

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF GEORGIA
ATLANTA DIVISION**

MONROE COUNTY EMPLOYEES’
RETIREMENT SYSTEM and
ROOFERS LOCAL NO. 149 PENSION
FUND, Individually and on Behalf of All
Others Similarly Situated,

Plaintiffs,

v.

THE SOUTHER COMPANY, THOMAS
A. FANNING, ART P. BEATTIE,
EDWARD DAY, VI G. EDISON
HOLLAND, JR., JOHN C. HUGGINS and
THOMAS O. ANDERSON,

Defendants.

CIVIL ACTION NO:
1:17-cv-00241-WMR

ORDER

This matter came before the Court on January 14, 2021 pursuant to the Court’s Order Preliminarily Approving Settlement and Providing for Notice (“Notice Order”) [Doc. 223] on the application of the parties for approval of the Settlement set forth in the Stipulation of Settlement dated September 8, 2020 (the “Stipulation”). Due and adequate notice having been given to the Class as required in said Notice Order, and the Court having considered all papers filed and proceedings had herein **ORDERS** that:

1. This Judgment incorporates by reference the Stipulation, including the definitions therein, and all capitalized terms used herein shall have the same meanings as set forth in the Stipulation, unless otherwise set forth herein.

2. This Court has jurisdiction over the subject matter of the Litigation and over all parties to the Litigation, including all Members of the Class.

3. Excluded from the Class is any Person who would otherwise be a Member of the Class but who validly and timely requested exclusion in accordance with the requirements set by the Court, as identified in Exhibit A attached hereto.

4. Pursuant to Federal Rule of Civil Procedure 23, the Court hereby approves the Settlement set forth in the Stipulation and finds that:

(a) the Stipulation and the Settlement contained therein, are, in all respects, fair, reasonable, adequate, and in the best interest of the Class;

(b) there was no collusion in connection with the Stipulation;

(c) the Stipulation was the product of informed, arm's-length negotiations among competent, able counsel; and

(d) the record is sufficiently developed and complete to have enabled Plaintiffs and Defendants to have adequately evaluated and considered their positions.

5. Accordingly, the Court authorizes and directs implementation and performance of all the terms and provisions of the Stipulation, as well as the terms

and provisions hereof. Except as to any individual claim of those Persons (identified in Exhibit A attached hereto) who have validly and timely requested exclusion from the Class, the Court hereby dismisses the Litigation and all claims asserted therein with prejudice. The Settling Parties are to bear their own costs, except as to the extent provided in the Stipulation and herein.

6. Upon the Effective Date, and as provided in the Stipulation, Plaintiffs shall, and each and every Releasing Plaintiff Party (including each of the Class Members) shall be deemed to have, and by operation of this Judgment shall have, fully, finally, and forever waived, released, relinquished, discharged and dismissed each and every one of the Released Claims (including Unknown Claims) against each and every one of the Released Defendant Parties, whether or not such Class Member executes and delivers the Proof of Claim and Release form or shares in the Net Settlement Fund. Claims to enforce the terms of the Stipulation or any order of the Court in the Litigation are not released.

7. Upon the Effective Date, and as provided in the Stipulation, Plaintiffs, all Releasing Plaintiff Parties (including each of the Class Members) and anyone claiming through or on behalf of any of them, will be forever barred and enjoined from commencing, instituting, prosecuting, or maintaining any action or other proceeding in any court of law or equity, arbitration tribunal, or administrative forum, asserting any of the Released Claims against any of the Released Defendant

Parties whether or not such Class Member executes and delivers the Proof of Claim and Release form or shares in the Net Settlement Fund.

8. Upon the Effective Date, and as provided in the Stipulation, each of the Released Defendant Parties shall be deemed to have, and by operation of this Judgment shall have, fully, finally, and forever released, relinquished, and discharged all Released Defendants' Claims (including Unknown Claims) against the Plaintiffs, each and all of the Class Members, and Plaintiffs' Counsel. Claims to enforce the terms of the Stipulation or this Judgment are not released.

