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10
11 *Co-Lead Plaintiffs' Counsel*

12 UNITED STATES DISTRICT COURT
 13 NORTHERN DISTRICT OF CALIFORNIA
 14 SAN JOSE DIVISION

15 IN RE ANIMATION WORKERS ANTITRUST
16 LITIGATION

No. 14-CV-4062 LHK

17 DECLARATION OF DANIEL A. SMALL
18 IN SUPPORT OF PLAINTIFFS' MOTION
19 FOR ATTORNEYS' FEES, EXPENSES,
AND SERVICE AWARDS

20 THIS DOCUMENT RELATES TO:
 21 ALL ACTIONS

Date: May 18, 2017
 Time: 1:30 p.m.
 Courtroom: Room 8, 4th Floor
 Judge: The Honorable Lucy H. Koh

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1 I, DANIEL A. SMALL, declare as follows:

2 1. I am an attorney duly licensed to practice before all of courts of the District of
3 Columbia and the State of Maryland and have been admitted to appear in this case *pro hac vice*. I
4 am a partner with the law firm of Cohen Milstein Sellers & Toll PLLC, counsel of record for
5 plaintiff Robert A. Nitsch, Jr. and Co-Lead Class Counsel in the above-entitled action. Based on
6 personal knowledge and review of firm records, if called upon, I could and would competently
7 testify thereto.

8 **I. EXPERIENCE AND QUALIFICATIONS OF COHEN MILSTEIN ATTORNEYS**

9 2. For over 45 years, Cohen Milstein has litigated some of the nation's most complex
10 class cases and has recovered billions of dollars in damages for injured plaintiffs. With over 90
11 lawyers and offices in Washington, D.C. and six other cities, Cohen Milstein is one of the largest,
12 most successful, and most respected plaintiffs' class action firms in the country. Notable recent
13 successes as lead or co-lead counsel include negotiating an \$835 million settlement with Dow
14 Chemical after convincing a jury to award the largest price-fixing verdict in U.S. history (more than
15 \$1 billion after trebling) in *In re Urethane Antitrust Litigation*, Civ. No. 04-1616 (D. Kan.);
16 achieving \$566 million in settlements in *In re Electronic Books Antitrust Litigation*, Civ. No. 11-md-
17 02293 (S.D.N.Y.) (nearly twice the damages suffered by the class); and recovering over \$1.5 billion
18 in settlements in residential mortgage-backed securities class actions.

19 3. *The Trial Lawyer* has named Cohen Milstein as one of "America's 25 Most
20 Influential Law Firms," the firm has been ranked by *Legal 500* as a "Leading Plaintiff Class Action
21 Antitrust Firm" for the past eight years, and *Law360* has named it one of the "Most Feared Plaintiff's
22 Firms" for the past three years. The *National Law Journal* has repeatedly selected the firm to its
23 Plaintiffs' Hot List, including for 2015 and 2016, and *Law360* named Cohen Milstein a "Competition
24 Group of the Year" in 2014 – the first time the publication ever included a plaintiff-side firm
25 amongst its honorees – as well as a "Class Action Group of the Year" in 2015.

26 4. The four primary attorneys who have worked on this case for Cohen Milstein are
27 Daniel Small, Brent Johnson, Jeff Dubner and Daniel Silverman. Other attorneys are also listed
28 below.

1 5. **Daniel Small:** Mr. Small was chair or co-chair of the firm’s Antitrust Practice Group
2 for over 6 years and is now a member of the firm’s executive committee. He has been lead or co-lead
3 counsel in numerous antitrust cases over the last 28 years, and has recovered hundreds of millions of
4 dollars for class members injured by antitrust violations. He has tried cases to verdict before juries
5 and has argued cases in several appellate courts, including the United States Supreme Court. Mr.
6 Small has been named a Washington, D.C. “Super Lawyer” for antitrust litigation and a national
7 antitrust “Litigation Star” by Benchmark Plaintiff, and is listed in *Global Competition Review’s*
8 *Who’s Who of Competition Lawyers & Economists* as one of the world’s leading competition
9 lawyers.

