“Magellan”), and any party to any agreement that is part of or related to the Settlement
5 Agreement.

6 2. The Court has reviewed the Motion and does hereby preliminarily find,
7 pursuant to Fed. R. Civ. P. 23(e)(1), that the Court will likely be able to approve the
8 proposed Settlement set forth in the Settlement Agreement as fair, reasonable, and adequate
9 under Fed. R. Civ. P. 23(e)(2), subject to further consideration at the Settlement Hearing
10 described below.

11 **Class Certification**

12 3. Solely for purposes of the Settlement, the Court conditionally certifies the
13 following Class pursuant to Fed. R. Civ. P. 23(a) and (b)(3) (“Settlement Class”): All
14 persons who were notified that their information may have been impacted in the Data
15 Incident.

16 The Settlement Class has two separate parts – the Claims-Made Settlement Class,
17 and the Common-Fund Settlement Class – the reflect the different information potentially
18 impacted by the Data Incident.

19 Excluded from the Settlement Class are: (i) Magellan and its respective officers and
20 directors; (ii) all Settlement Class Members who timely and validly request exclusion from
21 the Settlement Class; (iii) the Judge and/or magistrate assigned to evaluate the fairness of
22 this settlement; and (iv) any other Person found by a court of competent jurisdiction to be
23 guilty under criminal law of initiating, causing, aiding, or abetting the Data Incident or who
24 pleads nolo contendere to any such charge.

25 4. Subject to final approval of the Settlement, the Court finds and concludes for
26 settlement purposes only that the prerequisites to a class action, set forth in Fed. R. Civ. P.
27 23(a) and (b) are satisfied in that:

28 (a) the Settlement Class is so numerous that joinder of all members is

1 impracticable;

2 (b) there are questions of law or fact common to the Settlement Class;

3 (c) Plaintiffs and Class Counsel (as defined below) fairly and adequately
4 represent the Settlement Class, and Plaintiffs' interests are aligned with the interests of all
5 other members of the Settlement Class;

6 (d) the Claims of Plaintiffs are typical of those of Settlement Class Members;

7 (e) common issues predominate over any individual issues affecting the
8 members of the Settlement Class, and;

9 (f) settlement of the Litigation on a class-action basis is superior to other means
10 of resolving this matter.

11 5. The Court appoints David K. Lietz of Milberg Coleman Bryson Phillips
12 Grossman PLLC, John A. Yanchunis of Morgan & Morgan Complex Litigation Group,
13 and Elaine A. Ryan of Auer Ryan, PC as class counsel ("Class Counsel"). As Class
14 Counsel, having determined that the requirements of Rule 23(g) of the Federal Rules of
15 Civil Procedure are fully satisfied by this appointment.

16 6. The Court hereby appoints Plaintiffs Chris Griffey, Bharath Maduranthgam
17 Rayam, Laura Leather, Clara Williams, Daniel Ranson, Mitchell Flanders, and Keith Lewis
18 as the Class Representatives for settlement purposes only on behalf of the Settlement Class.

19 **Notice to Settlement Class Members**

20 7. At the hearing for Plaintiffs' Motion for Preliminary Approval of the Class
21 Action Settlement, the Court approved the Settlement Agreement, as well as the Long
22 Notice and the Short Notices, filed on June 20, 2023, attached as Exhibits B-1, B-2 and C,
23 respectively, to the Settlement Agreement, and finds that the dissemination of the
24 Settlement Notices substantially in the manner and form set forth in Section 10 of the
25 Settlement Agreement ("Notice Plan") complies fully with the requirements of Federal
26 Rule of Civil Procedure 23 and the due process of law, and is the best notice practicable
27 under the circumstances.

28 8. The Court further approves the Claim Forms, substantially similar to Exhibits

1 A-1 and A-2 to the Settlement Agreement, however, the parties shall alter the Claim Forms
2 to reflect the terms and dates set in this Order. The Claim Forms shall be available both on
3 the Settlement Website and by request.

4 9. The notice procedures described in the Notice Plan are hereby found to be
5 the best means of providing notice under the circumstances and, when completed, shall
6 constitute due and sufficient notice of the proposed Settlement and the Final Fairness
7 Hearing to all persons affected by and/or entitled to participate in the Settlement, in full
8 compliance with the notice requirements of Rule 23 of the Federal Rules of Civil Procedure
9 and due process of law.

