

IN THE CIRCUIT COURT OF MARYLAND FOR BALTIMORE CITY

CYNTHIA M. CLARK as successor personal
representative of THE ESTATES OF WALTER
F. KACALA and HELEN M. KACALA, *et al.*,

Plaintiffs,

v.

PETER G. ANGELOS, ESQ., *et al.*,

Defendants.

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Case No. 24-C-21-000847 OT

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**LINE FILING AMENDED DECLARATION OF PAUL S. CAIOLA
IN SUPPORT OF MOTION FOR FINAL SETTLEMENT APPROVAL
FILED ON NOVEMBER 12, 2024**

DEAR CLERK:

Attached please find an Amended Declaration of Paul S. Caiola attached as Appendix C to Plaintiffs’ Memorandum in Support of Motion for Final Settlement Approval, filed on November 12, 2024. This amendment corrects an error in paragraph 38 regarding the total recorded hours of Gallagher timekeepers as of November 11, 2024. The correct number of hours recorded is 10,780.83 hours, not 3,401 hours. References to 3,401 hours cited in Plaintiffs’ Memorandum in Support of Motion for Award of Attorneys’ Fees and Expenses to Class Counsel, also filed on November 12, 2024, should likewise be corrected to 10,780.83 hours. A redlined version of the amended declaration reflecting the corrected text is also included with this Line.

Respectfully submitted,

GALLAGHER EVELIUS & JONES LLP

/s/ Joe Dugan

Paul S. Caiola (AIS # 9512120109)

Brian T. Tucker (AIS # 0306180261)

Joe Dugan (AIS # 1812110109)

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Class Counsel

Date: November 21, 2024

CERTIFICATE OF SERVICE

I **HEREBY CERTIFY** that on the 21st day of November 2024, a copy of the foregoing Line and Amended Declaration of Paul S. Caiola in Support of Motion for Final Settlement Approval, was served via the MDEC system and/or by e-mail on the following counsel of record:

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/s/ Joe Dugan

Joe Dugan (AIS # 1812110109)

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APPENDIX C

IN THE CIRCUIT COURT FOR BALTIMORE CITY

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Case No. 24-C-21-000847 OT

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AMENDED
DECLARATION OF PAUL CAIOLA

I, Paul Caiola, being of sound mind and above age eighteen, make this Declaration based on personal knowledge and information provided to me in the course of my professional duties:

1. I am a partner at Gallagher Evelius & Jones LLP, a Baltimore-based firm that has served our community for over six decades. I have led the trial team in the above-captioned litigation since the outset of the case and have personal knowledge about the work that each trial team member did to further the litigation.

Trial Team

2. I have extensive experience with complex commercial litigation, particularly in cases (like this one) with insurance coverage issues. I served as lead counsel in a federal action that spanned more than nine years, Deluxe Building Systems, Inc. v. Constructamax, Inc. et al., No. 06 Civ. 2996 (D.N.J.). In that litigation, our team was successful in obtaining summary judgment on behalf of Whitlock Mills, LP as to liability against a large insurance company that had issued a performance bond to a contractor and later took over the work pursuant to a takeover agreement when the contractor defaulted. After the court ruled that due to breaches of

the takeover agreement, Whitlock Mills could obtain damages from the insurance company in excess of the penal sum of the bond (one of the first such rulings in the country), Whitlock Mills obtained a \$27 million settlement from the insurer.

3. I also led a team that served, in collaboration with the Public Justice Center, as plaintiffs' counsel in Gorres v. Robinson, No. GLR-21-3029 (D. Md.), a putative class action filed by unemployed Marylanders against the Maryland Department of Labor. After we filed both the complaint and a motion for class certification, the parties entered into a months'-long mediation process facilitated by the Honorable Susan K. Gauvey. The parties eventually reached a settlement, making critical reforms to address delays and interruptions in benefits payments and ensure fair process related to overpayments.

4. I graduated from the University of Maryland Francis King Carey School of Law, *summa cum laude*, Order of the Coif, in 1995. Prior to joining Gallagher, I served as a judicial law clerk to United States District Judge Walter E. Black, Jr.

5. I am familiar with the work and reputation of Brian Tucker. Mr. Tucker, who was involved with this litigation since its inception, has extensive experience with liability insurance coverage claims and disputes on behalf of both insureds and insurers, and routinely provides advice on wide-ranging insurance and contract interpretation issues as coverage counsel and outside general counsel to organizations. Mr. Tucker's practice involves pursuing insurance coverage for clients for catastrophic personal injury claims in a variety of jurisdictions, including for cases involving claims and policies from decades ago. Over the past five years alone, Mr. Tucker has represented numerous clients as coverage counsel on many such matters, with alleged damages and occurrence-based policies across multiple insurers in excess of \$100 million.

6. Gallagher is general counsel to a Maryland based insurance company, and for the past nine years Mr. Tucker has been its lead attorney. He has protected the interests of this insurer in a variety of insurance coverage disputes, including handling first-party and third-party coverage issues and defending and pursuing claims.

7. Mr. Tucker graduated from the University of Maryland Francis King Carey School of Law, Order of the Coif, in 2002. Prior to joining Gallagher, Mr. Tucker served as a judicial law clerk to the Honorable Richard D. Bennett of the United States District Court for the District of Maryland.

8. I am familiar with the work and reputation of Joe Dugan. Mr. Dugan graduated *summa cum laude* from Indiana University Maurer School of Law in 2015. After graduating, Mr. Dugan clerked first for Hon. James K. Bredar of the U.S. District Court for the District of Maryland, and then for Hon. David F. Hamilton of the U.S. Court of Appeals for the Seventh Circuit. Following his clerkships, Mr. Dugan served as a trial attorney with the U.S. Department of Justice, Civil Division, Federal Programs Branch, and then joined Gallagher in 2019.

9. While at Gallagher, Mr. Dugan has worked on many complex commercial cases, including cases involving intellectual property, employment law, contract and corporate governance principles, and constitutional issues. He also has done work in connection with putative class actions. Mr. Dugan defended a putative class action against a property management company, which resulted in a favorable settlement agreement, and he currently is defending two additional class actions involving housing-related claims. Mr. Dugan also is part of a team of lawyers defending one of many parties in multidistrict litigation that encompasses putative class claims.