10 6. **Brent Johnson:** Mr. Johnson has over a decade of experience in complex antitrust
11 litigation and class actions, many of which have involved price-fixing conspiracies. Mr. Johnson
12 investigated and filed the first case that became *In re Domestic Drywall Antitrust Litigation*, No. 13-
13 md-2437 (E.D. Pa.). He serves as part of the co-lead counsel team representing drywall purchasers
14 in a price-fixing case against drywall manufacturers. He also served as part of the lead counsel team
15 in *Allen v. Dairy Farmers of America* where he represented Northeast dairy farmers challenging the
16 anti-competitive practices of the region’s largest cooperative and processor. Prior to joining Cohen
17 Milstein, Mr. Johnson practiced at Latham & Watkins LLP for six years, where he focused on
18 antitrust litigation.

19 7. **Jeffrey B. Dubner:** Mr. Dubner also has extensive experience in complex antitrust
20 class litigation. Among other cases, he served as lead associate in *In re Electronic Books Antitrust*
21 *Litigation*, No. 11-md-2293 (S.D.N.Y.). He was recently named a “Rising Star” by in Washington,
22 D.C. by *Super Lawyers*. Prior to joining Cohen Milstein in 2012, Mr. Dubner served as a law clerk to
23 the Hon. Guido Calabresi of the United States Court of Appeals for the Second Circuit and the Hon.
24 John G. Koeltl of the United States District Court for the Southern District of New York.

25 8. **Daniel Silverman:** Mr. Silverman also has significant experience in complex
26 antitrust litigation, with particular expertise in economic analysis. Prior to joining Cohen Milstein, he
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1 served as the Executive Director of Legal Economics, LLC, a firm specializing in the analysis of
2 complex economic issues arising in legal cases, where he supported expert economic testimony in a
3 variety of antitrust matters. Mr. Silverman graduated *magna cum laude* from Harvard Law School in
4 June 2010.

5 9. **Manuel Dominguez:** Mr. Dominguez has litigated complex antitrust, securities and
6 consumer class actions for over 15 years, serving as lead counsel and handling numerous high-
7 profile cases. He currently represents plaintiffs as lead counsel or in the co-lead counsel team in
8 antitrust litigation involving alleged price-fixing and other anti-competitive conduct in truck
9 transmissions, auto parts, and financial industries. Mr. Dominguez is nationally recognized for his
10 expertise in electronic discovery management, has presented on the impact of the new e-discovery
11 amendments to the Federal Rules of Civil Procedure, and participated in The Sedona Conference
12 Working Group. Mr. Dominguez served as the Chair for the Antitrust, Franchise & Trade Regulation
13 Committee of the Florida Bar's Business Law Section.

14 10. **George F. Farah:** George F. Farah joined Cohen Milstein in 2005 and is a member of
15 the Antitrust and Human Rights practice groups. He has represented classes in *In re Hydrogen*
16 *Peroxide Antitrust Litigation* (E.D. Pa.), *In re OSB Antitrust Litigation* (E.D. Pa.), *In re Publication*
17 *Paper Antitrust Litigation* (D. Ct.) and *Carlin, et al. v. DairyAmerica, et al.* (E.D. Ca.). Mr. Farah is
18 a graduate of Harvard Law School (J.D., 2005), and Princeton University (B.A., Woodrow Wilson
19 School of Public and International Affairs, 2000).

20 11. **Matthew W. Ruan:** Matthew W. Ruan has extensive experience in complex antitrust
21 class litigation. Prior to joining Cohen Milstein in 2013, he practiced at leading firms in San
22 Francisco and Minneapolis, litigating antitrust and securities class actions. He graduated from the
23 University of Chicago in 2000 and the University of Michigan Law School in 2003, where he was an
24 editor of the Michigan Journal of International Law and served as judicial extern to the Honorable
25 Blanche M. Manning, U.S. District Judge, Northern District of Illinois.

