

STATE OF MINNESOTA

DISTRICT COURT

COUNTY OF HENNEPIN

FOURTH JUDICIAL DISTRICT

In re: Syngenta Litigation and
Syngenta Class Action Litigation

Case Type: Civil Other
Honorable Laurie J. Miller

This Document Relates to:
**INDIVIDUAL CLAIMS
CLASS ACTION**

Court File Nos.: 27-CV-15-3785 and
27-CV-15-12625

**DECLARATION OF LEWIS A. REMELE, JR. IN SUPPORT OF MINNESOTA
CO-LEAD COUNSEL'S SUPPLEMENT TO THE JOINT MOTION FOR APPROVAL
OF COMMON BENEFIT AWARDS**

I, Lewis A. Remele, Jr., declare and state as follows:

1. I am a shareholder at the law firm of Bassford Remele, P.A. ("Bassford"), and am duly authorized by the owners, managers, or board of directors of the firm to make this declaration on its behalf.

2. I submit this declaration in support of my firm's contribution to Minnesota Co-Lead Counsel's Joint Motion for Approval of Common Benefit Awards (the "Motion"). I have personal knowledge of the matters set forth in this declaration, and, if called as a witness, could and would testify competently thereto.

3. Attached as Exhibit A to this Declaration is the Court-Ordered supplemental spreadsheet required by the MDL Court's July 18, 2018 Order Regarding Attorney Fee Submissions (the "Supplementation Order"). ECF 3613.

4. In order to complete the spreadsheet attached as Exhibit A, my firm reviewed our time and expenses in this case and re-categorized our time and expenses in the manner required by the Supplementation Order.

5. Notably, and by way of background, in September 2015, after my appointment as Co-Lead Counsel for the Minnesota Individual Plaintiffs, my firm undertook to design a mechanism whereby time and expense reports could be submitted from the numerous law firms having cases filed in Minnesota through a central firm – Bassford. In fact, as part of the Common Benefit Order entered in this case, Judge Sipkins directed that all firms performing Common Benefit Work would submit reports of their incurred time and expenses to Bassford on a monthly basis. *See Minnesota Common Benefit Order*, pg. 8.

6. To achieve that purpose, my firm constructed a form template that contained various categories of both time and expenses, intended to streamline the process of measuring the time and expenses incurred with respect to certain tasks relevant to the Minnesota litigation. The time and expense codes utilized as part of this effort are as follows:

<i>Category of Work Performed (Task Code)</i>
A01. Lead and/or Liaison Calls/Meetings
A02. Plaintiffs' Executive Committee Calls/Meetings
A03. Lead/Liaison Duties
A04. Administration
A05. Pleadings/Briefs, Pretrial Motions, Legal
A06. Court Appearance
A07. Research
A08. Discovery
A09. Document Review
A10. Litigation Strategy & Analysis
A11. Deposition: Prep/Take/Defend
A12. Experts/Consultants
A13. Settlement
A14. Trial Prep/Bellwether
A15. Trial
A16. Appeal
A17. Miscellaneous (Describe)

<i>Nature of Expense (Task Code)</i>
E01. Assessment Fees
E02. Federal Express / Local Courier, etc.
E03. Postage Charges
E04. Facsimile Charges
E05. Long Distance Telephone
E06. In-House Photocopying
E07. Outside Photocopying
E08. Hotels
E09. Meals
E10. Mileage
E11. Air Travel
E12. Deposition Costs/Expert Witness/Other
E13. Lexis/Westlaw
E14. Court Fees
E15. Witness / Expert Fees
E16. Investigation Fees / Service Fees
E17. Transcripts
E18. Ground Transportation (<i>i.e.</i> Rental)
E19. Miscellaneous (Describe)

7. These task codes were further discussed at length with Special Master Van de North as part of the preparation of the Order Establishing Common Benefit Rules (the “Rules Order”), which was adopted by the Minnesota Court on August 5, 2016 (a year after the initial leadership order).

8. Both prior to and subsequent to the Rules Order (dating back to September 2015), myriad firms in the Minnesota litigation (including, but not limited to all of the PEC firms) began and continued to submit monthly time and expense reports to Bassford for review – which contained the relevant time and expenses incurred by each firm, and were organized by the categories created by my firm to streamline this ultimate evaluation process.

