



1 On May 27, 2014, the Court approved the Amended Class Action Settlement Agreement  
 2 (“Agreement”), which provided for distribution of the resulting \$8 million settlement fund  
 3 through individual contested arbitrations (“settlement claims process”). Dkt. Nos. 780 (Order  
 4 Granting Motion for Preliminary Approval of Class Action Settlement; Agreement attached as  
 5 Exhibit 1); 791 (Order Granting Motion for Final Approval of Class Action Settlement). The  
 6 parties enter into this stipulation to resolve Class Counsel’s claim to attorneys’ fees and costs  
 7 arising from the settlement claims process. Accordingly, the parties stipulate as follows:

- 8 1. The settlement claims process began shortly after the Court approved the Agreement  
 9 in 2014. Ultimately, 86 class members filed claim forms. Class Counsel represented  
 10 81 of those class members. The represented class members are referred to as  
 11 “claimants” in this stipulation.
- 12 2. The Agreement provided for two types of settlement arbitrations: Claim by Written  
 13 Submission (Agreement ¶ 5.10) and Claim by Formal Arbitration. *Id.* at ¶ 5.11.  
 14 Fifty-eight claimants chose to have their claims heard through Written Submission.  
 15 Twenty-three claimants chose to have their claims heard through Formal Arbitration.
- 16 3. The Agreement allowed class members to challenge between one and three Assistant  
 17 General Manager or General Manager promotions awarded to male employees,  
 18 depending on the length of time the class member spent in a relevant feeder or  
 19 comparable position. *Id.* at ¶ 5.3. In total, claimants challenged 156 promotions.
- 20 4. Of the 58 claimants who had their claims heard through Written Submission, 20  
 21 prevailed by receiving arbitration awards in their favor and 10 prevailed by resolving  
 22 their claims through individual settlements.
- 23 5. Of the 23 claimants who had their claims heard through Formal Arbitration, 10  
 24 prevailed by receiving arbitration awards in their favor and four prevailed by  
 25 resolving their claims through individual settlements.
- 26 6. The combined arbitration awards exceeded the \$8 million settlement fund and were  
 27 reduced pro rata as provided by the Agreement. *Id.* at ¶¶ 5.12, 5.13.2. All prevailing  
 28

claimants have received their awards.

7. The Agreement provides for an award of attorneys' fees and costs for each prevailing claimant—the 30 who prevailed after initiating Written Submissions and the 14 who prevailed after initiating Formal Arbitrations.

8. Paragraph 5.10.6 of the Agreement provides:

Fees and Costs for Prevailing Claims by Written Submission – Class members who prevail on Claims by Written Submission are entitled to seek, from Judge Edward Chen at the conclusion of the Monetary Claims Process, an award of attorneys' fees not to exceed \$10,000 costs not to exceed \$1,000 per successful Claimant, to be paid by Costco. The total attorney's fee award for Claims by Written Submission will not exceed \$750,000. Class Counsel and Costco may informally resolve the fee award without the necessity of a fee motion.

9. Paragraph 5.11.12 of the Agreement provides:

Attorneys' Fees and Costs For Prevailing Claims in Formal Arbitration – Claimants who prevail on Claims by Formal Arbitration are entitled to seek an award of reasonable attorneys' fees and costs, to be paid by Costco, from Judge Edward Chen at the conclusion of the Monetary Claims Process. Class Counsel and Costco may informally resolve the fee award without the necessity of a fee motion.

10. For each of the 30 prevailing claimants who resolved their claims through Written Submission, Class Counsel's attorneys' fees and costs exceeded the cap of \$10,000 in fees and \$1,000 in costs set by Paragraph 5.10.6 of the Agreement. The fees and costs for prevailing claimants in arbitrations by Written Submission do not exceed \$750,000.

11. For the 14 prevailing claimants who resolved their claims through Formal Arbitration, Class Counsel dedicated nearly 4,000 hours to prepare and resolve these claims as summarized in Attachment A. The claims are identified only by number and not by name to preserve the confidentiality agreed to by the parties. Agreement ¶ 5.14.3. The total attorneys' fees for claims through Formal Arbitration exceed \$2,700,000 and total costs exceed \$125,000.

12. The parties engaged in informal discussions and have agreed to resolve Class Counsel's claim for attorneys' fees and costs for a total of \$3,100,000, eliminating the need for a fee motion. Payment will be made within ten business days of the entry of

1 this Court's Order.

