

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

PATRICK HUFFORD and JOHN WISBISKI
individually and on behalf of all others similarly
situated,

Plaintiffs,

v.

MAXIM INC.,

Defendant.

Case No. 1:19-cv-04452-ALC-RWL

**DECLARATION OF JENNIFER M. KEOUGH REGARDING SETTLEMENT
ADMINISTRATION**

I, JENNIFER M. KEOUGH, declare and state as follows:

1. I am the Chief Executive Officer of JND Legal Administration (“JND”). JND is a legal administration services provider with its headquarters in Seattle, Washington. JND has extensive experience with all aspects of legal administration and has administered settlements in hundreds of class actions.

2. JND is serving as the Settlement Administrator¹ in the above-captioned litigation (“Action”), as ordered by the Court in its Order Granting Preliminary Approval dated August 13, 2020 (“Order”).

3. This Declaration is based on my personal knowledge and information provided to me by experienced JND employees and, if called on to do so, I could and would testify competently thereto.

¹ Capitalized terms used and not otherwise defined herein shall have the meanings given such terms in the Class Action Settlement Agreement.

CAFA NOTICE

4. In compliance with the Class Action Fairness Act (“CAFA”), 28 U.S.C. § 1715, JND compiled a CD-ROM containing the following documents:

- a. Class Action Complaint and Jury Trial Demand, filed May 15, 2019;
- b. First Amended Class Action Complaint and Jury Trial Demand, filed October 30, 2019;
- c. Notice of Motion for Preliminary Approval of Class Action Settlement, filed May 7, 2020;
- d. Class Action Settlement Agreement, filed May 7, 2020, and including the proposed E-mail Notice, proposed Postcard Notice, proposed Long Form Notice, and proposed Claim Form for Unidentified Class Members; and
- e. [Proposed] Order Granting Preliminary Approval of Class Action Settlement Agreement, Certifying Settlement Class, Appointing Class Representatives, Appointing Class Counsel, and Approving Notice Plan, filed May 7, 2020.

5. The CD-ROM was mailed on May 15, 2020 to the appropriate Federal and State officials identified in the attachment with an accompanying cover letter, a copy of which is attached hereto as **Exhibit A**.

CLASS MEMBER DATA

6. On August 26, 2020, JND received a spreadsheet from Defendant containing the names, mailing addresses, and subscription information for individuals identified as Settlement

Class Members. The spreadsheet contained contact information for a total of 2,125 potential Settlement Class Member records.

7. Prior to mailing notices, JND analyzed the raw data to remove duplicate records. JND identified 14 duplicate records, resulting in 2,111 unique Class Member records. JND updated the Settlement Class Member contact information using data from the National Change of Address (“NCOA”) database.² The Settlement Class Member data was promptly loaded into a secure database established for this Action.

NOTICE MAILING

9. Pursuant to the terms of the Class Action Settlement Agreement, on September 10, 2020, JND mailed the Court-approved single-postcard notice (“Notice”) via USPS first-class mail to the 2,111 Class Members records. A representative sample of the Notice is attached hereto as **Exhibit B.**

10. As of the date of this Declaration, JND tracked 171 Notices that were returned to JND as undeliverable. Of these undeliverable Notices, JND re-mailed three (3) Notices to forwarding addresses provided by the USPS. For the remaining undeliverable Notices, JND conducted advanced address searches and received updated address information for 44 Class Members. JND re-mailed Notices to the 44 Class Members.

11. As of the date of this Declaration, 1,987 Settlement Class Members were mailed a Notice that was not returned as undeliverable, representing 94% of total Settlement Class Members.

² The NCOA database is the official United States Postal Service (“USPS”) technology product which makes changes of address information available to mailers to help reduce undeliverable mail pieces before mail enters the mail stream. This product is an effective tool to update address changes when a person has completed a change of address from with the USPS. The address information is maintained on the database for 48 months.

SETTLEMENT WEBSITE

12. On August 21, 2020, JND established a Settlement Website (www.MaximMagazineSettlement.com), which hosts copies of important case documents including, but not limited to, the Notice, the Fee Petition (uploaded on September 25, 2020, the same day it was filed), answers to frequently asked questions, and Settlement Administrator contact information for telephone, mail or e-mail contact. The Settlement Website also allows Class Members to submit a Claim Form or Exclusion Form electronically.