9. The Notice of Pendency and Proposed Settlement of Class Action given to the Class was the best notice practicable under the circumstances, including the individual notice to all Members of the Class who could be identified through reasonable effort. Said notice provided the best notice practicable under the circumstances of these proceedings and of the matters set forth therein, including the proposed Settlement set forth in the Stipulation, to all Persons entitled to such notice, and said notice fully satisfied the requirements of Federal Rule of Civil Procedure 23 and the requirements of due process. No Class Member is relieved from the terms of the Settlement, including the releases provided for therein, based upon the contention or proof that such Class Member failed to receive actual or adequate notice. A full opportunity has been offered to the Class Members to object to the proposed Settlement and to participate in the hearing thereon. The Court further

finds that the notice provisions of the Class Action Fairness Act, 28 U.S.C. §1715, were fully discharged and that the statutory waiting period has elapsed. Thus, the Court hereby determines that all Members of the Class, except those that have timely and validly requested exclusion from the Class and Judgment, are bound by this Judgment.

10. Any Plan of Allocation submitted by Lead Counsel or any order entered regarding any attorneys' fee and expense application shall in no way disturb or affect this Judgment and shall be considered separate from this Judgment.

11. Neither the Stipulation nor the Settlement contained therein, nor any act performed or document executed pursuant to or in furtherance of the Stipulation or the Settlement: (a) is, or may be deemed to be, or may be used as an admission of, or evidence of, the validity of any Released Claim, or of any wrongdoing or liability of the Defendants or their respective Related Parties, or (b) is, or may be deemed to be, or may be used as an admission of, or evidence of, any fault or omission of any of the Defendants or their respective Related Parties in any civil, criminal, or administrative proceeding in any court, administrative agency, or other tribunal, or in any arbitration. The Defendants and/or their respective Related Parties may file the Stipulation and/or this Judgment in any other action that may be brought against them in order to support a defense or counterclaim based on principles of *res judicata*, collateral estoppel, release, good faith settlement, judgment bar or

reduction, or any theory of claim preclusion or issue preclusion or similar defense or counterclaim.

12. Without affecting the finality of this Judgment in any way, this Court hereby retains continuing jurisdiction over: (a) implementation of this Settlement and any award or distribution of the Settlement Fund, including interest earned thereon; (b) disposition of the Settlement Fund; (c) hearing and determining applications for attorneys' fees, expenses, and interest in the Litigation; and (d) all parties herein for the purpose of construing, enforcing, and administering the Settlement.

13. The Court finds that throughout the course of the Litigation, the Settling Parties and their respective counsel at all times complied with the requirements of Federal Rule of Civil Procedure 11.

14. In the event that the Settlement does not become effective in accordance with the terms of the Stipulation, or the Effective Date does not occur, or in the event that the Settlement Fund, or any portion thereof, is returned to the Defendants or their insurers, then this Judgment shall be rendered null and void to the extent provided by and in accordance with the Stipulation and shall be vacated and, in such event, all orders entered and releases delivered in connection herewith shall be null and void to the extent provided by and in accordance with the Stipulation, and the


Settling Parties shall revert to their respective positions in the Litigation as of August 15, 2020, as provided in the Stipulation.

15. The Court has considered the objections to the Settlement filed by Emery Lapinski, Herbert Brannen, J. Linwood Keith and John M. Mahone and finds them to be without merit. The objections are overruled in their entirety.

16. Without further order of the Court, the Settling Parties may agree to reasonable extensions of time to carry out any of the provisions of the Stipulation.

17. There is no just reason to delay the entry of this Judgment in the Litigation. Accordingly, the Court directs immediate entry of this final Judgment by the Clerk of the Court dismissing this Litigation against all Defendants with prejudice, without cost to any party, except as provided for in the Stipulation.

IT IS SO ORDERED this 5th of February, 2021.