9. After the Preliminary Settlement Approval Order was entered in the MDL, the Minnesota Co-Lead Counsel engaged in the audit process outlined as part of Minnesota Co-Lead Counsel’s Joint Motion for Approval of Common Benefit Awards (the “Fee Petition”) and supporting declaration of Daniel E. Gustafson. During that review, members of Bassford and the other Co-Lead Counsel firms in the Minnesota litigation reviewed the aggregate time and expense records for hundreds of law firms. *See Gustafson Declaration at ¶¶ 62-70*

10. Nonetheless, after undertaking to categorize this time for years, the Supplementation Order required completely different categories of time and expenses, necessitating numerous hours of work from submitting law firms, and resulting in the categorization of thousands of time and expense line entries that do not fit well within the parameters of Exhibit A to the Supplementation Order.

11. My firm had to review more than 11,000 time entries related to its supplemental submission to attempt to reconfigure such prior designations, and had a high degree of success in that respect. However, there are certain categories of attorney time that do not fit cleanly into the

categories outlined by the Court in Exhibit A to the Supplementation Order, and were thus included in the “Other” category.

12. Within that “Other” category, Bassford created six subcategories: Pre-Leadership Appointment Litigation Strategy; JPML / Remand Motion Practice and Analysis; Lead Counsel Duties; Fee/Expense Analysis; Coordination Work; and Trial Strategy.

13. Within the subcategory “Pre-Leadership Appointment Litigation Strategy,” we generally included time spent performing the following tasks: strategy conferences with various attorneys regarding consolidation; initial drafting and analysis related to common benefit issues and cooperation with various groups of counsel to create a unified leadership group and a workable MDL structure, among others.

14. Within the subcategory “JPML / Remand Motion Practice and Analysis,” we generally included time spent performing the following tasks: research and analysis regarding Syngenta’s removal of cases from Minnesota state court based on the purported application of the “federal common law of foreign relations.” As noted in our initial memorandum of law regarding the allocation of fees, Bassford attorneys worked closely with the Kansas leadership on the remand issue, and I sat at counsel table during this Court’s hearing on the Motion to Remand. Bassford was heavily involved in all aspects of the remand process, including briefing the issue in the United States District Court for the District of Minnesota, the Judicial Panel on Multidistrict Litigation, and working closely with the Kansas Co-Leads to brief and argue the issue before this Court.

15. Within the subcategory “Lead Counsel Duties,” we generally included time spent performing the following tasks: communicating and strategizing with other Co-Lead Counsel and PEC members with respect to litigation strategy; responding to communications from law

firms nationwide inquiring regarding case status and progress on various legal issues; conducting weekly calls with the PEC to ensure a cooperative and inclusive approach to the litigation; attending various status conferences with the Court and special masters related to important litigation topics such as bellwether selection and common benefit protocols, and other tasks that were necessary due to our appointment as Co-Lead Counsel to the Minnesota litigation.

16. Within the subcategory “Fee/Expense Analysis,” we generally included time spent performing the following tasks: reviewing the monthly time and expense submissions received from various law firms around the country in concert with the directive of Judge Sipkins in the Minnesota Common Benefit Order; managing and communicating the assessment process necessary to obtain funds to pursue this litigation; review and payment of expert and other litigation expenses as the Co-Lead Counsel tasked with administering and overseeing the common benefit expenses of the Minnesota case; and conducting the audit as a member and supervisor of the audit committee created by Co-Lead Counsel and tasked with measuring and evaluating the aggregate time and expenses submitted in the case, among others.

17. Within the subcategory “Coordination Work,” we generally included time spent performing the following tasks: analysis and drafting related to the Joint Prosecution Agreement; communications with the leadership of the other cases participating in the coordinated Syngenta litigation in Kansas and Louisiana regarding various issues including litigation strategy, expert development, expert sharing agreements, and briefing – all for the ultimate benefit of the nationwide settlement class.

18. Within the subcategory “Trial Strategy,” we generally included time spent performing the following tasks: consulting with Co-Lead Counsel and PEC firms regarding jury selection issues, motions in limine, and overall trial strategy; coordination of resources to ensure

attendance and testimony of various witnesses; preparation of such witnesses for testimony at trial; review and analysis of mountains of evidence obtained in discovery for purposes of streamlining trial presentations; development and execution of multiple jury research projects and mock arguments; and development of trial strategy; among others.