13. As of the date of this Declaration, the Settlement Website has tracked 128 unique users who registered 647 page views. JND will continue to update and maintain the Settlement Website throughout the settlement administration process.

TOLL-FREE INFORMATION LINE

14. On August 21, 2020, JND established a case-specific toll-free telephone number (1-877-313-0214) for Settlement Class Members to call to obtain information regarding the Settlement. The toll-free line is available 24 hours a day, seven (7) days a week.

15. As of the date of this Declaration, the toll-free number has received 12 calls. JND will continue to maintain the toll-free number throughout the settlement administration process.

REQUESTS FOR EXCLUSION

16. The Notices informed recipients that Class Members who wanted to exclude themselves from the Settlement (“opt-out”) must do so by submitting an exclusion request electronically or by mailing an exclusion letter to JND, postmarked or submitted on or before October 19, 2020.

17. As of the date of this Declaration, JND has not received and is not aware of any timely opt-out requests.

OBJECTIONS

18. The Notices informed recipients that any Class Member who wished to object to the proposed Settlement could file a written objection with the Court, postmarked on or before October 19, 2020.

19. As of the date of this Declaration, JND has not received and is not aware of any objections to the proposed Settlement.

CLAIMS RECEIVED

20. Pursuant to the terms of the Settlement Agreement, Class Members who are on the Class List (but for whom JND could not locate at least one (1) mailing address that is reasonably likely to reflect the Class Member’s current mailing address) were required to submit the Unidentified Class Member Claim Form, submitted electronically or postmarked by October 19, 2020.

21. As of the date of this Declaration, JND has not received and is not aware of any Claim Forms submitted by Unidentified Class Members, either electronically or by mail.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed October 20, 2020 in Seattle, Washington.



Jennifer M. Keough

Exhibit A



May 15, 2020

United States Attorney General
and the Appropriate Officials
Identified in Attachment A

RE: CAFA Notice of Proposed Class Action Settlement

Dear Sir or Madam:

This Notice is being provided to you in accordance with the Class Action Fairness Act ("CAFA"), 28 U.S.C. § 1715 on behalf of Maxim, Inc., the defendant in the below-referenced class action ("the Action"). Plaintiffs' Motion for Preliminary Approval of Class Action Settlement was filed with the Court on May 7, 2020.

Case Name:	<i>Hufford, et al. v. Maxim Inc.</i>
Case Number:	19-cv-04452-ALC-RWL
Jurisdiction:	United States District Court for the Southern District of New York
Date Settlement filed with Court:	May 7, 2020

Copies of all materials filed in the Action are electronically available on the Court's Pacer website found at <https://pcl.uscourts.gov>. Additionally, pursuant to 28 U.S.C. § 1715 (b), the enclosed CD-ROM contains the following documents filed in the Action:

01 - Complaint.pdf

Class Action Complaint and Jury Trial Demand, filed May 15, 2019

02 - Amended Complaint.pdf

First Amended Class Action Complaint and Jury Trial Demand, filed October 30, 2019

03 - Motion for Preliminary Approval.pdf

Notice of Motion for Preliminary Approval of Class Action Settlement, filed May 7, 2020

04 - Settlement Agreement.pdf

Class Action Settlement Agreement, filed May 7, 2020, and including:

Exhibit A - [Proposed] E-mail Notice;

Exhibit B - [Proposed] Postcard Notice;

Exhibit C - [Proposed] Long Form Notice; and

Exhibit D - [Proposed] Claim Form for Unidentified Class Members

05 - Preliminary Approval Order.pdf

[Proposed] Order Granting Preliminary Approval of Class Action Settlement Agreement, Certifying Settlement Class, Appointing Class Representatives, Appointing Class Counsel, and Approving Notice Plan, filed May 7, 2020

It is not possible to provide a breakdown of the Settlement Class in accordance with 28 U.S.C. § 1715(b)(7) at this time. However, we anticipate that the Settlement Class is sufficiently numerous as to include Class Members potentially residing in all 50 U.S. states, as well as the District of Columbia, and may include Class Members residing in U.S. territories and associated states. Each Class Member shall be entitled to a proportionate share of the Settlement Fund under the Settlement Agreement.