10. I am familiar with the work and reputation of Sarah Simmons. Ms. Simmons is a mid-level associate at Gallagher with experience in commercial civil litigation in the areas of construction, real estate, tort claims, and general commercial contract disputes. Ms. Simmons was also part of the plaintiffs' counsel's team in Gorres v. Robinson, the putative class action discussed above.

11. Prior to joining Gallagher in 2021, Ms. Simmons clerked for the Honorable Judge Kathryn Grill Graeff on the Appellate Court of Maryland (2019-2021). Ms. Simmons graduated *summa cum laude* in 2019 from the University of Baltimore School of Law. During law school, Ms. Simmons served as Executive Editor of the University of Baltimore Law Review. In summer 2018, she served as a judicial intern to the Honorable Clayton Greene Jr. on the Maryland Supreme Court, and in spring 2019, she clerked for the Maryland Office of the Attorney General with the Legislative Affairs Director. Ms. Simmons also worked as a legal intern for Hopeworks, which helps survivors of domestic violence obtain protective orders and access resources in Howard County, Maryland.

12. I am familiar with the work and reputation of Tory Trocchia, an associate at Gallagher with experience in commercial civil litigation. While at Gallagher, Ms. Trocchia has had the opportunity to work on several complex commercial cases, including cases involving contract disputes, employment law, insurance coverage claims, and constitutional issues. Ms. Trocchia currently is part of a team of lawyers defending one of many parties in multidistrict litigation that encompasses putative class claims.

13. Prior to earning her JD from the University of Maryland Francis King Carey School of Law, where she graduated *magna cum laude*, Order of the Coif, in 2022, Ms. Trocchia spent five years at a Baltimore-based investment firm (2014-2019), where she worked first as a

relationship manager for institutional clients and subsequently on the fixed income investment team. During law school, Ms. Trocchia competed in mock trial competitions as a member of Maryland Law's National Trial Team and honed her appellate brief-writing and research skills as a student attorney in the Juvenile Lifer Advocacy Clinic. Before joining Gallagher in 2023, she served as a judicial law clerk to the Honorable R. M. Nazarian of the Appellate Court of Maryland (2022-2023).

Litigation Strategy

14. This litigation required years of hard work and creative lawyering. The trial team's efforts included researching and drafting three lengthy complaints, and successfully avoiding motions to dismiss as to each; defeating an early motion to strike Plaintiffs' class allegations, successfully moving to dismiss Defendants' subsequent interlocutory appeal, and successfully resisting Defendants' petition for a writ of certiorari to the Maryland Supreme Court; obtaining over 470,000 pages of discovery material from Defendants following three successful motions to compel; coordinating with an industry expert to analyze the Class damages and determine the settlement value of asbestos injury claims in the absence of insurance limits; and conducting fact investigation outreach to absent Class Members, receiving and reviewing more than 1,000 questionnaires from absent Class Members, and avoiding Defendants' attempt to restrain that outreach through a TRO motion.

15. To build our case, the trial team painstakingly reviewed the documents described in the underlying litigation as the Nagle and Chapper Documents, together with briefs and discovery material from the underlying proceedings. The team engaged no fewer than seven experts to assist with various aspects of the case. We served sixty interrogatories and 158 requests for admission in this lawsuit, and we took or defended nine depositions.

16. We also have played an important role in ascertaining contact information for the absent Class Members. We started this effort long before the Court entered its Order preliminarily approving the Proposed Class Settlement. More recently, Tory Trocchia has spearheaded this effort.

17. In mid-2023, we determined that our fact investigation should include contacting absent class members to survey them on information relevant to class certification and the merits of the case.

18. Using public filings from the underlying 2005 Tort Action, we ascertained the names and social security numbers of all 7,185 MCIC Settlement Beneficiaries who received payment in 1994 (the “1994 Payee Beneficiaries,” and together with the personal representatives of their estates, the “1994 Payees”), as well as the names and addresses of the personal representatives of the estates of many of the 1994 Payee Beneficiaries.

19. For the 1994 Payee Beneficiaries for whom the public filings in the Tort Action did not list addresses or personal representative information, we undertook additional efforts to ascertain this information. Specifically, between March and September 2023, a group of Gallagher’s administrative assistants and paralegals conducted searches using Thompson Reuters PeopleMap and the Maryland Register of Wills website to determine: which 1994 Payee Beneficiaries were still alive; the addresses of the living 1994 Payee Beneficiaries; and the names and addresses of the personal representatives of the deceased 1994 Payee Beneficiaries.

20. Once we had generated a list of addresses for all 7,185 1994 Payees, we engaged Jeffrey Izes and his firm, Izes Consulting Services (together with Jeffrey Izes, “ICS”), a full-service call center consulting company, to “skip-trace” the data to obtain current address information. ICS first arranged for the data of a sample group of approximately 800 1994

Payees to be “skip-traced” in September 2023, and later arranged for the data of the remaining 1994 Payees to be skip-traced in October 2023.

21. We also engaged ICS to act as a call center. In September 2023, using the skip-traced data, we mailed a letter (the “Pilot Mailing”) to a sample group of approximately 800 1994 Payees. In this letter, we informed recipients of the filing of this lawsuit and asked them to call the ICS call center during the weeks of October 2 and October 9, 2023 if they were willing to provide our firm with information related to the case. ICS received calls from approximately 150 1994 Payees who received the Pilot Mailing, asked callers a specified list of questions drafted by Gallagher regarding their or their loved one’s exposure to MCIC’s asbestos products and their contact information, and shared callers’ answers to these questions with Gallagher.

22. Following the Pilot Mailing, we decided to cease using the ICS call center and to instead collect additional information from 1994 Payees via a written questionnaire. In November 2023, we mailed a letter to all 1994 Payees who either had not received the Pilot Mailing or had received the Pilot Mailing but had not called the call center to answer our questions. Enclosed with this Second Mailing was a copy of Plaintiffs’ Third Amended Class Action Complaint in this case, a questionnaire, and an authorization for release of information. The letter requested that willing recipients complete the survey and authorization and return it to Gallagher via mail or email.

