

EXHIBIT 23

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10 *Attorneys for Plaintiffs and the Class*

11 **UNITED STATES DISTRICT COURT**
12 **CENTRAL DISTRICT OF CALIFORNIA**

13 IN RE: HYUNDAI AND KIA FUEL
14 ECONOMY LITIGATION

No. 2:13-ml-02424-GW-FFM

15 **DECLARATION OF GILLIAN L.**
16 **WADE IN SUPPORT OF NON-**
17 **SETTLING PLAINTIFFS'**
18 **MOTION FOR ATTORNEYS'**
19 **FEES AND REIMBURSEMENT OF**
20 **COSTS AND EXPENSES**
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1 I, Gillian L. Wade, declare and state as follows:

2 1. I am a partner of the law firm Milstein Adelman, LLP (“MA”). I
3 submit this Declaration in support of the Non-Settling Plaintiffs’ Motion for
4 Attorneys’ Fees and Reimbursement of Costs and Expenses.

5 2. My firm has served as counsel to Plaintiff Maria Figueroa and the
6 Class in this action. During the course of this litigation, my firm has been involved
7 in discovery, participated in and helped coordinate all work performed by Non-
8 Settling Plaintiffs’ (“NSP”) Counsel and Liaison Counsel, and participated in all
9 conference calls and court proceedings relating to all of the above.

10 **Attorneys and Attorney Time**

11 3. Several firm attorneys were involved in this action:

12 **Gillian L. Wade** I am a partner and has been with the firm since 2005. I
13 brought to the case a wealth of experience in leading class action, consumer
14 protection, and complex litigation. I graduated from the University of California,
15 San Diego and earned my law degree from Pepperdine University School of Law.
16 My practice focuses on representing plaintiffs in complex litigation and consumer
17 class actions, with particular emphasis on class actions involving consumer fraud.
18 She has had significant involvement in over 50 consumer class action cases during
19 her time at MA, including appointment as lead class counsel or co-lead in several
20 state and federal class actions throughout the United States, including: *Arreguin v.*
21 *Telebrands Corp.* (San Bernardino County Case No. CIVRS1307798); *McCrary v.*
22 *The Elations Co., LLC*, EDCV 13-00242 JGB (OPx) (C.D. Cal.); *Cabral v. Supple,*
23 *LLC*, 5:12-cv-00085-MWF-OP (C.D.Cal.), *Saenz v. SEIU United Healthcare*
24 *Workers-West* (Alameda Superior Court, No. RG09478973); *Smith, et al. v. Intuit,*
25 *Inc.*, 5:12-cv-00222-EJD (N.D. Cal.); *In re Budeprion XL and Marketing and Sales*
26 *Practices Litigation* (MDL No. 2107) (E.D. Pa); *Keller v. Gaspari Nutrition, Inc.*
27 No. 2:11-cv-06158-GAF (C.D. Cal.); *Shaffer v. Continental Casualty Company,*
28 2:06-cv-2235-PSG (C.D. Cal.); *Weeks, et al. v. Kellogg, et al.*, CV-09-08102

1 (MMM)(C.D. Cal.); *Thompson, et al., v. Biotab Nutraceuticals, Inc.* (LASC No.
2 BC414808); *Pabst v. Genesco, Inc.*, 3:11-cv-01592-SI (N.D. Cal.); *Heath, et al. v.*
3 *County of San Bernardino*, 5:06-CV-00411-VAP (C.D. Cal.); *Solomon v. Ramona's*
4 *Food Products*, LASC No. BC 451080; *Wike v. HCG Platinum, LLC.*, LASC. No.
5 BC451080; *Litwin v. iRenew, et al.*, LASC. No. BC447114; and *Fallon v. ET*
6 *Browne Drug Corp.*, LASC No. 411117. I have also been appointed to the
7 Plaintiffs' Executive Committees in several federal class actions centralized by the
8 MDL Panel, including: *In re Nutramax Cosamin Marketing and Sales Practices*
9 *Litigation* (MDL No. 2489)(D. Md.); *In re Pom Wonderful Marketing and Sales*
10 *Practices Litigation* (MDL No. 2199)(C.D. Cal.); *In re Budeprion XL Marketing*
11 *and Sales Practices Litigation* (MDL No. 2107) (E.D. Pa.); *In re Liberty Refund*
12 *Anticipation Loan Litig.* (MDL No. 2334) (N.D. Ill.) and *In re H&R Block Refund*
13 *Anticipation Litig.* (MDL No. 2373) (N.D. Ill.). I was admitted to practice in all
14 state and federal courts in the State of California.

15 **Sara Avila** joined MA as an Associate in 2009. Ms. Avila graduated from
16 the University of California, Los Angeles and earned her law degree from
17 Pepperdine University School of Law. Her practice focuses on representing
18 plaintiffs in complex litigation and consumer class actions, with particular emphasis
19 on consumer fraud. She has had significant involvement in over more than a dozen
20 consumer class action cases and numerous multiparty and complex cases, including:
21 appointment as lead class counsel or co-lead in several state and federal class
22 actions throughout the United States. Ms. Avila is admitted to practice in all state
23 and federal courts in the State of California.