10 10. The Court hereby orders that, within fourteen (14) days of the entry of this
11 Order, Magellan shall provide the Settlement Administrator with the name and last known
12 physical address of each Settlement Class Member that Magellan possesses.

13 11. No later than forty-five (45) days from the date of this Order preliminarily
14 approving the Settlement Agreement, the Settlement Administrator shall send the Short
15 Notices to each Settlement Class Member through mailing the Short Form Notices via U.S.
16 Mail, first-class; and shall publish the Long Notice on the Settlement Website as stated in
17 the proposed Notice Plan.¹ All mailings and remailings to any Settlement Class Members
18 shall be completed (60) days from the date of this Order preliminarily approving the
19 Settlement Agreement.

20 12. Once the Notice Plan has been completed, Class Counsel, shall within five
21 calendar days, file a notice with either an appropriate affidavit or declaration from the
22 Claims Administrator regarding the Notice Plan's compliance and completion. The date of
23 this filing shall constitute the Notice Commencement Date.

24 13. All costs incurred in disseminating or otherwise in connection with the
25 Settlement Notice shall be paid by Magellan pursuant to the Settlement Agreement.

26 14. The Settlement Notices and Claim Form satisfy the requirements of due
27 process and of Rule 23(e) of the Federal Rules of Civil Procedure and are thus approved

28 ¹ Class Counsel shall, within 60 days of this Order, submit a notice to the Court with the Settlement Website.

1 for dissemination to the Settlement Class. The Claim Forms shall be made available to the
2 Settlement Class Members as set forth in the Notice Plan and shall be made available to
3 any potential Class Member that requests one.

4 **Attorneys' Fees, Costs, and Service Awards**

5 15. The Settlement provides that, as part of the Settlement, the Court shall
6 determine the amount of any award of attorneys' fees, costs, and service awards. Pursuant
7 to the Settlement, Plaintiffs shall file their motion requesting attorneys' fees, costs, and
8 service awards within 46 days after the Notice Date. Magellan has retained any and all
9 rights to oppose any such filed motions on all available grounds related to the amount of
10 the attorneys' fees, costs, and/or service awards.

11 **Final Fairness Hearing**

12 16. Settlement Class Members may opt-out or object up to sixty (60) days from
13 the Notice Commencement Date (the "Opt-Out Deadline").

14 17. Any member of the Settlement Class Members who wish to be excluded
15 ("opt-out") from the Settlement Class must send a written request to the designated Post
16 Office box established by the Claims Administrator postmarked on or before the Opt-Out
17 Deadline.² Members of the Settlement Class may not opt-out of the Settlement by
18 submitting requests to opt-out as a group or class, but must in each instance individually
19 and personally submit an opt-out request. All Settlement Class Members who opt-out of
20 the Settlement will not be eligible to receive any benefits under the Settlement, will not be
21 bound by any further orders or judgments entered for or against the Settlement Class, and
22 will preserve their ability to independently pursue any claims they may have against
23 Magellan.

24 18. Any member of the Settlement Class Members who does not properly and
25 timely opt-out of the Settlement shall, upon entry of the Order and Final Judgment, be
26 bound by all the terms and provisions of the Settlement Agreement and Released Claims,
27 whether or not such Settlement Class Member objected to the Settlement and whether or

28 ² Class Counsel shall file with this Court a notice detailing the Post Office box address
within five (5) days of the Notice Commencement Date.

1 not such Settlement Class Member received consideration under the Settlement
2 Agreement.

3 19. The Court adopts the following schedule for the remaining events in this
4 case, which ensures that the appropriate state and federal officials are served with the
5 notification required by the Class Action Fairness Act:

Event	Date
Settlement Administrator to Provide CAFA Notice Required by 28 U.S.C. § 1715(b)	Within 10 days after the filing of this Motion
Magellan to Provide Contact Information for Settlement Class Members to Settlement Administrator	Within 14 days after Entry of Preliminary Approval Order
Notice Program Commences (Notice Date)	45 days after entry of Preliminary Approval Order
Notice Program Concludes	60 days after entry of Preliminary Approval Order
Compliance with CAFA Waiting Period under 28 U.S.C. § 1715(d)	90 days after the Appropriate Governmental Officials are Served with CAFA Notice
Deadline to file Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards	46 days after the Notice Date
Deadline for Magellan to file Response in Opposition to Plaintiffs' Motion for Attorneys' Fees, Expenses, and Service Awards	21 days after Plaintiffs file their Motion for Attorneys' Fees, Expenses, and Service Awards
Postmark Deadline for Request for Exclusion ("Opt-Out") or Objections	60 days after the Notice Date
Postmark/Filing Deadline for Filing Claims	90 days after the Notice Date
Deadline to file Motion for Final Approval of the Settlement Agreement	No later than 14 days prior to the Final Fairness Hearing
Deadline for Plaintiffs to File any Response to Objections or Supplement to Motion for Final Approval	No later than 7 days prior to the Final Fairness Hearing
Deadline for Settlement Administrator to File or Cause to be Filed, if Necessary, a Supplemental Declaration with the Court	No later than 3 days prior to the Final Fairness Hearing
Final Fairness Hearing	February 8, 2024, at 9:30 a.m.