26 12. **Hiba Hafiz:** Hiba Hafiz worked at Cohen Milstein as an associate and represented
27 plaintiffs in antitrust matters in various industries, including chemical industries. She was a key
28 member of the co-counsel team that brought the first pay-for-delay class action to trial following the

1 Supreme Court's decision in *FTC v. Actavis*, 133 S. Ct. 2223 (2013). She served as lead associate in
2 *Cung Le v. Zuffa, LLC*, Civ. No. 15-1045 (D. Nev.), and worked on *In re Electronic Books Antitrust*
3 *Litigation*, Civ. No. 11-md-2293 (S.D.N.Y.). Prior to joining Cohen Milstein, she served as law clerk
4 to the Honorable José L. Linares of the United States District Court for the District of New Jersey
5 and to the Honorable Juan R. Torruella of the United States Court of Appeals for the First Circuit.

6 13. **Alicia Gutierrez:** Alicia Gutierrez has worked at Cohen Milstein since 2014 and has
7 significant experience in complex antitrust class litigation. Among other cases, she has worked on
8 *Wallach v. Eaton Corporation*, Civ. No. 10-00260 (D. Del.) and *UFCW & Employers Benefit Trust*
9 *v. Sutter Health*, No. CGC 14-538451 (Ca. Super. Ct., Cty. of San Francisco). Prior to joining Cohen
10 Milstein, she worked at Boies, Schiller & Flexner as an associate, the Boston Consulting Group as a
11 Management Consultant, and Merrill Lynch as a financial analyst. She graduated from Princeton
12 University in 1996 and Stanford Law School and Stanford Graduate School of Business in 2002.

13 14. **Suzanne Clarke:** Suzanne Clarke has worked at Cohen Milstein since 2013 and is an
14 accomplished investigator with significant experience in both antitrust and securities litigation. She
15 was previously an investigator with Suzanne Clarke LLC and the James Mintz Group and a reporter
16 with the Natural Resources News Service. She graduated from James Madison University.

17 15. **Robert Braun:** Robert A. Braun has significant experience in complex antitrust
18 litigation, including as a lead associate in *In re Cast Iron Soil Pipe and Fittings Antitrust Litigation*,
19 Civ. No. 14-md-2508 (E.D. Tenn.), and *In re Resistors Antitrust Litigation*, Civ. No. 15-3820 (N.D.
20 Ca.). Before joining Cohen Milstein in 2014, Mr. Braun served as a law clerk to the Hon. Carolyn
21 Dineen King of the United States Court of Appeals for the Fifth Circuit and the Hon. Lee H.
22 Rosenthal of the United States District Court for the Southern District of Texas. Mr. Braun
23 graduated from Yale Law School in 2011 and from Princeton University *summa cum laude* in 2007.

24 16. **Carl Copenhaver:** Carl Copenhaver has worked with Cohen Milstein as a contractor
25 since 2015 and has significant experience in complex antitrust class litigation. Among other cases, he
26 has worked on *Grand Strand Water & Sewer Authority v. Oltrin Solutions, LLC*, No. 14-cv-2800 (D.
27 S.C.) and *Cung Le v. Zuffa*, No. 15-cv-01045 (D. Nev.). He graduated from Carleton College in
28 1996, magna cum laude, and The George Washington University Law School in 1999.

1 17. **Ngan Tran:** Ngan Tran has worked at Cohen Milstein since 2014 and has significant
2 experience in complex antitrust class litigation. Among other cases, she has worked on *In re Cast*
3 *Iron Soil Pipe Antitrust Litigation*, Civ. No. 14-md-2508 (E.D. Tenn.) and *In re Domestic Drywall*
4 *Antitrust Litigation*, Civ. No. 13-md-2437 (E.D. Penn.) Prior to joining Cohen Milstein, she worked
5 at Morgan, Lewis & Bockius LLC. She graduated from St. Mary's College of California in 2003 and
6 The University of Michigan Law School in 2006.