WILLIAM M. RAY, II
UNITED STATES DISTRICT JUDGE

EXHIBIT A - SOUTHERN COMPANY REQUESTS FOR EXCLUSION

EXCLUSION NUMBER	NAME
SOU-EXCL00001	Leslie Brecknell
SOU-EXCL00002	David and Gloria Conklin JT TEN
SOU-EXCL00003	James W and Johanna E Savage
SOU-EXCL00004	Martin P Clisham Jr and Mary L Clisham Trust UA 10/3/07 Clisham Rev Living Trust
SOU-EXCL00005	Dolores L Bankston TOD Debra Stearns
SOU-EXCL00006	John R and Teresa R Venneman
SOU-EXCL00007	Dean C Packer
SOU-EXCL00008	Donna L Fernandez
SOU-EXCL00009	Linda J Peters
SOU-EXCL00010	Dan S and Vanita L Anderson
SOU-EXCL00011	Carolyn A Flowers; Kenneth D Flowers
SOU-EXCL00012	Theresa Carlson; Norman Carlson (Dec'd)
SOU-EXCL00013	Helen Stuehler
SOU-EXCL00014	Maria C Russo
SOU-EXCL00015	Cynthia Ann Ray
SOU-EXCL00016	Jacqueline W Blanchard
SOU-EXCL00017	Rita Ross; Adella Jones (Dec'd)
SOU-EXCL00018	Priscilla M Fielding
SOU-EXCL00019	Jacqueline H Hawkins
SOU-EXCL00020	Margaret R Ketcham
SOU-EXCL00021	George D and Carol A Whipple
SOU-EXCL00022	James R Clissold
SOU-EXCL00023	Charlene S Martin
SOU-EXCL00024	Ted S Reece Jr
SOU-EXCL00025	Jane Britt
SOU-EXCL00026	R L Perdue
SOU-EXCL00027	Ann S Zupane
SOU-EXCL00028	Margaret M Schneider
SOU-EXCL00029	Hicks Living Trust UA 11-24-98; Kaye Hicks Trustee
SOU-EXCL00030	Michael Marchand (Executor) Estate of Margaret H Snyder
SOU-EXCL00031	Barbara de Vignier
SOU-EXCL00032	Virginia J Jones
SOU-EXCL00033	Louis Janus
SOU-EXCL00034	Paulette A Moore
SOU-EXCL00035	George N and Steven L Naccara
SOU-EXCL00036	Louise L Jones
SOU-EXCL00037	Estate of Sarah A Models Klaus P Model Executor

EXCLUSION NUMBER	NAME
SOU-EXCL00038	Sharon L Wappler; John F Wappler (Dec'd)
SOU-EXCL00039	Alfred P Cote
SOU-EXCL00040	Patricia Barnes
SOU-EXCL00041	Ruth S Blankenship
SOU-EXCL00042	Dortha L Edwards
SOU-EXCL00043	Elizabeth R Lunsford
SOU-EXCL00044	Joseph A and Harriet Fassman
SOU-EXCL00045	Shirlee Estep Riley
SOU-EXCL00046	Sara Combs Thompson; Dianne A Thompson (Custodian)
SOU-EXCL00047	Judy Simmons
SOU-EXCL00048	Irving Ingher & Marceline Ingher TR
SOU-EXCL00049	Hannah J Marcusky UGMA FL
SOU-EXCL00050	Sheria Cadense Glinsky Lopata
SOU-EXCL00051	Lillian J Glinsky Lopata UGMA NY
SOU-EXCL00052	Julius A Glinsky Lopata UGMA NY
SOU-EXCL00053	Neshama L Glinsky UTMA NY
SOU-EXCL00054	Carmel White UTMA TX
SOU-EXCL00055	Ilana I Glinsky UGMA FL
SOU-EXCL00056	Maxine Glinsky Lopata
SOU-EXCL00057	Helen & Thomas L Wheeler
SOU-EXCL00058	Robert Lafont
SOU-EXCL00059	Joanne R North
SOU-EXCL00060	Douglas Wilson Trust
SOU-EXCL00061	W.B. & Ann Thomas
SOU-EXCL00062	Mary Calamas
SOU-EXCL00063	Michael Kastholm
SOU-EXCL00064	Jeffrey S Thornton
SOU-EXCL00065	Bernard P Barth
SOU-EXCL00066	Edith Rossi Fekete; Dr. Lorand Fekete (Dec'd)
SOU-EXCL00067	Eveline Wilcox and Linda D Ward TRTEE Leroy C Mizell Trust
SOU-EXCL00068	Yvonne F Cobb
SOU-EXCL00069	Earnest H Pilgreen
SOU-EXCL00070	Lee L Schultz
SOU-EXCL00071	Catherin Gowins Ponder
SOU-EXCL00072	Joyce C Burton
SOU-EXCL00073	Madison Snow Walters
SOU-EXCL00074	Therese Anne Mackie
SOU-EXCL00075	Donald A & Emogene T Wyand JT TEN

EXCLUSION NUMBER	NAME
LATE EXCLUSIONS	
SOU-EXCL80001	John Brandt & Joan Reed Co-Trustees Reed Family
SOU-EXCL80002	Olive Haitsh Trust
SOU-EXCL80003	Samuel F and Ann H Clarke
SOU-EXCL80004	George B and Billie E Elder
SOU-EXCL80005	Audrey Olander
SOU-EXCL80006	Alice Marie Godfrey
SOU-EXCL80007	Murray J Smidt