1 20. A hearing on the Settlement (the “Final Fairness Hearing”) shall be held on
2 February 8, 2024, at 9:30 a.m. (Arizona time) in Courtroom 504, Sandra Day O’Connor
3 U.S. Federal Courthouse, 401 W. Washington St., Phoenix, Arizona 85003 before Judge
4 Michael T. Liburdi.

5 21. At the Final Fairness Hearing, the Court will consider (a) the fairness,
6 reasonableness, and adequacy of the proposed class Settlement and whether the Settlement
7 should be granted final approval by the Court; (b) dismissal with prejudice of the
8 Litigation; (c) entry of an order including the release of claims and release of Magellan;
9 (d) entry of a final approval order; and (e) entry of final judgment in this Litigation.
10 Proposed Class Counsel’s application for award of attorney’s fees and expenses, and
11 requests for the Court to award a service award to the named Plaintiffs, shall also be heard
12 at the time of the hearing.

13 22. The date and time of the Final Fairness Hearing shall be subject to
14 adjournment by the Court without further notice to the members of the Settlement Class,
15 other than that which may be posted by the Court. Should the Court adjourn the date for
16 the Final Fairness Hearing, that shall not alter the deadlines for mailing and publication of
17 notice, the Opt-Out Deadline, or the deadlines for submissions of settlement objections,
18 claims, and notices of intention to appear at the Final Fairness Hearing unless those dates
19 are explicitly changed by subsequent Order.

20 23. Any person or entity who or which does not elect to be excluded from the
21 Settlement Class may, but need not, enter an appearance through their own attorney.
22 Settlement Class Members who do not timely object or opt-out and that do not have an
23 attorney who enter an appearance on their behalf will be represented by Class Counsel.

24 24. Any person or entity that does not elect to be excluded from the Settlement
25 Class may object to the proposed Settlement. Any Settlement Class Member may object
26 to, among other things, (a) the proposed Settlement, (b) entry of Final Approval Order and
27 the judgment approving the Settlement, (c) Proposed Class Counsel’s Application for fees
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1 and expenses, or (d) the service award request, so long as such objection has been hand-
2 delivered to sent by mail, postmarked no later than January 25, 2024, to:

3 Clerk of the Court
4 Griffey, et al., v. Magellan Health, Inc.
5 No. CV-20-001282-PHX-MTL consolidated with No. CV-20-01350-PHX-MTL
6 United States District Court District
7 for the District of Arizona
8 Sandra Day O'Connor U.S. Courthouse,
9 401 West Washington Street,
10 Phoenix, AZ 85003

11 with copies to (1) Class Counsel at David. K. Lietz, c/o Milberg Coleman Bryson Phillips
12 Grossman, 5335 Wisconsin Ave. NW. Ste. 440 Washington, DC 20015 and (2) Magellan's
13 counsel at Keeley Onna Cronin, c/o Baker & Hostetler LLP, 1801 California St., Ste. 4400,
14 Denver, CO 80202. If replies are necessary, they shall be filed and served no later than
15 February 1, 2024.

16 25. Any Settlement Class Member making the objection (an "Objector") must
17 submit the objection in writing and include all the following information: a) the objector's
18 full name and address; b) the case name and docket number: *Griffey v. Magellan Health,*
19 *Inc.*, Case No. CV-20-01282-PHX-MTL; c) a written statement of all grounds for the
20 objection, including whether the objection applies only to the objector, to a subset of the
21 Settlement Class, or to the entire Settlement Class, accompanied by any legal support for
22 the objection the objector believes applicable; d) the identity of any and all counsel
23 representing the objector in connection with the objection (if none, please state this); e) a
24 statement whether the objector and/or his or her counsel will appear at the Final Fairness
25 Hearing; and f) the objector's signature or the signature of the objector's duly authorized
26 attorney or other duly authorized representative (if any) representing him or her in
27 connection with the objection.

