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11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **COUNTY OF ORANGE**
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14 KIMBERLY M. WILHELM, as an individual
15 and on behalf of all employees similarly situated,
16 Plaintiff,

17 v.

18 KEMPER SPORTS MANAGEMENT, LLC, a
19 Delaware Limited Liability Company; KEMPER
20 SPORTS MANAGEMENT HOLDINGS, LLC,
21 a Delaware Limited Liability Company, and
22 DOES 1 through 50, inclusive,
23 Defendants.
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Case No.: 30-2024-01376524-CU-OE-CXC

[Assigned for all purposes to Hon. David A.
Hoffer, Dept. CX-103]

**[PROPOSED] ORDER OF FINAL
APPROVAL OF CLASS AND PAGA
REPRESENTATIVE ACTION
SETTLEMENT; JUDGMENT THEREON**

Action Filed: January 30, 2024
Trial: Not Set

1 The Court considered Plaintiff KIMBERLY M. WILHELM's ("Plaintiff") Motion for Final Approval
2 of Class and PAGA Representative Action Settlement ("Motion"). Having considered the Motion, and all legal
3 authorities and documents concurrently and previously submitted in support thereof, including JOINT
4 STIPULATION OF CLASS AND PAGA REPRESENTATIVE ACTION and FIRST AMENDMENT TO
5 JOINT STIPULATION OF CLASS AND PAGA REPRESENTATIVE ACTION SETTLEMENT
6 ("Settlement" or "Settlement Agreement"), and good cause appearing, **IT IS HEREBY ORDERED and**
7 **ADJUDGED** that the motion is **GRANTED**, subject to the following findings and orders:

8 1. This order incorporates by reference the definitions in the Settlement Agreement, and all
9 capitalized terms defined therein shall have the same meaning in this order as set forth in the Settlement
10 Agreement.

11 2. The Court finds that the terms of the proposed class action Settlement are fair,
12 reasonable, adequate and in the best interests of the Class Members. The Settlement Class meets the
13 requirements for certification for settlement purposes only under Code of Civil Procedure § 382. The
14 Court hereby makes final its earlier provisional certification of the Class for settlement purposes, as set
15 forth in the Preliminary Approval Order.

16 3. The following persons are certified as Class Members solely for the purpose of entering a
17 settlement in this matter:

18 All persons who are or previously were employed by defendant Kemper Sports
19 Management, LLC and/or Kemper Sports Management, Inc., defendant Kemper Sports
20 Management Holdings, LLC in California and classified as non-exempt employees at any
21 time during the Class Period and who did not sign arbitration agreements with class
22 waivers (the "Class Period" is from January 30, 2020 through April 18, 2025).
(Settlement, ¶¶ 3-4.)

23 4. The PAGA Employees are defined as follows:

24 All persons who are or previously were employed by defendant Kemper Sports
25 Management, LLC and/or Kemper Sports Management, Inc., defendant Kemper Sports
26 Management Holdings, LLC in California and classified as non-exempt employees at any
27 time during the PAGA Period (the "PAGA Period" is from January 30, 2023 through
28 April 18, 2025.) PAGA Employees cannot opt out of the settlement of the PAGA claim.
(Settlement, ¶¶ 11-12.)

5. The Notice Packet, comprised of the Notice of Proposed Class and PAGA Representative
Action Settlement ("Class Notice"), Request for Exclusion Form ("Exclusion Form"), and Objection Form
("Objection Form"), that was provided to the Class Members, fully and accurately informed the Class

Members of all material elements of the Settlement and of their opportunity to participate in, object to or comment thereon, or to seek exclusion from, the Class Settlement; was the best notice practicable under the circumstances; was valid, due, and sufficient notice to all Class Members; and complied fully with the laws of the State of California, the United States Constitution, due process and other applicable law. The Notice Packet fairly and adequately described the Settlement and provided the Class Members with adequate instructions and a variety of means to obtain additional information.

6. Class Members Samuel Sexton and Jason Larimore submitted valid and timely Requests for Exclusion and are not Settlement Class Members. PAGA Employee Edwin Willian Hesse submitted Request for Exclusion which is not valid since he is not a Class Member and cannot opt out of PAGA settlement. No other requests for exclusion have been received.

7. No Class Members submitted any Workweek Disputes and Objections.

8. The Court determines that all Class Members who have not submitted a valid and timely Request for Exclusion ("Settlement Class Members") and the PAGA Employees are bound by this Final Approval Order and Judgment.

9. The Released Class Claims are set forth in the Settlement Agreement and Notice.

10. The Released PAGA Claims are set forth in the Settlement Agreement and Notice.

11. Plaintiff KIMBERLY M. WILHELM is appointed as the Class Representative. It is hereby ordered that the Settlement Administrator issue payment in the amount of **\$5,000.00** to Plaintiff as her Service Payment, according to the terms set forth in the Settlement Agreement.

