

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

In re: CHANGE HEALTHCARE, INC.
CUSTOMER DATA SECURITY
BREACH LITIGATION

This Document Relates to All Actions

MDL No. 24-3108 (DWF/DJF)

PRETRIAL ORDER NO. 3

**ORDER DESIGNATING MAJORITY PLAINTIFFS' COUNSEL'S REQUEST TO
APPOINT INTERIM CO-LEAD CLASS COUNSEL, PLAINTIFFS' STEERING
COMMITTEE AND DESIGNATING DEFENDANTS' LEAD COUNSEL AND
LIAISON COUNSEL**

Several submissions (for both group and individual appointments) were made for various leadership roles in this matter prior to the Court's initial status conference on September 17, 2024. During the status conference, Plaintiffs' Temporary Lead Counsel advised the Court that Plaintiffs' counsel believed that a consensus involving a broader group of Plaintiffs' counsel (the "Consensus Group") on both the leadership structure and the leadership appointments could be achieved. Temporary Lead Counsel asked for additional time to work out the details of that broader Consensus Group.

Temporary Lead Counsel has submitted a recommendation for a Consensus Group for the Court's consideration. The Court has carefully reviewed the various motions and their accompanying submissions, the recommendations of Temporary Lead Counsel, and has considered the factors outlined in Rules 23(g) and 42(a) of the Federal Rules of Civil Procedure. Based on the submissions, recommendations, and record, the Court finds that the proposed Consensus Group satisfies the requirements of Rule 23(g) which include:

(1) the work counsel has done in identifying or investigating potential claims in the action,

(2) counsel's experience in handling class actions, other complex litigation, and the types of claims asserted in the action,

(3) counsel's knowledge of the applicable law,

(4) the resources counsel can and will commit to representing the class, and

(5) any other pertinent factors bearing on counsel's ability to fairly and adequately represent the interests of the class.

Based upon the foregoing and all the files and records herein, **IT IS HEREBY ORDERED** that:

1. The proposed leadership structure and slate of the Consensus Group is **APPROVED** by the Court and the request to appoint the Consensus Group is **GRANTED**.

2. This Order shall apply to all current and any future filed cases in this MDL.

3. **Lead Counsel Structure:**

Overall Lead Counsel

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<p>Norman E. Siegel Stueve Siegel Hanson LLP 460 Nichols Road, Suite 200 Kansas City, MO 64112 (816) 714-7112 siegel@stuevesiegel.com</p>	<p>Bryan L. Bleichner Chestnut Cambronne PA 100 Washington Avenue S., Suite 1700 Minneapolis, MN 55401 (612) 339-7900 bbleichner@chestnutcambronne.com</p>
<p>Warren Burns Burns Charest LLP 900 Jackson Street, Suite 500 Dallas, TX 75202 (469) 458-9890 wburns@burnscharest.com</p>	<p>Brian C. Gudmundson Zimmerman Reed LLP 1100 IDS Center Minneapolis, MN 55402 (612) 341-0400 Brian.Gudmundson@zimmreed.com</p>
<p><u>Provider Track Plaintiff Steering Committee:</u></p> <p>Jennifer Scullion (Co-Chair) Seeger Weiss LLP 100 Church Street New York, NY 10007 (212) 584-0700 jscullion@seegerweiss.com</p>	<p><u>Patient Track Plaintiff Steering Committee:</u></p> <p>Melissa S. Weiner (Co-Chair) Pearson Warshaw, LLP 328 Barry Avenue S., Suite 200 Wayzata, MN 55391 (612) 389-0601 mweiner@pwfirm.com</p>
<p>Charles J. LaDuca (Co-Chair) Cuneo Gilbert & LaDuca, LLP 4725 Wisconsin Avenue, Suite 200 Washington, D.C. 20016 (202) 789-3960 charlesl@cuneolaw.com</p>	<p>Gary F. Lynch (Co-Chair) Lynch Carpenter LLP 1133 Penn Avenue, 5th Floor Pittsburgh, PA 15222 (412) 322-9243 gary@lcllp.com</p>