28 26. Only Settlement Class Members who have filed and served valid and timely
29 notices of objection shall be entitled to be heard at the Final Fairness Hearing. Any
30 Settlement Class Member who does not timely mail or file and serve an objection in writing

1 in accordance with the procedure set forth in the Class Notice and mandated in this Order
2 shall be deemed to have waived any objection to (a) the Settlement; (b) the Released Claims
3 and Released Parties; (c) entry of Final Approval Order or any judgment; (d) Proposed
4 Class Counsel’s application for fees, costs, and expenses, and/or (e) the service award
5 request for the named Plaintiffs, whether by appeal, collateral attack, or otherwise.

6 27. Settlement Class Members need not appear at the hearing or take any other
7 action to indicate their approval.

8 28. Upon entry of the Order and Final Judgment, all members of the Settlement
9 Class who have not personally and timely requested to be excluded from the Settlement
10 Class will be enjoined from proceeding against Magellan with respect to all of the Released
11 Claims and the Released Parties.

12 29. The Settlement Administrator shall prepare and send all notices that are
13 required by the Class Action Fairness Act of 2005 (“CAFA”) as specified in 28 U.S.C.
14 1715. Class Counsel and Counsel for Magellan shall cooperate promptly and fully in the
15 preparation of such notices, including providing Magellan with any and all information in
16 their possession necessary for the preparation of these notices. Magellan shall provide
17 courtesy copies of the notices to Proposed Class Counsel for the purpose of implementing
18 the settlement. Magellan shall provide notice to Class Counsel of compliance with the
19 CAFA requirements within ten (10) days of providing notice to Attorneys General under
20 CAFA.

21 **Administration of the Settlement**

22 30. The Court hereby appoints the settlement administrator proposed by the
23 parties, Kroll Settlement Administration LLC (the “Settlement Administrator”).
24 Responsibilities of the Settlement Administrator shall include: (a) establishing a post office
25 box for purposes of communicating with Settlement Class Members; (b) disseminating
26 notice to the Settlement Class; (c) developing a web site to enable Settlement Class
27 Members to access documents; (d) accepting and maintaining documents sent from
28 Settlement Class Members relating to claims administration; (e) administering the

1 Qualified Settlement Fund, and; (f) distributing settlement benefits to Settlement Class
2 Members. Pursuant to the Settlement Agreement, the Settlement Administrator and costs
3 of administration shall be paid by Magellan, subject to the \$2,250,000 Claims-Made
4 Benefits cap.

5 31. In the event the Settlement Agreement and the proposed settlement are
6 terminated in accordance with the applicable provisions of the Settlement Agreement, the
7 Settlement Agreement, the proposed Settlement, and all related proceedings shall, except
8 as expressly provided to the contrary in the Settlement Agreement, become null and void,
9 shall have no further force and effect, and Settlement Class Members shall retain all of
10 their current rights to assert any and all claims against Magellan, and shall retain any and
11 all of their current defenses and arguments thereto (including but not limited to arguments
12 that the requirements of Fed. R. Civ. P. 23(a) and (b)(3) are not satisfied for purposes of
13 continued litigation. The Litigation shall thereupon revert forthwith to its respective
14 procedural and substantive status prior to the date of execution of the Settlement
15 Agreement and shall proceed as if the Settlement Agreement and all other related orders
16 and papers had not been executed.

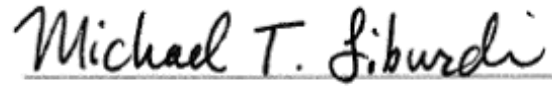
17 32. Neither this Order nor the Settlement Agreement nor any other settlement-
18 related document nor anything contained herein or therein or contemplated hereby or
19 thereby nor any proceedings undertaken in accordance with the terms set forth in the
20 Settlement Agreement or herein or in any other settlement-related document, shall
21 constitute, be construed as or be deemed to be evidence of or an admission or concession
22 by Magellan as to the validity of any claim that has been or could have been asserted against
23 it or as to any liability by it as to any matter set forth in this Order, or as to the propriety of
24 class certification for any purposes other than for purposes of the current proposed
25 settlement.

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Dated this 9th day of August, 2023.



Michael T. Liburdi
United States District Judge