23. For 1994 Payees whose Second Mailings were returned as undeliverable and for addresses for which Gallagher received reports that the intended recipient was no longer residing there, Gallagher’s legal administrative assistants used Thompson Reuters PeopleMap and the Maryland Register of Wills website to attempt to identify new addresses or, in the case of deceased 1994 Payees, the names and addresses for alternate personal representatives or

appropriate next of kin. In cases where we were successful in identifying new addresses, we mailed copies of the Second Mailing to those addresses. In cases where we were unsuccessful, the addresses on record were marked as bad addresses for recordkeeping purposes.

24. Even now, many months later, we continue to receive occasional calls, emails, and completed questionnaires and authorizations in response to the Second Mailing. Through these calls, emails, and returned questionnaires and surveys, we have been able to confirm as good the addresses for more than 1,200 Class Members.

25. On April 19, 2024, the parties attended a full-day mediation session and reached a tentative agreement in principle on the terms of a class-wide settlement. During subsequent settlement negotiations, the parties agreed to engage Strategic Claims Services (“SCS”), a nationally recognized class action settlement administration firm, to administer the settlement, including mailing the Notice to all Class Members and mailing settlement checks to all MCIC Settlement Beneficiaries who do not opt out of the Class.

26. To facilitate SCS’s mailing process, the parties agreed on the class member lists and provided SCS with those lists as well as their lists of vetted addresses. Gallagher’s vetted address list included information about which addresses had been confirmed as good and which had been confirmed as bad by prior skip-tracing efforts, returned mail, and caller reports. SCS skip-traced all of the addresses provided and ran them through the United States Postal Service National Change of Address Service to obtain current address information. In cases where the Law Firm’s contact information for a Class Member conflicted with Gallagher’s and neither was ruled out by SCS’s address updating procedures, SCS sent the Notice to both sets of addresses.

27. In October 2024, SCS provided Gallagher with a list of several hundred Class Members for whom it determined that all addresses were undeliverable. Gallagher undertook

efforts to find alternate addresses for these Class Members via Thomson Reuters PeopleMap and Accurint, which resulted in new addresses being identified for, and new Notices mailed to, 245 Class Members.

28. SCS and Gallagher recently have engaged in discussions regarding the appropriate process for identifying addresses for the approximately 200 payee Class Members for whom all known addresses have been determined to be undeliverable, as well as for any payee Class Members for whom SCS later determines that all addresses on file are bad. SCS and Gallagher preliminarily have agreed that, in order to maximize the number of Settlement Class Members who receive settlement payments, SCS will run searches on the Maryland Register of Wills website to identify new contact information and addresses where possible. The costs of this effort will be charged to the subset of Class Members who require additional effort to find them, rather than to the full Class.

Time Investment and Billing Records

29. I am familiar with the contemporaneous billing records maintained by timekeepers at Gallagher who recorded time to the above-captioned matter, as well as in the related case of Norman J. Loverde ex rel. Estates of Stephen J. Loverde, Sr. & Mary Anna Loverde, et al. v. Georgia K. Angelos, et al., No. 24-C-23-005142 OG (Balt. City Cir. Ct.).

30. Through the assistance of a senior paralegal, our firm has prepared a summary, by quarter, of the hours billed, the general work performed, and the value of the time (computed pursuant to our actual historical rates and our current rates) across the two matters. This information is set forth in the tables below.

31. The following table represents the period April 2019 through September 2019:

Date	Summary of Work Completed	Value of Time
2 nd Quarter 2019 (April – June)	Undertook initial factual and legal investigation into possible malpractice class action;	\$18,941.50
3 rd Quarter 2019 (July – September)	Continued investigation into potential malpractice claims, conferred with potential named plaintiffs, and discussed case strategy;	\$2,047.00
	Total	\$20,988.50

32. The following table represents the period October 2019 through September 2020:

Date	Summary of Work Completed	Value of Time
4 th Quarter 2019 (October – December)	Reviewed select materials in underlying cases obtained from clerk’s office;	\$841.00
1 st Quarter 2020 (January – March)	Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$8,284.50
2 nd Quarter 2020 (April – June)	Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$5,106.00
3 rd Quarter 2020 (July – September)	Conducted research related to legal malpractice and settlement fraud litigation; Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$11,964.00
	Total	\$26,195.50

33. The following table represents the period October 2020 through September 2021:

Date	Summary of Work Completed	Value of Time
4 th Quarter 2020 (October – December)	Continued research related to legal malpractice, Maryland asbestos litigation, and settlement fraud litigation; Continued investigation into potential malpractice claims; Team discussions concerning class certification and case strategy;	\$20,893.00

1 st Quarter 2021 (January – March)	Continued research related to legal malpractice, Maryland asbestos litigation, and settlement fraud litigation; Prepared class action complaint; Conferred with team regarding complaint, class action claims issues, prior malpractice action against defendants, and case strategy;	\$59,579.00
2 nd Quarter 2021 (April – June)	Strategized with team regarding discovery and class certification discovery issues; Drafted briefs; Prepared discovery and first amended complaint; Continued research related to legal malpractice class actions, class certification, privilege issues and class certification discovery; Developed ESI protocol and conferred with opposing counsel;	\$92,730.00
3 rd Quarter 2021 (July – September)	Strategized with team and prepared briefs; Continued research related to legal malpractice class actions, class certification, insurance claims, and appeal issues; Continued team discussions regarding discovery issues, case strategy, motion hearing strategy, and appeal briefing strategy;	\$129,782.00
	Total	\$302,984.00

34. The following table represents the period October 2021 through September 2022:

Date	Summary of Work Completed	Value of Time
4 th Quarter 2021 (October – December)	Strategized with team and prepared briefs in support of motions, oppositions, and answer to petition for writ of certiorari; Continued research related to legal malpractice claims; Analyzed discovery documents; Prepared discovery materials; Continued team discussions regarding discovery issues, insurance coverage issues, and case strategy; Conferred with opposing counsel regarding case issues;	\$122,777.00
1 st Quarter 2022 (January – March)	Continued research related to legal issues concerning legal malpractice class actions, class certification, and insurance claims; Analyzed discovery documents; Prepared briefs in support of motions; Conferred with opposing counsel	\$125,087.00

	regarding discovery issues and stipulated confidentiality order; Continued team discussions regarding discovery, insurance issues, and case strategy;	
2nd Quarter 2022 (April – June)	Continued research related to legal issues concerning legal malpractice class actions and insurance claims, and class members’ contact information; Analyzed discovery documents; Prepared briefs in connection with motion practice; Prepared discovery materials; Continued team discussions regarding discovery and insurance issues, discovery disputes, expert witnesses, and case strategy;	\$198,666.00
3rd Quarter 2022 (July – September)	Continued team discussions and work on discovery, insurance issues, class certification issues, expert issues, bankruptcy cases, damage analysis and case strategy; Prepared for and represented clients at motions hearing and discovery conference; Continued research related to legal malpractice class actions and insurance claims; Prepared second amended complaint, briefs in support of motions, and discovery materials;	\$242,389.00
	Total	\$688,919.00