2 DATE: March 20, 2019

IMPACT FUND

3

By: /s/ Jocelyn D. Larkin

4

Jocelyn D. Larkin

Attorneys for Plaintiffs and the Class

5

6 DATE: March 20, 2019

SEYFARTH SHAW LLP

7

By: /s/ David D. Kadue

8

David D. Kadue

Attorneys for Defendant

9

Costco Wholesale Corporation

10

11

**ATTESTATION**

12

I, Jocelyn D. Larkin, hereby attest that concurrence in the filing of this document has

13

been obtained from all other Signatories in lieu of their signatures on this document.

14

DATE: March 20, 2019

/s/ Jocelyn D. Larkin

15

Jocelyn D. Larkin

16

17

18

19

20

21

22

23

24

25

26

27

28

~~[PROPOSED]~~ ORDER

WHEREFORE, good cause appearing and pursuant to stipulation of the parties, and having reviewed the parties' stipulation and the attachment to this stipulation, the Court finds that a total award of \$3,100,000 in fees and costs with respect to the 44 claimants awarded approximately \$8,000,000 is reasonable, and hereby awards Class Counsel \$3,100,000 in attorneys' fees and costs for their work on behalf of prevailing class members in the settlement claims process, in accordance with Paragraphs 5.10.6 and 5.11.12 of the Amended Class Action Settlement Agreement.

IT IS SO ORDERED.

DATE: March 21, 2019



Hon. Edward M. Chen  
United States District Judge

# Attachment A

*Ellis v. Costco Wholesale Corporation***Class Counsel's Attorneys' Fees for Prevailing Claimants in Live Arbitrations**

<b>Claimant #1</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	105.2	\$875	\$92,050.00
Impact Fund	Lindsay Nako	Attorney	86.8	\$600	\$52,080.00
Impact Fund	Daniel Nesbit	Attorney	5.3	\$250	\$1,325.00
Impact Fund	Kellye Denson	Paralegal	69.9	\$200	\$13,980.00
Impact Fund	Zachary McCoy	Paralegal	4.5	\$200	\$900.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	229.6	\$875	\$200,900.00
Lieff Cabraser Heimann & Bernstein	Lisa Cisneros	Attorney	0.1	\$500	\$50.00
Lieff Cabraser Heimann & Bernstein	Nikki Belushko Barrows	Paralegal	1.0	\$375	\$375.00
Lieff Cabraser Heimann & Bernstein	Peyton Budd	Paralegal	0.5	\$360	\$180.00
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>502.9</b>		<b>\$377,607.10</b>

<b>Claimant #2</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	129.0	\$875	\$112,875.00
Impact Fund	Lindsay Nako	Attorney	1.0	\$600	\$600.00
Impact Fund	Robert Schug	Attorney	13.1	\$475	\$6,222.50
Impact Fund	Lynnette Miner	Attorney	7.0	\$350	\$2,450.00
Impact Fund	Natalie Newton	Paralegal	0.6	\$250	\$150.00
Impact Fund	Zachary McCoy	Paralegal	27.4	\$200	\$5,480.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	31.9	\$875	\$27,912.50
Nichols Kaster	David Schlesinger	Attorney	0.7	\$500	\$350.00
Nichols Kaster	Robert Schug	Attorney	125.5	\$475	\$59,612.50
Nichols Kaster	Kristine Nelson	Paralegal	0.8	\$200	\$160.00
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>337.0</b>		<b>\$231,579.60</b>

<b>Claimant #3</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	86.4	\$875	\$75,600.00
Impact Fund	Lindsay Nako	Attorney	2.4	\$600	\$1,440.00
Impact Fund	Natalie Newton	Paralegal	1.7	\$250	\$425.00
Impact Fund	Kellye Denson	Paralegal	66.1	\$200	\$13,220.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	247.8	\$875	\$216,825.00
Law Office of Elizabeth A. Lawrence	Sarah Varela	Attorney	61.5	\$625	\$38,437.50
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>465.9</b>		<b>\$361,714.60</b>

*Ellis v. Costco Wholesale Corporation***Class Counsel's Attorneys' Fees for Prevailing Claimants in Live Arbitrations**