24 **Allison Willett** joined MA as an Associate in 2010. Ms. Willett graduated
25 from the University of California, Santa Barbara and Loyola Law School. Ms.
26 Willett represents consumers in class actions and other multi-party litigation, with a
27 focus on representing hundreds of homeowners throughout the United States with
28 homes containing contaminated Chinese drywall. Prior to joining MA, Ms. Willett's
practice focused on defense of civil actions, including construction and labor

1 disputes, product liability and complex toxic torts. Ms. Willett has successfully
2 represented private entities, private companies and individuals in a wide variety of
3 business litigation matters.

4 Support staff assisted in the litigation efforts.

5 4. In early 2013, MA filed a Complaint on behalf of Plaintiff Maria
6 Figueroa, which was related to the then pending JPML proceeding. At the Court's
7 direction, MA coordinated all of its work with Liaison Counsel and with the
8 knowledge of the Court. As the case progressed, MA worked with other NSP
9 firms to effectively litigate this case on behalf of Plaintiffs and the proposed Class.

10 5. In early 2013, the Judicial Panel on Multidistrict Litigation centralized
11 and transferred related cases to the District Court of the Central District of
12 California for coordinated proceedings. Before this MDL transferee Court held its
13 first status conference, Plaintiffs in three cases in this MDL – which includes 52
14 cases total – agreed to a nationwide settlement with Hyundai, which Kia later
15 joined. During the first status conference, counsel in those three pending cases
16 announced that they had reached a settlement in principal with Defendants. The
17 material terms of the announced agreement were not made public at that time, and,
18 in fact, any proposed agreement was not disclosed to counsel until shortly before
19 the Settlement Agreement was filed with the Court almost a full-year later, in
20 December 2013.

21 6. During the initial status conference, counsel for many plaintiffs
22 expressed skepticism of the proposed settlement and the process by which that
23 settlement was reached. In particular, NSP Counsel expressed concern regarding a
24 settlement that had been reached without the benefit of any discovery, no litigation
25 of the merits, and settled without the Court's or NSP counsel's involvement. This
26 Court quickly recognized that special attention to the proposed settlement was
27 critical given that the agreement was reached before the cases were organized,
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1 before all cases were transferred, before any discovery was conducted, and just
2 shortly after many of the cases were filed. The Court made clear its obligation to
3 ensure that the proposed classes' interests be fully protected, and the need for NSP
4 Counsel to fully evaluate the sufficiency and adequacy of terms of the proposed
5 agreement prior to the settlement approval process. This Court recognized the
6 necessity of an independent, adversarial component to this process.

7 7. In an effort to ensure that all voices were heard and that the eventual
8 proposed settlement was fair, reasonable, and adequate, the Court appointed
9 Liaison Counsel for the NSPs. The role of Liaison Counsel was to coordinate and
10 help organize the work and effort by all NSP Counsel, including Milstein
11 Adelman, and to act as the primary point of contact with Settling Plaintiffs'
12 Counsel, Defendants, and the Court. This Court's stated objective in appointing
13 Liaison Counsel was avoid an overly expensive, inefficient, and duplicative
14 process, while protecting the interests of plaintiffs and the class. This Court noted
15 the necessity of this independent adversarial process to ensure the best possible
16 settlement for Plaintiffs and class members and to minimize objections to the
17 eventually filed proposed settlement. This process was chosen instead of a
18 traditional lead counsel structure.

19 8. At subsequent status conferences, this Court further outlined its
20 position that because the Settling Plaintiffs' Counsel were not appointed as class
21 counsel, they could not bind NSPs to the proposed settlement without their
22 agreement. This Court consistently stated the importance of reducing or
23 eliminating objections from NSP counsel, particularly because of the risk that
24 named plaintiffs represented overlapping classes would have divergent views on
25 the settlement.

26 9. As one of the NSP firms, Milstein Adelman had a legal and ethical
27 obligation to protect the interests of its client and absent class members, including
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1 to fully explore and examine through discovery and coordinated work and analysis
2 the facts, circumstances, and claims alleged in the various Complaints, and the
3 terms of the proposed settlement, including the eventual Settlement Agreement and
4 all related exhibits, notices and claim forms.

5 10. During the initial status conference and throughout this litigation, the
6 Court advised that all counsel should work cooperatively and efficiently in all
7 aspects of the case, while encouraging a thorough evaluation of the underlying
8 facts, claims, and proposed settlement. Milstein Adelman played an important role
9 in performing a substantial amount of this work on behalf of Plaintiffs and the
10 Class, and was one of the primary firms relied on by Liaison Counsel to
11 accomplish all of the work required to fully examine and analyze the material
12 terms of the settlement. The firm and its lawyers worked efficiently and
13 effectively in carrying out this important, Court sanctioned work and role.