35. The following table represents the period October 2022 through September 2023:

Date	Summary of Work Completed	Value of Time
4th Quarter 2022 (October – December)	Continued team discussion and work on discovery, insurance issues, class certification, expert issues, bankruptcy cases, damage analysis, and case strategy; Continued research related to legal malpractice class actions, class certification, and insurance claims; Continued developing second amended complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearing;	\$350,057.50

1 st Quarter 2023 (January – March)	Initiated search for class member contact information; Continued team discussions and work on discovery, expert issues, class certification, insurance issues, bankruptcy cases, damage analysis, and case strategy; Continued research related to legal malpractice class actions, federal jurisdiction, class certification, damages, and insurance claims; Prepared third amended complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearing;	\$292,003.50
2 nd Quarter 2023 (April – June)	Began drafting materials for outreach to class members in furtherance of fact investigation; Continued work on discovery, expert issues, and compiling class member contact information; Prepared briefs in connection with motion practice; Prepared for and represented clients at motions hearing and discovery conference; Continued team discussions regarding discovery and insurance issues, class certification, expert witnesses, and case strategy;	\$383,040.00
3 rd Quarter 2023 (July – September)	Initiated class member outreach effort for fact investigation; Continued work on discovery, outreach effort, and expert issues; Prepared briefs in connection with motion practice; Prepared for and represented clients at status conference and motions hearing; Continued team discussions regarding class discovery issues, outreach efforts, class certification, expert witnesses and case strategy;	\$309,002.00
	Total	\$1,334,103

36. The following table represents the period October 2023 through September 2024:

Date	Summary of Work Completed	Value of Time
4 th Quarter 2023 (October – December)	Continued team discussions and work on discovery, expert issues, insurance issues, fact investigation program, class	\$351,209.10

	certification, fact investigation issues and case strategy; Prepared for and attended depositions; Prepared fraudulent conveyance complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearings and discovery conference;	
1 st Quarter 2024 (January – March)	Continued team discussions and work on discovery, class certification, expert issues, fact investigation program, asset issues, mediation, insurance issues, fact investigation issues, and case strategy; Prepared briefs in connection with motion practice; Prepared and filed superseding class certification motion; Prepared for and attended depositions; Analyzed Abate I trial transcript;	\$415,020.00
2 nd Quarter 2024 (April – June)	Continued team discussions and work on discovery issues, class certification, asset issues, mediation, settlement issues, insurance issues, fact investigation program, and case strategy; Prepared reply in support of superseding class certification motion; Prepared for and represented clients at mediation; Conferred with settlement beneficiaries regarding case status;	\$306,167.00
3 rd Quarter 2024 (July – September)	Initiated team discussions and work on settlement agreement, disbursement agreement, class notices, tolling agreement; Continued team discussions on settlement issues, class certification, and case strategy; Prepared motion for preliminary approval of class settlement; Prepared for and represented clients at motions hearing; Conferred with settlement beneficiaries regarding case status;	\$203,364.00
	Total	\$1,275,760.10

37. The following table represents the period October 2024 through November 11, 2024:

Date	Summary of Work Completed	Value of Time
<p>4th Quarter 2024 (October 1 – November 11, 2024)</p>	<p>Continued work with third party on settlement and disbursement agreement, class member contact tracking, and class notices; Prepared briefs in connection with motion for final settlement approval, fee petition, and related filings; Conferred with settlement beneficiaries regarding settlement and case status; Continued team discussions regarding disbursement agreement, settlement issues, class members and class notice issues, fee petition, and case strategy;</p>	<p>\$76,482.00</p>
	<p>Total</p>	<p>\$76,482.00</p>

38. In total, as of November 11, 2024, Gallagher timekeepers recorded 10,780.83 hours to this matter, totaling \$3,725,432.10 at our actual historical rates; and \$4,193,016.00 at our current rates.

39. Based on my experience, Gallagher’s rates, which are the standard hourly rates actually charged to, and paid by, clients of our firm, are consistent with if not substantially lower than the prevailing market rates charged by other law firms in the Baltimore area for attorneys and paraprofessionals of comparable experience, expertise, and qualifications.

40. Gallagher is a highly respected firm, with an established reputation for providing quality legal work throughout the region. In Reaching Hearts Int’l, Inc. v. Prince George’s County, 478 F. App’x 54, 58-60 (4th Cir. 2012), the U.S. Court of Appeals for the Fourth Circuit affirmed an award of attorneys’ fees for a multiyear case that included full hourly rates for Gallagher attorneys for the entire period at the then-current rates.

41. Gallagher staff who are not timekeepers also played a major role in this litigation, more so than on a typical litigation matter. While we cannot precisely quantify that time investment, it was substantial.

42. In addition to our time, Gallagher advanced \$330,012.50 in litigation costs across the two matters. Those costs are summarized in the table below:

Category of Expenses	Value of Time
Deliveries, Postage, Outside Photocopies	\$32,877.91
Deposition Service and Transcripts	\$23,988.94
Filing, Service and Recording Fees, and Document Retrieval	\$2,807.45
IT Related Services (exclusive of Westlaw legal research)	\$21,132.57
Mediation Fee	\$12,352.28
Experts and Outside Consultants	\$236,853.35
Total	\$330,012.50

43. Gallagher's investment in this litigation was amply justified, given the value of the Class claims. Based on the analysis of our damages expert, Christopher Makuc, we computed a base case for damages of just shy of \$93 million.

44. Historically (without accounting for this case), the bulk of Gallagher's litigation practice has involved hourly billable matters, with contingency work representing a fairly small part of our overall practice.