19. We have done our best to properly and accurately contextualize the tasks undertaken by Bassford along the lines and in the timeframe required by the Supplementation Order.

20. To that end, in the “Approved Common Benefit Work” column, I included only such time entries that were approved by Co-Lead Counsel through its audit process and submitted as Common Benefit time at Exhibit 14 to Mr. Gustafson’s Declaration in support of the Fee Petition.

21. I included any other work that was either not previously submitted as common benefit time or that was rejected by the Co-Lead Counsel Audit Committee as part of their audit with the appropriate category designation, but in the column marked “Other Work.”

22. With respect to the time not previously submitted, at the beginning of the case, prior to our appointment by Judge Sipkins as Co-Lead Counsel for the individual plaintiffs in Minnesota on August 5, 2015, my firm undertook a great deal of labor related to coordinating with the Kansas Co-Lead Counsel to negotiate and execute the Joint Prosecution Agreement that set the framework for the coordinated litigation of the parallel Minnesota and Kansas cases. Further, as noted above, Bassford attorneys worked closely with the Kansas Co-Lead Counsel to obtain the remand of cases removed from Minnesota state court by Syngenta at the outset of this litigation.

23. Also, with respect to the time not previously submitted, after April 30, 2018, my firm performed important work for the common benefit of all Minnesota Plaintiffs in our capacity as Minnesota Individual Co-Lead Counsel, including, but not limited to conducting the audit of Minnesota time and expenses and preparing the Co-Lead Counsel fee petition. These tasks were extremely time-consuming and required great attention to detail, which we performed thoroughly and diligently on behalf of all Minnesota Individual Plaintiffs.

24. I can confirm that all the time submitted in this Exhibit A was undertaken by members of my firm at my direction. I believe that the time information submitted on behalf of my firm in the attached Exhibit A is accurate and complies with the MDL Court's July 18, 2018 Order.

25. In addition, I included only expenses that were approved by the Co-Lead counsel through its audit process and was submitted as Common Benefit expenses in my July 10, 2018 Declaration in support of the Fee Petition. I did not include any other expenses on the spreadsheet attached as Exhibit A.

26. An identical copy of Exhibit A hereto is also appended to the supplemental filing of Minnesota Co-Lead Counsel to be filed today. Bassford does not intend to duplicate its claim and only seeks to set forth additional information for the Court's information and to authenticate such records.

27. My firm's listed expenses pertaining to this case are contemporaneously prepared from receipts, expense vouchers, check and credit card records, and other documents and are an accurate record of such expenses.

28. The expense information submitted on behalf of my firm in the attached Exhibit A is accurate and complies with the Supplementation Order.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on this 3rd day of August, 2018 in Hennepin County, Minnesota.

s/ Lewis A. Remele, Jr.
Lewis A. Remele, Jr.

In re: Syngenta Litigation
Court File No. 27-CV-15-3785
Hon. Laurie J. Miller

EXHIBIT A

LEGAL FEES TASK PERFORMED	TIMEKEEPER	Approved Common Benefit Work		Other Work		Notes
		Hours	Fees	Hours	Fees	
Complaint drafting	Attorneys	117.50	\$67,036.50	27.10	\$13,935.00	
	Contract Attorneys					
	Non-attorneys	0.10	\$20.00			
Dispositive motion briefing/argument	Attorneys	2013.60	\$1,036,629.00	16.70	\$10,192.00	
	Contract Attorneys					
	Non-attorneys	68.90	\$13,780.00	3.40	\$680.00	
Class certification motion briefing and argument	Attorneys	133.60	\$98,030.00			
	Contract Attorneys					
	Non-attorneys					
DISCOVERY, DEPOSITIONS, DOC REVIEW						
Plaintiff fact sheet preparation/review	Attorneys	34.00	\$17,715.50	4.60	\$3,322.50	
	Contract Attorneys					
	Non-attorneys	102.50	\$20,500.00	0.30	\$60.00	
Paper discovery (Syngenta and third parties)	Attorneys	181.30	\$135,584.50	17.50	\$7,664.50	
	Contract Attorneys					
	Non-attorneys	0.40	\$80.00			
Paper discovery against plaintiffs	Attorneys	1343.40	\$726,208.50	1.50	\$1,050.00	
	Contract Attorneys					
	Non-attorneys	137.90	\$28,135.00			
Discovery motion practice and communications with	Attorneys	269.80	\$172,480.50	2.10	\$1,890.00	
	Contract Attorneys					
	Non-attorneys	4.50	\$900.00			
Fact depositions (Syngenta and third parties)	Attorneys	778.30	\$438,587.50	11.00	\$9,900.00	
	Contract Attorneys					
	Non-attorneys	11.10	\$2,220.00			
Defend fact depositions (of plaintiffs)	Attorneys	667.10	\$354,859.00			
	Contract Attorneys					
	Non-attorneys	16.60	\$3,320.00			
Discovery file management	Attorneys	2.20	\$1,042.50			
	Contract Attorneys					
	Non-attorneys	4.70	\$940.00	1.50	\$300.00	

