

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

**JAMES MICHAEL ALLMAN on behalf of
himself and all others similarly situated,**

Plaintiff,

v.

Docket No. 14-cv-10138

**AMERICAN AIRLINES, INC. PILOT
RETIREMENT BENEFIT PROGRAM
VARIABLE INCOME PLAN, STATE
STREET BANK & TRUST COMPANY,
LAURA A. EINSPANIER, CAROLYN E.
WRIGHT, BRIAN J. MCMENAMY,
PETER WARLICK, BEVERLY K.
GOULET, MARK BURDETTE, AND
JOHN & JANE DOES 1-50.**

Defendants.

**ORDER
GRANTING PLAINTIFF’S UNOPPOSED MOTION
FOR PRELIMINARY APPROVAL OF SETTLEMENT**

This matter is before the Court on Plaintiff’s Unopposed Motion for Preliminary Approval of Settlement Agreement and Class Notice in the above-captioned action (“the Motion”). The Court, having reviewed the Motion and the relevant portions of the record, ORDERS that the Motion is GRANTED, and further ORDERS as follows:

1. The Court does hereby preliminarily approve the Settlement Agreement, subject to further consideration and final approval under Federal Rules of Civil Procedure 23(e) at the Final Approval Hearing described below. Specifically, the Court preliminary finds that
 - a. the Settlement Agreement is the product of extensive arm’s length negotiations;

b. Plaintiff's counsel engaged in sufficient discovery before settlement to make an informed judgment about settlement;

c. Plaintiff's counsel are experienced in the prosecution of class actions generally and employment, USERRA, and ERISA litigation in particular; and

d. There are no obvious deficiencies in the settlement and upon review of the Settlement Agreement, the Court preliminarily finds the settlement to be fair, reasonable and adequate.

2. The proposed Plan of Allocation is preliminarily approved.

3. The proposed Process for Challenging Defendants' Personnel Data is preliminarily approved.

4. The proposed Notice is approved, and the Parties' proposed plan for disseminating notice of the Settlement Agreement pursuant to Federal Rule of Civil Procedure 23(e)(1) is approved. The court finds that the Notice and the plan for distribution and publication of the Notice are the best practicable and comply with the requirements of Rule 23 and meets the requirements of due process.

5. Specifically, the Notice describes the terms of the Settlement, instructs Class Members about their rights and options under the Settlement, and adequately informs Class Members of Class Counsel's intentions with respect to requesting attorneys' fees and expenses and a service award for the Class Representative.

6. A.B. Data is appointed as the Settlement Administrator and shall execute the duties set forth in the Settlement Agreement

7. Defendants shall provide the Notices and Materials to the Appropriate State and Federal Officials required by the Class Action Fairness Act, 28 U.S.C. § 1715, by **July 29, 2016**,

and shall submit a declaration by **July 29, 2016** stating the officials to whom the materials were sent and the date on which the materials were sent. For the purpose of providing such Notices and Materials, the Appropriate State and Federal Officials under CAFA, 28 U.S.C.

§ 1715(a) & (b), are the Attorney General of the United States and the Attorneys General of the states in which the identified Class Members reside. In light of the terms of the Settlement Agreement, which does not disclose or identify the amount or portion of the losses attributable to Class Members who reside in particular states, it is not feasible to include in the Notices to the Appropriate State and Federal Officials the information described in CAFA, 28 U.S.C. § 1715(b)(7) (A) & (B).

8. Within 10 business days of the date of this Order, Defendants and the Plan Administrator of the American Airlines, Inc. Pilot Retirement Benefit Program Variable Income Plan (“the Plan”) are hereby authorized to provide and shall provide to the Settlement Administrator and Class Counsel the following contact information for each known Class Member: (1) a street mailing address; (2) telephone number(s); (3) company e-mail address(es), including email accounts provided by American Airlines; (4) Plan account number(s); (5) Social Security number; and (6) an indication of whether the Class Member is currently on Long-Term Military Leave and, if so, any additional contact information of the types set forth above for the Class Member applicable during the period of Long-Term Military Leave.

9. The Settlement Administrator shall send the Notice, in a form substantially similar to the one submitted by the Parties, by U.S. Mail and e-mail to the members of the Class identified by Defendants by **September 5, 2016**.

10. The Settlement Administrator shall submit a declaration to the Court confirming its compliance with the Notice procedures of this Order and the Settlement Agreement by **October 5, 2016**.

11. Class Counsel shall file any motion for an award of attorneys' fees or reimbursement of expenses or costs and any motion for a service award for the Class Representative by **October 20, 2016**.

12. All objections or comments to the Settlement Agreement must be postmarked no later than **November 4, 2016**, and addressed to the following address: United States District Court for the District of Massachusetts, Attn: Judge Indira Talwani / Comment on American Settlement, 1 Courthouse Way, Suite 2300, Boston, Massachusetts 02210-3002.

13. All objections or comments must state the name of the Class Member objecting or commenting, the person's address and telephone number, the name and number of the case, *Allman v. American Airlines, Inc. Pilot Retirement Program Variable Income Plan, et al.*, No. 14-cv-10138-IT (D. Mass.), and a brief explanation of the person's reason for objecting or commenting, and must be signed by the person. To the extent that any objections or comments are transmitted to Settlement Administrator, the Parties, or the Parties' counsel, but are not filed with the Court, those persons are hereby directed to file such objections with the Court.

14. All requests to be excluded from the Class must be postmarked no later than **November 4, 2016**, and addressed to the following address: United States District Court for the District of Massachusetts, Attn: Judge Indira Talwani / Exclusion From American Settlement, 1 Courthouse Way, Suite 2300, Boston, Massachusetts 02210-3002. Each exclusion must state the person's name, address and telephone number, a statement in the person's handwriting stating that he or she wants to be excluded from *Allman v. American Airlines, Inc. Pilot Retirement*

Program Variable Income Plan, et al., No. 14-cv-10138-IT (D. Mass.), and be signed by the person.

15. All challenges by Class Members to Defendants' data must be postmarked no later than **November 4, 2016**, and must be mailed directly to the Settlement Administrator.

16. The Settlement Administrator shall complete all adjudications to challenges to Defendants' data by **December 19, 2016**.

17. The Settlement Administrator shall file a Declaration with the Court confirming its compliance with the adjudication procedures of the Settlement Agreement by **December 26, 2016**.

18. Plaintiff shall file his motion for final approval of the Settlement Agreement by **January 9, 2017**.

19. The Court shall hold a fairness hearing at **2:30 pm on January 27, 2017**, at the United States District Court for the District of Massachusetts, located at 1 Courthouse Way, Suite 2300, Boston, Massachusetts 02210, in Courtroom 9.

IT IS SO ORDERED.

August 5, 2016

/s/ Indira Talwani
United States District Judge