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UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

DJENEBA SIDIBE, JERRY JANKOWSKI, SUSAN
HANSEN, DAVID HERMAN, OPTIMUM
GRAPHICS, INC., and JOHNSON POOL & SPA,
on Behalf of Themselves and All Others Similarly
Situated,

Plaintiffs,

vs.

SUTTER HEALTH,

Defendant.

Case No. 3:12-cv-4854-LB

**DECLARATION OF
GREGORY LINDSTROM IN
SUPPORT OF PLAINTIFFS'
MOTION FOR PRELIMINARY
APPROVAL OR CLASS
SETTLEMENT**

1 I, Gregory P. Lindstrom, hereby declare under penalty of perjury:

2 1. I am a mediator, arbitrator and independent panelist at Phillips ADR. I was retained
3 to act as a mediator between the parties in the above-captioned matter and make this Declaration
4 in support of Plaintiffs' Motion for Preliminary Approval of their settlement with defendant Sutter
5 Health. I have personal knowledge of the facts hereinafter stated.

6 2. I have functioned as a full-time neutral mediator and arbitrator since 2012. Since
7 then, I have mediated more than 250 cases, typically complex litigation matters involving
8 antitrust, securities or intellectual property law. Moreover, over the past few years my practice
9 has become almost exclusively focused on antitrust litigation. For example, and in addition to this
10 matter, I have served or am currently serving as the mediator over the last twelve months in the
11 following class action antitrust cases pending in the Northern District of California (listed in
12 alphabetical order of the primary named defendant): Align, Intuitive aka DaVinci Surgical Robots,
13 LinkedIn, Meta fka Facebook, and Tesla. I also recently mediated the resolution of more than
14 twenty separate sets of antitrust claims asserted against the National Association of Realtors and a
15 number of large real estate brokerage firms, resulting in over \$1 billion of settlement payments to
16 the class and wide-ranging business practice changes regarding commissions and governing the
17 way real property is sold in the U.S.

18 3. Prior to becoming a mediator and arbitrator and for approximately 30 years, I
19 practiced as an attorney at Latham & Watkins LLP, specializing in antitrust disputes, where I rose
20 to the level of senior partner. And, following my career at Latham, I served as General Counsel,
21 Corporate Secretary, and member of the Office of the Chairman of The Irvine Company. Once
22 my tenure at The Irvine Company was completed in 2012, I began my career as a mediator. A
23 copy of my biography from the Phillips ADR website is attached.

24 4. In December of 2024, counsel for the certified Class and counsel for Sutter Health
25 asked me to mediate their dispute: I was formally retained to do so on January 5, 2025. By that
26 time, this case had been ongoing for almost thirteen years and had involved numerous proceedings
27 in both the District Court and, on three different occasions, the Ninth Circuit Court of Appeals.
28 Among other things, the case involved multiple dismissal motions, summary judgment

1 proceedings, and class certification proceedings. It also involved a month-long jury trial on the
2 merits during the first quarter of 2022.

3 5. At the time that I was retained, the parties were headed for a retrial of the matter, as
4 the prior Final Judgment of dismissal -- reflecting a jury verdict rendered in favor of Sutter -- was
5 reversed by the Ninth Circuit. See *Sidibe et al. v. Sutter Health*, 103 F.4 675 (9th Cir. 2024). Jury
6 selection for the retrial was scheduled to occur on February 27, 2025 -- approximately two months
7 after my retention.

8 6. Upon my retention, I asked the parties to submit mediation statements, along with
9 any exhibits that they felt were warranted. Plaintiffs and Sutter, in response, submitted lengthy
10 mediation statements and exhibits. I also asked the parties to attend a live mediation session in
11 San Francisco, California on January 21, 2025. Prior to that live mediation session, I had
12 discussions with counsel for each of the parties.

13 7. The parties mediated on January 21, 2025. During that mediation session, I engaged
14 in "shuttle diplomacy" between the parties. That mediation session did not result in a settlement.

15 8. Thereafter, and over the next six weeks or so, I continued to act as a neutral between
16 the parties' counsel, engaging in further shuttle diplomacy. During this time, I attended
17 approximately over a dozen telephone and videoconference calls (at times several in a day) where
18 I received and relayed the parties' positions and offers. Also, during this time, the parties' counsel
19 had several direct settlement negotiation calls.