MOTIONS						
Plaintiffs' expert witness work (including development of report,	Attorneys	773.00	\$488,242.00	2.50	\$2,250.00	
	Contract Attorneys					
	Non-attorneys					
Defendant expert witness work (depositions)	Attorneys	36.80	\$27,358.50			
	Contract Attorneys					
	Non-attorneys					
Daubert motion practice (plaintiff experts)	Attorneys	88.00	\$50,017.50			
	Contract Attorneys					
	Non-attorneys					
Daubert motion practice (defense experts)	Attorneys	91.00	\$65,401.50			
	Contract Attorneys					
	Non-attorneys	0.50	\$100.00			
AND POST TRIAL						
Motions in limine	Attorneys	74.10	\$42,733.50			
	Contract Attorneys					
	Non-attorneys					
Trial (presenting witnesses and argument)	Attorneys	301.90	\$160,133.00			
	Contract Attorneys					
	Non-attorneys	0.80	\$160.00			
Trial briefing and jury instructions	Attorneys	415.70	\$253,064.50			
	Contract Attorneys					
	Non-attorneys	23.50	\$4,700.00			
Other pretrial motion practice	Attorneys	1564.70	\$940,852.50	2.00	\$1,800.00	
	Contract Attorneys					
	Non-attorneys	61.80	\$12,360.00			
Post-trial briefing	Attorneys	1.60	\$673.50			
	Contract Attorneys					
	Non-attorneys					
SETTLEMENT ADMINISTRATION						
Pre-settlement communication with clients	Attorneys	4.70	\$2,473.50	19.50	\$13,283.50	
	Contract Attorneys					
	Non-attorneys					

Settlement negotiations	Attorneys	247.70	\$212,560.00	1.20	\$668.00	
	Contract Attorneys					
	Non-attorneys					
Assisting clients in perfecting claims in settlement	Attorneys	0.20	\$77.00	30.40	\$17,974.00	
	Contract Attorneys					
	Non-attorneys					
Preparation of fee petition	Attorneys	2.70	\$1,430.00	322.10	\$160,728.00	
	Contract Attorneys					
	Non-attorneys			45.20	\$9,102.50	
ADMINISTRATIVE						
Administrative work as court-appointed leadership	Attorneys	1.40	\$654.00	0.40	\$200.00	
	Contract Attorneys					
	Non-attorneys	0.20	\$40.00	175.70	\$35,140.00	
OTHER (describe in Notes)						
	Attorneys	2424.90	\$1,629,216.50	1098.90	\$599,604.50	Coordination Work; Fee/Expense Analysis; JPML / Remand Motion Practice and Analysis; Lead Counsel Duties; Lead Counsel Duties; Litigation Strategy; Pre-Leadership Appointment Litigation Strategy; Trial Strategy
	Contract Attorneys					
	Non-attorneys	300.80	\$60,160.00	214.10	\$42,894.00	

TOTALS

12303.50	\$7,070,476.00	1997.70	\$932,638.50
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EXPENSES PAID	Amount	Notes
Common Benefit Assessment Fees	\$970,000.00	
Postage	\$153.95	
Photocopying	\$4,786.50	
Hotels	\$6,443.67	
Meals	\$22,787.50	
Mileage		
Air Travel	\$12,465.31	
Court Fees	\$1,378.00	
Transcript Fees	\$1,882.39	
Groud Transportation		
Expert/Consulting Fees Not Included in Common Benefit	\$728.40	
Special Master Fees		
Miscellaneous (Describe)	\$14,800.90	Discovery-related software charges (Dropbox, etc.); staffing expenses for PFS compliance project (non-billing contract employees).

TOTAL	\$1,035,426.62	
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