7 18. **Joshua Prince:** Joshua Prince has worked at Cohen Milstein since 2009 and has
8 significant experience in complex antitrust class litigation. Among other cases, he has worked on *In*
9 *re Plasma-Derivative Protein Therapies Antitrust Litigation* Civ. No. 09 C 7666 (N.D. Ill.) and *In re*
10 *Automotive Parts Antitrust Litigation (Wire Harness)* Civ. No. 12-00101 (E.D. Mich.). He graduated
11 from the College of William and Mary in 2004 and Villanova University School of Law in 2009.

12 19. **John A. Bracken:** John Bracken has worked at Cohen Milstein since 2012 and has
13 significant experience in complex antitrust class litigation. Among other cases, he has worked on *In*
14 *re Domestic Drywall Antitrust Litigation*, Civ. No. 13-md-2437 (E.D. Penn.), and *Sports*
15 *Broadcasting Antitrust Litigation*, Civ. No. 97-5184 (E.D. Penn.). Prior to joining Cohen Milstein, he
16 worked at Nixon Peabody LLP as a long term contract attorney. He graduated from Vassar College
17 in 2004 and American University Washington College of Law in 2009.

18 20. **Brenna Bush:** Brenna Bush worked at Cohen Milstein from 2012 to 2015, obtaining
19 significant experience in complex antitrust class litigation. Among other cases, she worked on *Shane*
20 *Group, Inc. et al v. Blue Cross Blue Shield of Michigan*, Civ. No. 10-14360 (E.D. Mich.). She is
21 currently Special Assistant United States Attorney - Felony Major Crimes Trial Section,
22 Misdemeanor Unit at the United States Attorney's Office in Washington DC. Prior to joining Cohen
23 Milstein, she worked as an Associate Attorney at Morris Schneider Wittstadt, LLC. She graduated
24 from United States International University in 2003 and Rutgers University School of Law - Camden
25 in 2010, and received her LL.M. in Litigation and Dispute Resolution from The George Washington
26 University Law School in 2011.

27 21. **Brenda Peterson:** Brenda Peterson worked as a paralegal at Cohen Milstein between
28 2013 and 2015. She graduated from the University of Maryland in 1994. In addition to this litigation,

1 she worked on *Allen v. Dairy Farmers of America*, Civ. No. 09-230 (D. Vt.), and *In re Urethane*
2 *Antitrust Litigation*, Civ. No. 04-1616 (D. Kan.).

3 22. **Jonathan Abetti**: Jonathan Abetti started his tenure as a paralegal at Cohen Milstein
4 in 2009. He graduated from New York University in 2009. In addition to this litigation, he has
5 worked on *In re Auto Parts Antitrust Litigation*, Civ. No. 12-md-2311 (E.D. Mich.), and *In re*
6 *Lidoderm Antitrust Litigation*, Civ. No. 14-md-2521 (N.D. Ca.).

7 23. **Andrew Twigg**: Andrew Twigg worked as a paralegal at Cohen Milstein from 2012
8 to 2015, and is currently a portfolio analyst at Cohen Milstein. He graduated from Virginia
9 Polytechnic Institute and State University in 2012. In addition to this litigation, he has worked on *In*
10 *re Cast Iron Soil Pipe Antitrust Litigation*, Civ. No. 14-md-2508 (E.D. Tenn.), and *Vera et al v.*
11 *Zuffa, LLC*, Civ. No. 14-5621 (N.D. Ca.).

12 24. **Ali Szemanski**: Ali Szemanski worked as a paralegal at Cohen Milstein from 2014 to
13 2016. She graduated from Northwestern University in 2014. In addition to this case, she worked on
14 *Shane Group, Inc. et al v. Blue Cross Blue Shield of Michigan*, Civ. No. 10-14360 (E.D. Mich.), and
15 *Garber, et al. v. Office of the Commissioner of Baseball, et al.*, Civ. No. 12-3704 (S.D.N.Y.). She is
16 currently a student at Harvard Law School.

17 25. **Maya Campbell**: Maya Campbell has worked as a paralegal at Cohen Milstein since
18 2015. She graduated from Reed College in 2015. In addition to this litigation, she has worked on *In*
19 *re Cast Iron Soil Pipe Antitrust Litigation*, Civ. No. 14-md-2508 (E.D. Tenn.), and *In re Resistors*
20 *Antitrust Litigation*, Civ. No. 15-3820 (N.D. Ca.). Prior to joining Cohen Milstein, she interned at the
21 Center for American Progress.