20 9. After jury selection and on February 28, 2025, the parties reached a monetary
21 settlement in principle of \$228.5 million in exchange for a Class Release and dismissal of this case
22 with prejudice. This monetary settlement was then memorialized in a Memorandum of
23 Understanding executed by the parties on March 2, 2025.

24 10. Based on my experience and involvement in the mediation and follow on
25 negotiations, this settlement was reached through fierce litigation and substantial, arms' length
26 negotiations. Given the amount of time and effort spent on this matter by the parties and the
27 uncertainties and risks inherent in another multi-week trial -- and recognizing that,
28

ultimately, this determination sits with the Court, it is my firm opinion that the settlement reached is fair, adequate and reasonable to all of the Class Members.

11. I am prepared to provide further information to the Court regarding these settlement negotiations, should the Court wish me to do so.

Dated: April 25, 2025



Gregory P. Lindstrom

Gregory P. Lindstrom

Mediator / Arbitrator / Independent Panelist

Gregory P. Lindstrom is a member of Phillips ADR Services' distinguished panel of neutrals. He was a senior litigation partner of Latham & Watkins and former General Counsel of The Irvine Company. He has been a full-time mediator and arbitrator since 2012. Greg's combination of extensive litigation experience and deep business expertise allows him to bring the perspective of both an advocate and the client to the resolution of complex disputes and make him a valued member of the Phillips ADR team.

Greg was born and raised in California. He attended the University of California at Los Angeles, graduating summa cum laude in 1975. He majored in economics with a focus on law and economics. He continued his studies at the University of Chicago Law School, where he worked closely with renowned professor (now Judge) Richard Posner. He received his J.D. degree in 1978, and returned to California.

Greg joined Latham & Watkins in Los Angeles in June, 1978, and spent the next thirty years of his career with the firm, becoming a partner in 1986 and ultimately serving as the Managing Partner of the San Francisco office for seven years. He also served two terms on the firm's Global Executive Committee.

At Latham, Greg specialized in complex litigation, handling major matters in a wide array of substantive areas, including antitrust, unfair competition, business torts, securities fraud, intellectual property, real estate and employment law. He tried more than 30 cases and was elected to the American College of Trial Lawyers in 1998. Among many courtroom accomplishments, he was co-lead counsel in the landmark case, *United States v Oracle Corporation*, which the *National Law Journal* selected as the "Defense Verdict of the Year" for 2004. He was named as one of the "Best Lawyers in America" each year for more than a decade.

In 2008, Greg retired from Latham and joined his longtime client, The Irvine Company, as General Counsel. Over the next four years, his duties expanded to include responsibility for all administrative functions of the company, including Legal, Finance and Accounting, Tax, Information Technology, Human Resources, Risk Management, Marketing, Communications and Strategic Planning.

Throughout his tenure at The Irvine Company, Greg served as a member of the four-person Office of the Chairman, which oversaw the entire operations of the company. Finally, he acted as a Corporate Secretary and the primary liaison with the Board of Directors and the Audit, Governance and Compensation Committees. Greg retired from The Irvine Company at the end of 2011.



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Continued...

While in private practice, and later as a general counsel, Greg was an active proponent of alternative dispute resolution, participating in dozens of mediations and arbitrations. His commitment to the efficient out-of-court resolution of business disputes prompted him to become a full-time alternative dispute resolution professional in 2012. After completing training with Pepperdine/Straus Institute and the International Institute for Conflict, Prevention and Resolution (CPR), he gained extensive experience participating in public service ADR programs for the Superior Courts of San Francisco, Santa Clara, San Mateo, Contra Costa, and Solano Counties and ultimately the U.S. District Court for the Central District of California. In 2012, he affiliated with Judicate West and proceeded to develop a statewide practice in California, specializing in business and commercial matters.

Greg joined Phillips ADR at its inception in November, 2014, and has built a national mediation practice specializing in complex litigation, including antitrust and unfair competition, securities, intellectual property and commercial disputes. He has mediated more than 250 cases, achieving settlements in excess of \$100 million in many matters. A representative sampling of public settlements mediated by Greg during his tenure at Phillips ADR is attached.