<b>Claimant #4</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	32.6	\$875	\$28,525.00
Impact Fund	Lindsay Nako	Attorney	8.3	\$600	\$4,980.00
Impact Fund	Lynnette Miner	Attorney	51.6	\$350	\$18,060.00
Impact Fund	Zachary McCoy	Paralegal	2.2	\$200	\$440.00
Lieff Cabraser Heimann & Bernstein	Lisa Cisneros	Attorney	1.6	\$500	\$800.00
Lieff Cabraser Heimann & Bernstein	Nikki Belushko Barrows	Paralegal	0.8	\$375	\$300.00
General Time Allocation					\$16,397.10
<b>TOTAL</b>			<b>97.1</b>		<b>\$69,502.10</b>

<b>Claimant #5</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	0.2	\$875	\$175.00
Impact Fund	Lindsay Nako	Attorney	88.7	\$600	\$53,220.00
Impact Fund	Zachary McCoy	Paralegal	28.6	\$200	\$5,720.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	181.9	\$875	\$159,162.50
Law Office of Elizabeth A. Lawrence	Sarah Varela	Attorney	13.6	\$625	\$8,500.00
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>313.0</b>		<b>\$242,544.60</b>

<b>Claimant #6</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	4.0	\$875	\$3,500.00
Impact Fund	Lindsay Nako	Attorney	5.0	\$600	\$3,000.00
Impact Fund	Robert Schug	Attorney	10.7	\$475	\$5,082.50
General Time Allocation					\$16,397.10
<b>TOTAL</b>			<b>19.7</b>		<b>\$27,979.60</b>

<b>Claimant #7</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	1.1	\$875	\$962.50
Impact Fund	Lindsay Nako	Attorney	147.3	\$600	\$88,380.00
Impact Fund	Lynnette Miner	Attorney	78.3	\$350	\$27,405.00
Impact Fund	Zachary McCoy	Paralegal	32.3	\$200	\$6,460.00
Lewis Feinberg Lee & Jackson	Lindsay Nako	Attorney	15.4	\$600	\$9,240.00
Lewis Feinberg Lee & Jackson	Michael Fields	Law Clerk	7.0	\$200	\$1,400.00
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>281.4</b>		<b>\$149,614.60</b>



*Ellis v. Costco Wholesale Corporation***Class Counsel's Attorneys' Fees for Prevailing Claimants in Live Arbitrations**

<b>Claimant #8</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Lindsay Nako	Attorney	3.5	\$600	\$2,100.00
Impact Fund	Robert Schug	Attorney	12.3	\$475	\$5,842.50
Impact Fund	Meredith Johnson	Attorney	12.0	\$400	\$4,800.00
Impact Fund	Lynnette Miner	Attorney	3.6	\$350	\$1,260.00
Impact Fund	Natalie Newton	Paralegal	3.1	\$250	\$775.00
Impact Fund	Zachary McCoy	Paralegal	0.3	\$200	\$60.00
General Time Allocation					\$16,397.10
<b>TOTAL</b>			<b>34.8</b>		<b>\$31,234.60</b>

<b>Claimant #9</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	0.5	\$875	\$437.50
Impact Fund	Lindsay Nako	Attorney	2.5	\$600	\$1,500.00
Impact Fund	Natalie Newton	Paralegal	0.2	\$250	\$50.00
Impact Fund	Zachary McCoy	Paralegal	3.8	\$200	\$760.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	47.9	\$875	\$41,912.50
General Time Allocation					\$16,397.10
<b>TOTAL</b>			<b>54.9</b>		<b>\$61,057.10</b>

<b>Claimant #10</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Lindsay Nako	Attorney	3.5	\$600	\$2,100.00
Impact Fund	Kellye Denson	Paralegal	8.9	\$200	\$1,780.00
Impact Fund	Zachary McCoy	Paralegal	6.3	\$200	\$1,260.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	5.6	\$875	\$4,900.00
Lieff Cabraser Heimann & Bernstein	Lisa Cisneros	Attorney	0.4	\$500	\$200.00
Lieff Cabraser Heimann & Bernstein	Nikki Belushko Barrows	Paralegal	0.6	\$375	\$225.00
Nichols Kaster	Robert Schug	Attorney	52.5	\$475	\$24,937.50
Nichols Kaster	Lucas Kaster	Attorney	124.9	\$325	\$40,592.50
Nichols Kaster	Kristine Nelson	Paralegal	10.6	\$200	\$2,120.00
Nichols Kaster	Angel Kittelson	Paralegal	1.3	\$175	\$227.50
Nichols Kaster	Cameron Pylka	Paralegal	2.0	\$175	\$350.00
Nichols Kaster	Christine Rued	Paralegal	0.1	\$175	\$17.50
Nichols Kaster	Alex Smith	Paralegal	2.2	\$175	\$385.00
General Time Allocation					\$15,767.10
<b>TOTAL</b>			<b>218.9</b>		<b>\$94,862.10</b>