14 11. Under the direction of the Court, Milstein Adelman worked closely
15 with Liaison Counsel and other NSP firms on a discreet discovery issue, including
16 presenting oral argument at the December 9, 2013 discovery hearing regarding
17 third party marketing reports and messenger systems.

18 12. The Court encouraged all counsel to thoroughly evaluate the eventual,
19 proposed Settlement Agreement in order to minimize the number of objections and
20 to insure its sufficiency and adequacy. This evaluation required an extensive
21 review of the interview testimony and documents produced, and significant
22 research regarding the expected value of the proposed Settlement to Plaintiffs and
23 Settlement Class members. While Milstein Adelman was generally satisfied with
24 the compensation offered by the settlement, the firm had a number of concerns
25 regarding the proposed notice and claims process and settlement administration. In
26 order to evaluate the proposed settlement, all NSP firms, along with Liaison
27 Counsel, regularly communicated to discuss ways to improve the settlement.

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1 Liaison Counsel then communicated those proposed improvements to Defendants,
2 resulting in the eventual inclusion of improvements to the notice and claims
3 process, class members understanding of the settlement options, settlement
4 administration, including a method by which disputes and grievances can be
5 resolved, and class members' use of settlement benefits.

6 13. Milstein Adelman participated in most of the Court status conferences
7 and often served as a spokesperson advocating for the interests of the NSPs and
8 absent class members. Firm lawyers were also actively involved in helping
9 prepare for these conferences, including participating in all conference calls with
10 Liaison Counsel and other NSP firms, and drafting and revising all status reports
11 provided to the Court and related correspondence to Defense Counsel.

12 14. Throughout the litigation, Milstein Adelman worked efficiently
13 through Liaison Counsel at the Court's direction and with Liaison Counsel's and
14 the Court's approval. Given the Court's directive to bill conservatively, the firm
15 worked consistently throughout to insure efficiency and avoid any duplication of
16 effort or work.

17 15. The time expended in this case by attorneys and legal professionals at
18 Milstein Adelman is reflected below.

Attorney	Role	Total Hours	Billing Rate	Lodestar
Gillian L. Wade	Partner	18.0	\$600	\$10,800.00
Allison Willett	Sr. Associate	16.5	\$450	\$7,425.00
Sara D. Avila	Sr. Associate	24.5	\$375	\$9,187.50
David Marin	Litig. Staff	9.5	\$125	\$1,187.50
TOTALS		68.50		\$28,600.00

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25 16. The chart contains a detailed summary indicating the amount of time
26 spent by the partner, attorneys and other professional support staff of my firm who
27 were involved in this litigation, and the lodestar calculation based on the firm's
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1 current billing rates. This chart was prepared from contemporaneous, daily time
2 records regularly prepared and maintained by my firm. The hourly rates for the
3 partners, attorneys and professional support staff in my firm included above are the
4 same as the usual and customary hourly rates charged for their services. Below is a
5 summary of the total time spent: MA spent approximately 14.5 hours preparing a
6 pre-litigation notice letter pursuant to the Consumer Legal Remedies Act,
7 California Civil Code section 1750, assisted co-counsel at Cafferty, Clobes,
8 Meriwether & Sprengel, LLP with drafting Ms. Figueroa's Complaint, and
9 prepared all initial case filing documents; MA spent approximately 18 hours
10 appearing in person at two Status Conferences before Judge Wu and appearing
11 telephonically for numerous other Status Conferences and motion hearings; MA
12 spent approximately one hour on conference calls; MA spent approximately 3.5
13 hours reviewing the proposed settlement and proposed class notice; and, MA spent
14 approximately 21.5 hours on discovery issues, including presenting oral argument
15 at the December 9, 2013 discovery hearing regarding third party marketing reports
16 and messenger systems.

17 17. Should the Court require, I would be happy to provide detailed time
18 records for all attorneys and legal assistants.

19 18. We have not included in our firm's time any work related to the
20 mediation regarding payment of attorney's fees and expenses.

21 19. The total number of hours spent on this litigation by my firm from
22 inception through August 25, 2014 is 68.5 hours. The resulting lodestar for my
23 firm is \$28,600. My firm's lodestar figures are based on the firm's current billing
24 rates.

25 **Litigation Expenses Incurred by My Firm**

26 20. Milstein Adelman has advanced many expenses in this case. These
27 costs would be paid by the clients had the clients hired the firm on an hourly basis.
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1 My firm has incurred a total of \$739. in unreimbursed expenses from inception
2 through August 25, 2014 in connection with the prosecution of this litigation.
3 These expenses are for filing fees (\$680) and parking expenses (\$59).

4 21. The Firm's expenses are reflected on its books and records. These
5 books and records are prepared from expense vouchers, check records, and other
6 source materials and represent an accurate recordation of the expenses incurred.

7 I declare under penalty of perjury under the laws of the United States of
8 America that the foregoing is true and correct.

9 Executed on this 23rd day of December, 2014 in Santa Monica,
10 California.

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12 /S/ Gillian S. Wade

13 _____
14 Gillian L. Wade
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