45. The trial team was honored to invest our time, talent, and resources in this litigation that we believe will benefit thousands of Maryland families. Many Class Members who responded to our Fall 2023 fact investigation expressed gratitude for our work and enthusiasm about our efforts on the case.


46. The Class Members appear to be satisfied with the settlement, insofar as SCS received only fourteen valid/timely opt-out requests, as well as two untimely opt-out requests

that the parties nevertheless have agreed to treat as valid. Fifteen of the opt-out requests were from MCIC Settlement Beneficiaries, while one was from a Surviving Family Member. SCS also received one valid/timely objection. This is out a Class of 10,215 MCIC Settlement Beneficiaries and Surviving Family Members.

47. Gallagher invested in this case because we believed in our clients and their claims, and also because we saw an opportunity to bring a benefit to deserving Angelos clients who may not be able to afford private representation (and for whom the cost of hourly litigation would not make sense given their stakes in the case), while also achieving economic success for Gallagher.

I SOLEMNLY AFFIRM under the penalties for perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Date: November 21, 2024



Paul S. Caiola

IN THE CIRCUIT COURT FOR BALTIMORE CITY

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PETER G. ANGELOS, ESQ., et al.,

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Case No. 24-C-21-000847 OT

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AMENDED
DECLARATION OF PAUL CAIOLA

I, Paul Caiola, being of sound mind and above age eighteen, make this Declaration based on personal knowledge and information provided to me in the course of my professional duties:

1. I am a partner at Gallagher Evelius & Jones LLP, a Baltimore-based firm that has served our community for over six decades. I have led the trial team in the above-captioned litigation since the outset of the case and have personal knowledge about the work that each trial team member did to further the litigation.

Trial Team

2. I have extensive experience with complex commercial litigation, particularly in cases (like this one) with insurance coverage issues. I served as lead counsel in a federal action that spanned more than nine years, Deluxe Building Systems, Inc. v. Constructamax, Inc. et al., No. 06 Civ. 2996 (D.N.J.). In that litigation, our team was successful in obtaining summary judgment on behalf of Whitlock Mills, LP as to liability against a large insurance company that had issued a performance bond to a contractor and later took over the work pursuant to a

takeover agreement when the contractor defaulted. After the court ruled that due to breaches of the takeover agreement, Whitlock Mills could obtain damages from the insurance company in excess of the penal sum of the bond (one of the first such rulings in the country), Whitlock Mills obtained a \$27 million settlement from the insurer.

3. I also led a team that served, in collaboration with the Public Justice Center, as plaintiffs' counsel in Gorres v. Robinson, No. GLR-21-3029 (D. Md.), a putative class action filed by unemployed Marylanders against the Maryland Department of Labor. After we filed both the complaint and a motion for class certification, the parties entered into a months'-long mediation process facilitated by the Honorable Susan K. Gauvey. The parties eventually reached a settlement, making critical reforms to address delays and interruptions in benefits payments and ensure fair process related to overpayments.

4. I graduated from the University of Maryland Francis King Carey School of Law, *summa cum laude*, Order of the Coif, in 1995. Prior to joining Gallagher, I served as a judicial law clerk to United States District Judge Walter E. Black, Jr.

5. I am familiar with the work and reputation of Brian Tucker. Mr. Tucker, who was involved with this litigation since its inception, has extensive experience with liability insurance coverage claims and disputes on behalf of both insureds and insurers, and routinely provides advice on wide-ranging insurance and contract interpretation issues as coverage counsel and outside general counsel to organizations. Mr. Tucker's practice involves pursuing insurance coverage for clients for catastrophic personal injury claims in a variety of jurisdictions, including for cases involving claims and policies from decades ago. Over the past five years alone, Mr. Tucker has represented numerous clients as coverage counsel on many such matters,

with alleged damages and occurrence-based policies across multiple insurers in excess of \$100 million.

6. Gallagher is general counsel to a Maryland based insurance company, and for the past nine years Mr. Tucker has been its lead attorney. He has protected the interests of this insurer in a variety of insurance coverage disputes, including handling first-party and third-party coverage issues and defending and pursuing claims.

7. Mr. Tucker graduated from the University of Maryland Francis King Carey School of Law, Order of the Coif, in 2002. Prior to joining Gallagher, Mr. Tucker served as a judicial law clerk to the Honorable Richard D. Bennett of the United States District Court for the District of Maryland.

8. I am familiar with the work and reputation of Joe Dugan. Mr. Dugan graduated *summa cum laude* from Indiana University Maurer School of Law in 2015. After graduating, Mr. Dugan clerked first for Hon. James K. Bredar of the U.S. District Court for the District of Maryland, and then for Hon. David F. Hamilton of the U.S. Court of Appeals for the Seventh Circuit. Following his clerkships, Mr. Dugan served as a trial attorney with the U.S. Department of Justice, Civil Division, Federal Programs Branch, and then joined Gallagher in 2019.

9. While at Gallagher, Mr. Dugan has worked on many complex commercial cases, including cases involving intellectual property, employment law, contract and corporate governance principles, and constitutional issues. He also has done work in connection with putative class actions. Mr. Dugan defended a putative class action against a property management company, which resulted in a favorable settlement agreement, and he currently is defending two additional class actions involving housing-related claims. Mr. Dugan also is part

of a team of lawyers defending one of many parties in multidistrict litigation that encompasses putative class claims.

10. I am familiar with the work and reputation of Sarah Simmons. Ms. Simmons is a mid-level associate at Gallagher with experience in commercial civil litigation in the areas of construction, real estate, tort claims, and general commercial contract disputes. Ms. Simmons was also part of the plaintiffs' counsel's team in Gorres v. Robinson, the putative class action discussed above.

11. Prior to joining Gallagher in 2021, Ms. Simmons clerked for the Honorable Judge Kathryn Grill Graeff on the Appellate Court of Maryland (2019-2021). Ms. Simmons graduated *summa cum laude* in 2019 from the University of Baltimore School of Law. During law school, Ms. Simmons served as Executive Editor of the University of Baltimore Law Review. In summer 2018, she served as a judicial intern to the Honorable Clayton Greene Jr. on the Maryland Supreme Court, and in spring 2019, she clerked for the Maryland Office of the Attorney General with the Legislative Affairs Director. Ms. Simmons also worked as a legal intern for Hopeworks, which helps survivors of domestic violence obtain protective orders and access resources in Howard County, Maryland.