<p>Adam Polk Girard Sharp Suite 1400 601 California St. San Francisco, CA 94108 (415) 544-6280 apolk@girardsharp.com</p>	<p>Caroline Fabend Bartlett Carella Byrne Cecchi Brody Agnello P.C. 5 Becker Farm Road Roseland, NJ 07068 (973) 422-5557 cbartlett@carellabyrne.com</p>
<p>Melissa Gardner Lieff Cabraser Heimann & Bernstein 275 Battery Street, 29th Floor San Francisco, CA 94111 (415) 956-1000 mgardner@lchb.com</p>	<p>Charles E. Schaffer Levin Sedran & Berman LLP 510 Walnut Street, Suite 500 Philadelphia, PA 19106 (215) 592-1500 CSchaffer@lfsblaw.com</p>
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<p>Deepali Brahmhatt Devlin Law Firm LLC 1526 Gilpin Avenue Wilmington, DE 19806 (302) 449-9010 dbrahmhhatt@devlinlawfirm.com</p>	<p>Ronald Podolny Morgan and Morgan, P.A. 201 N. Franklin Street, 7th Floor Tampa, FL 33602 (813) 225-6749 ronald.podolny@forthepeople.com</p>

<p>Jack Meyerson Meyerson & Miller 1600 Market Street, Suite 1305 Philadelphia, PA 19103 (215) 972-1376 jmeyerson@meyersonlawfirm.com</p>	<p>Gary Klinger Milberg Coleman Bryson Phillips Grossman 800 S. Gay Street, Suite 1100 Knoxville, TN 37929 (866) 252-0878 gklinger@milberg.com</p>
<p>Jeff Ostrow (Kopelowitz Ostrow) Kopelowitz Ostrow Ferguson Weiselberg Gilbert 1 West Las Olas Blvd., 5th Floor Fort Lauderdale, FL 33301 (954) 525-4100 ostrow@kolawyers.com</p>	<p>Jason Rathod Migliaccio & Rathod LLP 412 H Street NE, Suite 302 Washington, DC 20002 (202) 470-3520 jrathod@classlawdc.com</p>
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<p>Jan Conlin Ciresi Conlin LLP 225 South 6th Street, Suite 4600 Minneapolis, MN 55402 (612) 361-8200 jmc@ciresiconlin.com</p>	<p>Arthur M. Murray Murray Law Firm 650 Poydras Street, Suite 2150 New Orleans, LA 70130 (504) 525-8100 amurray@murray-lawfirm.com</p>
<p>Stephen J. Herman Fishman Haygood L.L.P. 201 St. Charles Avenue, Suite 4600 New Orleans, LA 70170 (504) 556-5541 sherman@fishmanhaygood.com</p>	<p>Kennedy M. Brian Federman & Sherwood 10205 North Pennsylvania Avenue Oklahoma City, OK 73120 (405) 286-1607 kpb@federmanlaw.com</p>

MDL Liaison Counsel:

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State Court/MDL Liaison Counsel:

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4. William M. Audet, Audet & Partners, LLP, 711 Van Ness Ave., Suite 500, San Francisco, CA 94102, waudet@audetlaw.com, (415) 568-2555 and Kristie M. Hightower, Lundy LLP, 501 Broad Street, Lake Charles, LA 70601, khightower@lundyllp.com, (337) 439-0707, have agreed to support the Consensus Group and in the future, when committee assignments are made, will receive an assignment that allows them to participate in significant and substantive discovery matters, including drafting and assisting in implementation and coordination of discovery with Overall Lead Counsel, Track Co-Lead Counsel, and State Court Counsel (if applicable), and participating in discovery meetings related to discovery and effectuating discovery requirements according to the Federal Rules, agreements, and Court orders.

5. Overall Lead Counsel shall speak for Plaintiffs to the Court and with Defendants' counsel on behalf of all Plaintiffs, unless that authority is expressly delegated to other counsel for the Provider or Patient Plaintiffs' Tracks. No counsel shall file any pleadings, motions, or other documents with the Court, or communicate with Defendant's counsel without approval of Overall Lead Counsel. Overall Lead Counsel shall also establish a Time & Expense Protocol to efficiently manage this litigation, shall collect contemporaneous records of the time and expenses of all Plaintiffs' counsel, and shall report to the Court on time and expense recordkeeping as requested. Overall Lead Counsel shall also oversee the collection of assessments and the payment of common expenses for the benefit of the litigation and shall report to the Court on the assessments process as requested. Overall Lead Counsel shall advise the Court from time to time of any changes or amendments necessary to this Consensus Group Leadership Order.