12. TUNYAN LAW, APC and THE SENTINEL FIRM, APC are appointed as Class Counsel. The Court grants the request for attorneys' fees in the amount of \$500,000.00 to Class Counsel. It is hereby ordered that the Settlement Administrator issue payment in the amount of **\$500,000.00** to Class Counsel for attorneys' fees, in accordance with the terms set forth in the Settlement Agreement.

13. The Court approves reimbursement of litigation costs and expenses in the amount of \$27,254.76 to Class Counsel. It is hereby ordered that the Settlement Administrator issue payment in the amount of **\$27,254.76** to Class Counsel for reimbursement of litigation costs and expenses, in accordance with the terms set forth in the Settlement Agreement.

14. ILYM GROUP, Inc. is appointed to act as the Settlement Administrator and to administer

1 the settlement in accordance with the Agreement. The Court approves payment of settlement
2 administration fees in the amount of \$15,950.00 for the services performed and costs incurred for the
3 notice and settlement administration process. It is hereby ordered that the Settlement Administrator, ILYM
4 Group, Inc., shall issue payment to itself in the amount of **\$15,950.00**, in accordance with the terms set
5 forth in Settlement Agreement.

6 9. The Court approves the allocation of **\$100,000.00** toward penalties under the California
7 Private Attorneys General Act of 2004 (“PAGA Payment”). The Settlement Administrator shall
8 distribute the PAGA Payment as follows: the amount of **\$75,000.00** to the California Labor and
9 Workforce Development Agency (“LWDA Payment”), and the amount of **\$25,000.00** to be distributed
10 on a pro rata basis to PAGA Employees, according to the terms set forth in the Settlement Agreement.

11 15. The Court hereby enters Judgment by which Settlement Class Members on behalf of
12 themselves and their respective former and present representatives, agents, attorneys, heirs, administrators,
13 successors, and assigns, upon full payment of Gross Settlement Amount, shall fully and finally release and
14 discharge the Released Parties from the Released Class Claims as defined in Paragraph 37 of the
15 Settlement Agreement. Upon full payment of Gross Settlement Amount, Plaintiff and each and all PAGA
16 Employees, on behalf of themselves and their respective former and present representatives, agents,
17 attorneys, heirs, administrators, successors, and assigns and each of them, are deemed to fully and finally
18 release and discharge the Released Parties for the Released PAGA Claims, and the final judgment will
19 bind all those who would be bound by a judgment if the action had been brought by the LWDA, including
20 Plaintiff, the LWDA and all PAGA Employees as defined in Paragraph 37 of the Settlement Agreement.

21 16. The Gross Settlement Amount of the Settlement is **\$1,500,000.00** (plus Defendant’s
22 employer share of taxes), from which the above noted awards shall be deducted as follows: \$5,000 for
23 Service Payment to Plaintiff, \$500,000.00 for attorneys’ fees, \$27,254.76 in litigation costs, \$15,950.00 in
24 administration costs, and a \$100,000.00 PAGA Allocation (with 75% allocated to LWDA and 25% to
25 PAGA Employees). The remaining amount (which excludes the employer share of taxes) shall be paid to
26 the Settlement Class Members in accordance with the terms of the Settlement Agreement.

27 17. Defendant shall pay the Gross Settlement Amount and the employer’s share of payroll
28 taxes in connection with the wages portion of the Settlement Class Payments pursuant to the timeline and

1 procedure described in the Settlement Agreement and the Notice, and the Settlement Administrator shall
2 disburse the funds in accordance with the Settlement Agreement and the Notice.

3 18. After entry of this Final Approval Order and Judgment, pursuant to California Rules of
4 Court, Rule 3.769(h) and Civil Procedure Code § 664.6, the Court shall retain jurisdiction to construe,
5 interpret, implement, and enforce the Settlement Agreement and this Final Approval Order and Judgment,
6 to hear and resolve any contested challenge to a claim for settlement benefits, and to supervise and
7 adjudicate any dispute arising from or in connection with the distribution of settlement benefits.

8 19. Notice of entry of this Final Approval Order and Judgment shall be given to the Class
9 Members by the Settlement Administrator by posting a copy of the Final Approval Order and Judgment
10 on the Settlement Administrator's website for a period of at least one hundred eighty (180) calendar days
11 after the date of entry of this Final Approval Order and Judgment.

12 20. Plaintiffs shall provide notice of this Final Approval Order and Judgment to the LWDA
13 as required under PAGA.

14 21. A Final Compliance Hearing is set for **November 16, 2026, at 1:30 p.m.** in Department
15 CX103. Class Counsel shall submit a final accounting report in the form of a declaration from the
16 Settlement Administrator regarding the status of the settlement administration at least nine (9) court days
17 prior to the Final Compliance Hearing.

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19 **IT IS SO ORDERED, ADJUDGED AND DECREED.**

20 Dated: _____

21 Hon. David A. Hoffer
22 ORANGE COUNTY SUPERIOR COURT JUDGE
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[PROPOSED] ORDER OF FINAL APPROVAL OF CLASS AND PAGA REPRESENTATIVE ACTION SETTLEMENT;