12. I am familiar with the work and reputation of Tory Trocchia, an associate at Gallagher with experience in commercial civil litigation. While at Gallagher, Ms. Trocchia has had the opportunity to work on several complex commercial cases, including cases involving contract disputes, employment law, insurance coverage claims, and constitutional issues. Ms. Trocchia currently is part of a team of lawyers defending one of many parties in multidistrict litigation that encompasses putative class claims.

13. Prior to earning her JD from the University of Maryland Francis King Carey School of Law, where she graduated *magna cum laude*, Order of the Coif, in 2022, Ms. Trocchia spent five years at a Baltimore-based investment firm (2014-2019), where she worked first as a relationship manager for institutional clients and subsequently on the fixed income investment team. During law school, Ms. Trocchia competed in mock trial competitions as a member of Maryland Law's National Trial Team and honed her appellate brief-writing and research skills as a student attorney in the Juvenile Lifer Advocacy Clinic. Before joining Gallagher in 2023, she served as a judicial law clerk to the Honorable R. M. Nazarian of the Appellate Court of Maryland (2022-2023).

Litigation Strategy

14. This litigation required years of hard work and creative lawyering. The trial team's efforts included researching and drafting three lengthy complaints, and successfully avoiding motions to dismiss as to each; defeating an early motion to strike Plaintiffs' class allegations, successfully moving to dismiss Defendants' subsequent interlocutory appeal, and successfully resisting Defendants' petition for a writ of certiorari to the Maryland Supreme Court; obtaining over 470,000 pages of discovery material from Defendants following three successful motions to compel; coordinating with an industry expert to analyze the Class damages and determine the settlement value of asbestos injury claims in the absence of insurance limits; and conducting fact investigation outreach to absent Class Members, receiving and reviewing more than 1,000 questionnaires from absent Class Members, and avoiding Defendants' attempt to restrain that outreach through a TRO motion.

15. To build our case, the trial team painstakingly reviewed the documents described in the underlying litigation as the Nagle and Chapper Documents, together with briefs and

discovery material from the underlying proceedings. The team engaged no fewer than seven experts to assist with various aspects of the case. We served sixty interrogatories and 158 requests for admission in this lawsuit, and we took or defended nine depositions.

16. We also have played an important role in ascertaining contact information for the absent Class Members. We started this effort long before the Court entered its Order preliminarily approving the Proposed Class Settlement. More recently, Tory Trocchia has spearheaded this effort.

17. In mid-2023, we determined that our fact investigation should include contacting absent class members to survey them on information relevant to class certification and the merits of the case.

18. Using public filings from the underlying 2005 Tort Action, we ascertained the names and social security numbers of all 7,185 MCIC Settlement Beneficiaries who received payment in 1994 (the “1994 Payee Beneficiaries,” and together with the personal representatives of their estates, the “1994 Payees”), as well as the names and addresses of the personal representatives of the estates of many of the 1994 Payee Beneficiaries.

19. For the 1994 Payee Beneficiaries for whom the public filings in the Tort Action did not list addresses or personal representative information, we undertook additional efforts to ascertain this information. Specifically, between March and September 2023, a group of Gallagher’s administrative assistants and paralegals conducted searches using Thompson Reuters PeopleMap and the Maryland Register of Wills website to determine: which 1994 Payee Beneficiaries were still alive; the addresses of the living 1994 Payee Beneficiaries; and the names and addresses of the personal representatives of the deceased 1994 Payee Beneficiaries.

20. Once we had generated a list of addresses for all 7,185 1994 Payees, we engaged Jeffrey Izes and his firm, Izes Consulting Services (together with Jeffrey Izes, “ICS”), a full-service call center consulting company, to “skip-trace” the data to obtain current address information. ICS first arranged for the data of a sample group of approximately 800 1994 Payees to be “skip-traced” in September 2023, and later arranged for the data of the remaining 1994 Payees to be skip-traced in October 2023.

21. We also engaged ICS to act as a call center. In September 2023, using the skip-traced data, we mailed a letter (the “Pilot Mailing”) to a sample group of approximately 800 1994 Payees. In this letter, we informed recipients of the filing of this lawsuit and asked them to call the ICS call center during the weeks of October 2 and October 9, 2023 if they were willing to provide our firm with information related to the case. ICS received calls from approximately 150 1994 Payees who received the Pilot Mailing, asked callers a specified list of questions drafted by Gallagher regarding their or their loved one’s exposure to MCIC’s asbestos products and their contact information, and shared callers’ answers to these questions with Gallagher.

22. Following the Pilot Mailing, we decided to cease using the ICS call center and to instead collect additional information from 1994 Payees via a written questionnaire. In November 2023, we mailed a letter to all 1994 Payees who either had not received the Pilot Mailing or had received the Pilot Mailing but had not called the call center to answer our questions. Enclosed with this Second Mailing was a copy of Plaintiffs’ Third Amended Class Action Complaint in this case, a questionnaire, and an authorization for release of information. The letter requested that willing recipients complete the survey and authorization and return it to Gallagher via mail or email.

23. For 1994 Payees whose Second Mailings were returned as undeliverable and for addresses for which Gallagher received reports that the intended recipient was no longer residing there, Gallagher's legal administrative assistants used Thompson Reuters PeopleMap and the Maryland Register of Wills website to attempt to identify new addresses or, in the case of deceased 1994 Payees, the names and addresses for alternate personal representatives or appropriate next of kin. In cases where we were successful in identifying new addresses, we mailed copies of the Second Mailing to those addresses. In cases where we were unsuccessful, the addresses on record were marked as bad addresses for recordkeeping purposes.

24. Even now, many months later, we continue to receive occasional calls, emails, and completed questionnaires and authorizations in response to the Second Mailing. Through these calls, emails, and returned questionnaires and surveys, we have been able to confirm as good the addresses for more than 1,200 Class Members.

25. On April 19, 2024, the parties attended a full-day mediation session and reached a tentative agreement in principle on the terms of a class-wide settlement. During subsequent settlement negotiations, the parties agreed to engage Strategic Claims Services ("SCS"), a nationally recognized class action settlement administration firm, to administer the settlement, including mailing the Notice to all Class Members and mailing settlement checks to all MCIC Settlement Beneficiaries who do not opt out of the Class.