22 26. **Alex Noronha**: Alex Noronha has worked as a paralegal at Cohen Milstein since
23 2015. He graduated summa cum laude from the University of California, San Diego in 2014. In
24 addition to this litigation, he has worked on *In re Dental Supplies Litigation*, Civ. No. 16-696
25 (E.D.N.Y.), and *Ideker Farms, Inc. v. United States*, Civ. No. 14-183 (Fed. Cl.).

26 27. **Edward Mogck**: Edward Mogck worked as a paralegal at Cohen Milstein in 2015.
27 He graduated from the University of California, Berkeley in 2015. In addition to this litigation, he

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1 worked on *Allen v. Dairy Farmers of America*, Civ. No. 09-230 (D. Vt.), and *Vera et al v. Zuffa,*
2 *LLC*, Civ. No. 14-5621 (N.D. Ca.).

3 28. **Jay Clayton**: Jay Clayton has worked as a paralegal at Cohen Milstein since 2016.
4 He graduated from Swarthmore College in 2016. In addition to this litigation, he has worked on *In re*
5 *Urethane Antitrust Litigation*, Civ. No. 04-1616 (D. Kan.), and *UFCW & Employers Benefit Trust v.*
6 *Sutter Health*, No. CGC 14-538451 (Ca. Super. Ct., Cty. of San Francisco). Prior to joining Cohen
7 Milstein, he interned at the Antitrust Division of the United States Department of Justice.

8 II. ATTORNEYS' FEES AND EXPENSES

9 A. Calculation of Cohen Milstein's Lodestar

10 29. Cohen Milstein's lodestar is calculated based on the current hourly rates of the firm.
11 These hourly rates are set annually based on a review of rates prevailing among plaintiffs' counsel in
12 major class action cases for attorneys of comparable skill, experience and qualifications.

13 30. Cohen Milstein's total lodestar in this case is \$4,244,453.75 and its litigation expenses
14 are \$718,662.81, for a total investment of \$4,963,116.56.¹ A breakdown of the lodestar by lawyer
15 and paralegal appears in the chart below. The chart includes the job title and hourly rate for each
16 Cohen Milstein biller and uses the following abbreviations: (P)- Partner, (A)- Associate, (SC)-
17 Special Counsel, (DC)- Discovery Counsel, (SA)- Staff Attorney, (I)- Investigator, (CA)- Contract
18 Attorney, (PL)- Paralegal.

19	20	21	22	23	24
Name (Status)	Timekeeper Initials	Hours	Rate	Lodestar at Current Rates	
Small, Daniel (P)	DAS	854.50	\$870	743,415.00	
Dominguez, Manuel (P)	MJD	0.50	\$750	375.00	
Johnson, Brent (P)	BWJ	1,975.50	\$685	1,353,217.50	
Farah , George, F. (P)	GFF	2.00	\$645	1,290.00	
Ruan, Matthew, W.(A)	MWR	0.75	\$615	461.25	

27 ¹ Cohen Milstein's previous lodestar through July 2016 was \$3,744,225. See Small Decl. in
28 Support of Motion for Attorneys' Fees, Expenses, and Service Awards (ECF No. 331-4), at 4.