Leadership Duties:

6. Overall Lead Counsel, Co-Lead Track Counsel, and the Chairs of the PSCs (in consultation with the PSC members or other counsel where appropriate) shall:

- a. Promote the efficient conduct of this litigation and avoid unnecessary duplication and unproductive efforts by delegating and supervising specific work assignments;
- b. Determine and present (in briefs, oral argument, or such other fashion as may be appropriate, personally or by a designee) to the Court and opposing parties the position of Plaintiffs on all matters;

- c. Coordinate the initiation of and conduct discovery on behalf of Plaintiffs consistent with the requirements of Fed. R. Civ. P. 26(b)(1), 26(b)(2), and 26(g), including the preparation of interrogatories and requests for production of documents and the examination of witnesses in depositions;
 - d. Conduct settlement negotiations on behalf of Plaintiffs;
 - e. Prepare and distribute to Plaintiffs' counsel periodic status reports;
 - f. Perform such other duties as may be incidental to proper coordination of Plaintiffs' counsel or authorized by further Order of the Court;
 - g. Prepare any application for attorneys' fees and reimbursement of expenses incurred by counsel;
 - h. Appoint committees, as necessary, to assist in the efficient prosecution of this litigation;
 - i. Consult with and retain expert witnesses;
 - j. Negotiate with, retain, and manage relations with outside vendor(s) for the collection, processing, or review of documents and electronically stored information produced in discovery;
 - k. To the extent consistent with their duties, and as appropriate, coordinate with counsel for actions apart from this MDL to avoid duplication, inefficiency, and inconvenience to the Court, the parties, counsel, and witnesses;
- and

1. Recommend the allocation of any attorneys' fees and expenses awarded by the Court, if any.

7. The Provider Track PSC and Patient Track PSC shall consult with and work at the direction of Overall Lead Counsel, Co-Lead Track Counsel, and the PSC Chairs.

8. MDL Co-Liaison Counsel and State Court/MDL Liaison Counsel shall work with and at the direction of Overall Lead Counsel.

The duties of **Liaison Counsel to the District of Minnesota** are defined as:

- i. Service List: Maintain and distribute to co-counsel and to Defendants' Liaison Counsel an up-to-date service list;
- ii. Accept Service: Receive and, as appropriate, distribute to co-counsel Orders from the Court and documents from opposing parties and counsel;
- iii. MDL Case File & Document Depository: Maintain and make available to co-counsel and other Plaintiffs' counsel at reasonable hours a complete electronic file of all documents served by or upon each party; and
- iv. Organize and submit necessary documents to both the Court and the Clerk of Court.

The duties of Liaison Counsel to the State Courts, include:

- i. Monitor and report to the Court regarding status of various state court proceedings.
- ii. Assist the Lead Counsel Committee and the Court in promoting a just and efficient MDL.

9. **Defense Lead Counsel Structure:**

Lead Defense Counsel and Liaison Counsel	
<p>Allison Holt Ryan Hogan Lovells US LLP Columbia Square 555 Thirteenth Street NW Washington, DC 20004 Allison.holt-ryan@hoganlovells.com (202) 637-5872</p>	
<p>Vassi Iliadis Hogan Lovells US LLP Suite 1400 1999 Avenue of the Stars Los Angeles, CA 90067 Vassi.iliadis@hoganlovells.com (310) 785-4640</p>	<p>Alicia J. Paller Hogan Lovells US LLP Columbia Square 555 Thirteenth Street NW Washington, DC 20004 Alicia.paller@hoganlovells.com (202) 637-6404</p>

10. Each of the appointments made in this Order are of a personal nature.

Accordingly, the above appointees cannot be substituted by other attorneys, including members of the appointee's law firm, except with prior approval of the Court.

11. Plaintiffs shall file their Consolidated Complaint(s) on or before January 15, 2025.

12. The next status conference scheduled for November 21, 2024 is rescheduled to December 4, 2024 at 10:00 a.m. CST., in Courtroom 7C, Warren E. Burger Federal Building and U.S. Courthouse, 316 North Robert Street, St. Paul,

Minnesota before Judge Donovan W. Frank. The status conference shall proceed consistent with Paragraph 12 of the Court's Pretrial Order No. 2 (Doc. No. 69).

Dated: October 2, 2024

s/Donovan W. Frank
DONOVAN W. FRANK
United States District Judge