26. To facilitate SCS's mailing process, the parties agreed on the class member lists and provided SCS with those lists as well as their lists of vetted addresses. Gallagher's vetted address list included information about which addresses had been confirmed as good and which had been confirmed as bad by prior skip-tracing efforts, returned mail, and caller reports. SCS skip-traced all of the addresses provided and ran them through the United States Postal Service

National Change of Address Service to obtain current address information. In cases where the Law Firm's contact information for a Class Member conflicted with Gallagher's and neither was ruled out by SCS's address updating procedures, SCS sent the Notice to both sets of addresses.

27. In October 2024, SCS provided Gallagher with a list of several hundred Class Members for whom it determined that all addresses were undeliverable. Gallagher undertook efforts to find alternate addresses for these Class Members via Thomson Reuters PeopleMap and Accurint, which resulted in new addresses being identified for, and new Notices mailed to, 245 Class Members.

28. SCS and Gallagher recently have engaged in discussions regarding the appropriate process for identifying addresses for the approximately 200 payee Class Members for whom all known addresses have been determined to be undeliverable, as well as for any payee Class Members for whom SCS later determines that all addresses on file are bad. SCS and Gallagher preliminarily have agreed that, in order to maximize the number of Settlement Class Members who receive settlement payments, SCS will run searches on the Maryland Register of Wills website to identify new contact information and addresses where possible. The costs of this effort will be charged to the subset of Class Members who require additional effort to find them, rather than to the full Class.

Time Investment and Billing Records

29. I am familiar with the contemporaneous billing records maintained by timekeepers at Gallagher who recorded time to the above-captioned matter, as well as in the related case of Norman J. Loverde ex rel. Estates of Stephen J. Loverde, Sr. & Mary Anna Loverde, et al. v. Georgia K. Angelos, et al., No. 24-C-23-005142 OG (Balt. City Cir. Ct.).

30. Through the assistance of a senior paralegal, our firm has prepared a summary, by quarter, of the hours billed, the general work performed, and the value of the time (computed pursuant to our actual historical rates and our current rates) across the two matters. This information is set forth in the tables below.

31. The following table represents the period April 2019 through September 2019:

2 nd Quarter 2019 (April – June)	Undertook initial factual and legal investigation into possible malpractice class action;	\$18,941.50
3 rd Quarter 2019 (July – September)	Continued investigation into potential malpractice claims, conferred with potential named plaintiffs, and discussed case strategy;	\$2,047.00
	Total	\$20,988.50

32. The following table represents the period October 2019 through September 2020:

4 th Quarter 2019 (October – December)	Reviewed select materials in underlying cases obtained from clerk’s office;	\$841.00
1 st Quarter 2020 (January – March)	Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$8,284.50
2 nd Quarter 2020 (April – June)	Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$5,106.00
3 rd Quarter 2020 (July – September)	Conducted research related to legal malpractice and settlement fraud litigation; Continued investigation into potential malpractice claims and discussions concerning case strategy;	\$11,964.00
	Total	\$26,195.50

33. The following table represents the period October 2020 through September 2021:

4 th Quarter 2020 (October – December)	Continued research related to legal malpractice, Maryland asbestos litigation, and settlement fraud litigation; Continued investigation into potential malpractice claims; Team discussions	\$20,893.00

	concerning class certification and case strategy;	
1 st Quarter 2021 (January – March)	Continued research related to legal malpractice, Maryland asbestos litigation, and settlement fraud litigation; Prepared class action complaint; Conferred with team regarding complaint, class action claims issues, prior malpractice action against defendants, and case strategy;	\$59,579.00
2 nd Quarter 2021 (April – June)	Strategized with team regarding discovery and class certification discovery issues; Drafted briefs; Prepared discovery and first amended complaint; Continued research related to legal malpractice class actions, class certification, privilege issues and class certification discovery; Developed ESI protocol and conferred with opposing counsel;	\$92,730.00
3 rd Quarter 2021 (July – September)	Strategized with team and prepared briefs; Continued research related to legal malpractice class actions, class certification, insurance claims, and appeal issues; Continued team discussions regarding discovery issues, case strategy, motion hearing strategy, and appeal briefing strategy;	\$129,782.00
	Total	\$302,984.00

34. The following table represents the period October 2021 through September 2022:

4 th Quarter 2021 (October – December)	Strategized with team and prepared briefs in support of motions, oppositions, and answer to petition for writ of certiorari; Continued research related to legal malpractice claims; Analyzed discovery documents; Prepared discovery materials; Continued team discussions regarding discovery issues, insurance coverage issues, and case strategy; Conferred with opposing counsel regarding case issues;	\$122,777.00
1 st Quarter 2022 (January – March)	Continued research related to legal issues concerning legal malpractice class actions, class certification, and insurance claims; Analyzed discovery documents; Prepared briefs in support	\$125,087.00

	of motions; Conferred with opposing counsel regarding discovery issues and stipulated confidentiality order; Continued team discussions regarding discovery, insurance issues, and case strategy;	
2nd Quarter 2022 (April – June)	Continued research related to legal issues concerning legal malpractice class actions and insurance claims, and class members’ contact information; Analyzed discovery documents; Prepared briefs in connection with motion practice; Prepared discovery materials; Continued team discussions regarding discovery and insurance issues, discovery disputes, expert witnesses, and case strategy;	\$198,666.00
3rd Quarter 2022 (July – September)	Continued team discussions and work on discovery, insurance issues, class certification issues, expert issues, bankruptcy cases, damage analysis and case strategy; Prepared for and represented clients at motions hearing and discovery conference; Continued research related to legal malpractice class actions and insurance claims; Prepared second amended complaint, briefs in support of motions, and discovery materials;	\$242,389.00
	Total	\$688,919.00

35. The following table represents the period October 2022 through September 2023:

4th Quarter 2022 (October – December)	Continued team discussion and work on discovery, insurance issues, class certification, expert issues, bankruptcy cases, damage analysis, and case strategy; Continued research related to legal malpractice class actions, class certification, and insurance claims; Continued developing second amended complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearing;	\$350,057.50