*Ellis v. Costco Wholesale Corporation***Class Counsel's Attorneys' Fees for Prevailing Claimants in Live Arbitrations****Claimant #11**

<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	2.0	\$875	\$1,750.00
Impact Fund	Lindsay Nako	Attorney	2.4	\$600	\$1,440.00
Impact Fund	Lynnette Miner	Attorney	101.8	\$350	\$35,630.00
Impact Fund	Zachary McCoy	Paralegal	23.4	\$200	\$4,680.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	207.2	\$875	\$181,300.00
General Time Allocation					\$15,767.10
		<b>TOTAL</b>	<b>336.8</b>		<b>\$240,567.10</b>

**Claimant #12**

<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	2.7	\$875	\$2,362.50
Impact Fund	Lindsay Nako	Attorney	33.1	\$600	\$19,860.00
Impact Fund	Lynnette Miner	Attorney	239.8	\$350	\$83,930.00
Impact Fund	Natalie Newton	Paralegal	0.4	\$250	\$100.00
Impact Fund	Zachary McCoy	Paralegal	31.7	\$200	\$6,340.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	224.4	\$875	\$196,350.00
Law Office of Elizabeth A. Lawrence	Sarah Varela	Attorney	0.5	\$625	\$312.50
General Time Allocation					\$15,767.10
		<b>TOTAL</b>	<b>532.6</b>		<b>\$325,022.10</b>

**Claimant #13**

<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	1.2	\$875	\$1,050.00
Impact Fund	Lindsay Nako	Attorney	1.0	\$600	\$600.00
Impact Fund	Meredith Johnson	Attorney	231.0	\$400	\$92,400.00
Impact Fund	Natalie Newton	Paralegal	9.0	\$250	\$2,250.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	160.3	\$875	\$140,262.50
Law Office of Elizabeth A. Lawrence	Sarah Varela	Attorney	2.5	\$625	\$1,562.50
Law Office of Elizabeth A. Lawrence	Sarah Grossman Swenson	Attorney	7.4	\$475	\$3,515.00
Lewis Feinberg Lee & Jackson	Lindsay Nako	Attorney	0.3	\$600	\$180.00
General Time Allocation					\$15,767.10
		<b>TOTAL</b>	<b>412.7</b>		<b>\$257,587.10</b>

*Ellis v. Costco Wholesale Corporation*

**Class Counsel's Attorneys' Fees for Prevailing Claimants in Live Arbitrations**

<b>Claimant #14</b>					
<b>Firm</b>	<b>Timekeeper</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Total</b>
Impact Fund	Jocelyn Larkin	Attorney	66.3	\$875	\$58,012.50
Impact Fund	Lindsay Nako	Attorney	77.7	\$600	\$46,620.00
Impact Fund	Lynnette Miner	Attorney	24.6	\$350	\$8,610.00
Impact Fund	Kellye Denson	Paralegal	41.0	\$200	\$8,200.00
Law Office of Elizabeth A. Lawrence	Elizabeth Lawrence	Attorney	127.3	\$875	\$111,387.50
Lewis Feinberg Lee & Jackson	Magdalena Guadalupe	Attorney	3.1	\$425	\$1,317.50
Lieff Cabraser Heimann & Bernstein	Lisa Cisneros	Attorney	2.0	\$500	\$1,000.00
Lieff Cabraser Heimann & Bernstein	Nikki Belushko Barrows	Paralegal	0.3	\$375	\$112.50
General Time Allocation					\$15,767.10
		<b>TOTAL</b>	<b>342.3</b>		<b>\$251,027.10</b>
<b>TOTAL FEES FOR PREVAILING LIVE CLAIMS</b>					<b>\$2,721,899.40</b>