1	Dubner, Jeffrey, B. (A)	JBD	503.00	\$530	266,590.00
2					
3	Silverman, Daniel (A)	DS	1,146.75	\$515	590,576.25
4	Braun, Robert (A)	RB	21.50	\$490	10,535.00
5	Hafiz, Hiba (A)	HH	0.50	\$475	237.50
6	Gutierrez, Alicia (A)	AG	1,527.00	\$475	725,325.00
7	Clarke, Suzanne (I)	SC	266.25	\$460	122,475.00
8	Tran, Ngan (A)	NT	297.75	\$415	123,566.25
9					
10	Copenhaver, Carl (A)	CC	446.75	\$405	180,933.75
11	Prince, Joshua (A)	JP	1.25	\$395	493.75
12	Bracken, John, A. (A)	JAB	98.50	\$380	37,430.00
13	Bush, Brenna (A)	BLB	22.75	\$320	7,280.00
14	Abetti, Jonathan (PL)	JA	108.50	\$290	31,465.00
15	Peterson, Brenda (PL)	BP	72.25	\$290	20,952.50
16	Twigg, Andrew (PL)	AT	1.25	\$280	350.00
17					
18	Campbell, Maya (PL)	AS	9.00	\$280	2,520.00
19	Noronha, Alex (PL)	AN	16.00	\$280	4,480.00
20	Clayton, Jay (PL)	JC	44.00	\$280	12,320.00
21	Szemanski, Ali (PL)	AS	23.50	\$270	6,345.00
22	Mogck, Edward (PL)	EM	7.00	\$260	1,820.00
23					
24			7,446.75		\$4,244,453.75
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3 32. Pursuant to the Court's order at the preliminary approval hearing, detailed time
4 records supporting this summary will be submitted *in camera* for the Court's review.

5 33. My firm has expended a total of \$174,279.19 in unreimbursed litigation expenses in
6 prosecuting this litigation. They are the types of expenses typically billed by attorneys to paying
7 clients in the marketplace, and include such costs as fees paid or incurred to experts, computerized
8 research and other services, and travel in connection with this litigation. These expenses are
9 itemized as follows:

Category	Expenses
In-House Duplicating	15.14
Long Distance Tele. (Internal)	32.27
Long Distance (Third Party)	424.15
Postage	11.90
Air Courier	40.27
Complaint Filing Fee	1,315.00
Other Court Fees	89.99
Court Reporter Fees	67.20
Lexis	523.88
Other Online Research	1,872.80
Advance to Joint Litigation Fund	152,226.89
Travel - Transportation	12,528.61
Travel - Hotel	2,583.40
Travel - Taxis, Tips	962.56
Travel - Meals	766.32
Travel - Long Dist. Telephone	175.20

Travel - Parking Charges	82.99
Local Transportation	16.25
Secretarial Overtime	10.91
Overtime Transportation	12.12
Overtime Meals	158.85
Business Meals	362.49
	\$174,279.19²

34. The litigation expenses incurred in prosecuting this case are reflected in the books and records of this firm. These books and records are prepared from expense vouchers and check records and are an accurate record of the expenses incurred.

III. CASES APPROVING REQUESTED HOURLY RATES

35. Courts have awarded fees to Cohen Milstein based on our normal hourly rates, in some cases with multipliers of these rates. *See* ECF 331-4, Ex. A, Memorandum and Order, *In re Urethane Antitrust Litigation*, Civ. No. 04-1616 (D. Kan. July 29, 2016), ECF No. 3273 (awarding fees based on CMST rates); ECF 331-4, Ex. B, Order Granting Class Counsel's Motion for Award of Attorneys' Fees and Reimbursement of Expenses, *In re Electronic Books Antitrust Litigation*, No. 11-md-2293 (S.D.N.Y. December 9, 2013), ECF No. 474 (same); ECF 331-4, Ex. C, Order Granting Class Counsel's Motion for Award of Attorneys' Fees and Reimbursement of Expenses Related to Apple Settlement, *In re Electronic Books Antitrust Litigation*, No. 11-md-2293 (S.D.N.Y. November 21, 2014), ECF No. 685 (same); ECF 331-4, Ex. D, Minute Entry Granting Plaintiff's Unopposed Motion for Final Approval of Class Settlement with Baxter and Motion for Final Award of Attorneys' Fees, Reimbursement of Expenses, and Approval of Incentive Awards for Class Representatives, *In re Plasma-Derivative Protein Therapies Antitrust Litigation*, Civ. No. 09-7666 (N.D. Ill. April 16, 2014), ECF No. 701 (same); and ECF 331-4, Ex. E, Order and Opinion

² These expenses include \$3,088.64 in expenses incurred by the Pillsbury Coleman firm for which Cohen Milstein will reimburse them if the Court awards the requested expenses.