1 st Quarter 2023 (January – March)	Initiated search for class member contact information; Continued team discussions and work on discovery, expert issues, class certification, insurance issues, bankruptcy cases, damage analysis, and case strategy; Continued research related to legal malpractice class actions, federal jurisdiction, class certification, damages, and insurance claims; Prepared third amended complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearing;	\$292,003.50
2 nd Quarter 2023 (April – June)	Began drafting materials for outreach to class members in furtherance of fact investigation; Continued work on discovery, expert issues, and compiling class member contact information; Prepared briefs in connection with motion practice; Prepared for and represented clients at motions hearing and discovery conference; Continued team discussions regarding discovery and insurance issues, class certification, expert witnesses, and case strategy;	\$383,040.00
3 rd Quarter 2023 (July – September)	Initiated class member outreach effort for fact investigation; Continued work on discovery, outreach effort, and expert issues; Prepared briefs in connection with motion practice; Prepared for and represented clients at status conference and motions hearing; Continued team discussions regarding class discovery issues, outreach efforts, class certification, expert witnesses and case strategy;	\$309,002.00
	Total	\$1,334,103

36. The following table represents the period October 2023 through September 2024:

4 th Quarter 2023 (October – December)	Continued team discussions and work on discovery, expert issues, insurance issues,	\$351,209.10
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	fact investigation program, class certification, fact investigation issues and case strategy; Prepared for and attended depositions; Prepared fraudulent conveyance complaint and briefs in connection with motion practice; Prepared for and represented clients at motions hearings and discovery conference;	
1 st Quarter 2024 (January – March)	Continued team discussions and work on discovery, class certification, expert issues, fact investigation program, asset issues, mediation, insurance issues, fact investigation issues, and case strategy; Prepared briefs in connection with motion practice; Prepared and filed superseding class certification motion; Prepared for and attended depositions; Analyzed Abate I trial transcript;	\$415,020.00
2 nd Quarter 2024 (April – June)	Continued team discussions and work on discovery issues, class certification, asset issues, mediation, settlement issues, insurance issues, fact investigation program, and case strategy; Prepared reply in support of superseding class certification motion; Prepared for and represented clients at mediation; Conferred with settlement beneficiaries regarding case status;	\$306,167.00
3 rd Quarter 2024 (July – September)	Initiated team discussions and work on settlement agreement, disbursement agreement, class notices, tolling agreement; Continued team discussions on settlement issues, class certification, and case strategy; Prepared motion for preliminary approval of class settlement; Prepared for and represented clients at motions hearing; Conferred with settlement beneficiaries regarding case status;	\$203,364.00
	Total	\$1,275,760.10

37. The following table represents the period October 2024 through November 11, 2024:

<p>4th Quarter 2024 (October 1 – November 11, 2024)</p>	<p>Continued work with third party on settlement and disbursement agreement, class member contact tracking, and class notices; Prepared briefs in connection with motion for final settlement approval, fee petition, and related filings; Conferred with settlement beneficiaries regarding settlement and case status; Continued team discussions regarding disbursement agreement, settlement issues, class members and class notice issues, fee petition, and case strategy;</p>	<p>\$76,482.00</p>
	<p>Total</p>	<p>\$76,482.00</p>

38. In total, as of November 11, 2024, Gallagher timekeepers recorded ~~3,401~~10,780.83 hours to this matter, totaling \$3,725,432.10 at our actual historical rates; and \$4,193,016.00 at our current rates.

39. Based on my experience, Gallagher’s rates, which are the standard hourly rates actually charged to, and paid by, clients of our firm, are consistent with if not substantially lower than the prevailing market rates charged by other law firms in the Baltimore area for attorneys and paraprofessionals of comparable experience, expertise, and qualifications.

40. Gallagher is a highly respected firm, with an established reputation for providing quality legal work throughout the region. In Reaching Hearts Int’l, Inc. v. Prince George’s County, 478 F. App’x 54, 58-60 (4th Cir. 2012), the U.S. Court of Appeals for the Fourth Circuit affirmed an award of attorneys’ fees for a multiyear case that included full hourly rates for Gallagher attorneys for the entire period at the then-current rates.

41. Gallagher staff who are not timekeepers also played a major role in this litigation, more so than on a typical litigation matter. While we cannot precisely quantify that time investment, it was substantial.

42. In addition to our time, Gallagher advanced \$330,012.50 in litigation costs across the two matters. Those costs are summarized in the table below:

Deliveries, Postage, Outside Photocopies	\$32,877.91
Deposition Service and Transcripts	\$23,988.94
Filing, Service and Recording Fees, and Document Retrieval	\$2,807.45
IT Related Services (exclusive of Westlaw legal research)	\$21,132.57
Mediation Fee	\$12,352.28
Experts and Outside Consultants	\$236,853.35
Total	\$330,012.50

43. Gallagher's investment in this litigation was amply justified, given the value of the Class claims. Based on the analysis of our damages expert, Christopher Makuc, we computed a base case for damages of just shy of \$93 million.

44. Historically (without accounting for this case), the bulk of Gallagher's litigation practice has involved hourly billable matters, with contingency work representing a fairly small part of our overall practice.

45. The trial team was honored to invest our time, talent, and resources in this litigation that we believe will benefit thousands of Maryland families. Many Class Members who responded to our Fall 2023 fact investigation expressed gratitude for our work and enthusiasm about our efforts on the case.

46. The Class Members appear to be satisfied with the settlement, insofar as SCS received only fourteen valid/timely opt-out requests, as well as two untimely opt-out requests that the parties nevertheless have agreed to treat as valid. Fifteen of the opt-out requests were from MCIC Settlement Beneficiaries, while one was from a Surviving Family Member. SCS also received one valid/timely objection. This is out a Class of 10,215 MCIC Settlement Beneficiaries and Surviving Family Members.

47. Gallagher invested in this case because we believed in our clients and their claims, and also because we saw an opportunity to bring a benefit to deserving Angelos clients who may not be able to afford private representation (and for whom the cost of hourly litigation would not make sense given their stakes in the case), while also achieving economic success for Gallagher.

I SOLEMNLY AFFIRM under the penalties for perjury that the foregoing statements are true and correct to the best of my knowledge, information, and belief.

Date: November ____, 2024

Paul S. Caiola