If you have any questions regarding the details of the case and settlement, please contact Defense Counsel's representatives at:

Nicholas Lloyd McQuaid
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022
212-906-1200
Email: nicholas.mcquaid@lw.com

Alexis Kellert
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022
212-906-1200
Email: alexis.kellert@lw.com

For questions regarding this Notice, please contact JND at:

JND Class Action Administration
1100 2nd Ave, Suite 300
Seattle, WA 98101
Phone: 800-207-7160

Regards,

/s/

JND Legal Administration

Enclosures

CAFA Notice - Attachment A - Service List

Kevin G. Clarkson
Office of the Attorney General
1031 W 4th Ave
Ste 200
Anchorage, AK 99501

Steve Marshall
Office of the Attorney General
501 Washington Ave
Montgomery, AL 36104

Leslie Rutledge
Office of the Attorney General
323 Center St
Ste 200
Little Rock, AR 72201

Mark Brnovich
Office of the Attorney General
2005 N Central Ave
Phoenix, AZ 85004

CAFA Coordinator
Office of the Attorney General
Consumer Law Section
455 Golden Gate Ave., Ste 11000
San Francisco, CA 94102

Phil Weiser
Office of the Attorney General
Ralph L. Carr Judicial Building
1300 Broadway, 10th Fl
Denver, CO 80203

William Tong
Office of the Attorney General
165 Capitol Ave
Hartford, CT 06106

Kathy Jennings
Delaware Department of Justice
Carvel State Office Building
820 N French Street
Wilmington, DE 19801

Ashley Moody
Office of the Attorney General
State of Florida
PL-01 The Capitol
Tallahassee, FL 32399

Chris Carr
Office of the Attorney General
40 Capitol Sq SW
Atlanta, GA 30334

Clare E. Connors
Department of the Attorney General
425 Queen Street
Honolulu, HI 96813

Thomas J. Miller
Office of the Attorney General
Hoover State Office Building
1305 E. Walnut Street Rm 109
Des Moines, IA 50319

Lawrence G. Wasden
State of Idaho
Office of the Attorney General
700 W. Jefferson St, Suite 210
Boise, ID 83720

Kwame Raoul
Office of the Attorney General
James R. Thompson Center
100 W. Randolph St
Chicago, IL 60601

CAFA Notice - Attachment A - Service List

Curtis T. Hill, Jr.
Indiana Attorney General's Office
Indiana Government Center South
302 W Washington St 5th Fl
Indianapolis, IN 46204

Derek Schmidt
Office of the Attorney General
120 SW 10th Ave
2nd Fl
Topeka, KS 66612

Daniel Cameron
Office of the Attorney General
Capitol Building
700 Capitol Ave Ste 118
Frankfort, KY 40601

Jeff Landry
Office of the Attorney General
1885 N. Third St
Baton Rouge, LA 70802

CAFA Coordinator
General Counsel's Office
Office of Massachusetts Attorney General Maura
Healey
One Ashburton Pl
Boston, MA 02108

Brian E. Frosh
Office of the Attorney General
200 St. Paul Pl
Baltimore, MD 21202

Aaron Frey
Office of the Attorney General
6 State House Station
Augusta, ME 04333

Dana Nessel
Department of Attorney General
G. Mennen Williams Building, 7th Fl
525 W Ottawa St
Lansing, MI 48933

Keith Ellison
Office of the Attorney General
445 Minnesota St
Suite 1400
St. Paul, MN 55101

Eric Schmitt
Attorney General's Office
Supreme Court Building
207 W High St
Jefferson City, MO 65101

Lynn Fitch
Office of the Attorney General
Walter Sillers Building
550 High St Ste 1200
Jackson, MS 39201

Tim Fox
Office of the Attorney General
215 N. Sanders
Justice Building, Third Fl
Helena, MT 59601

Josh Stein
Attorney General's Office
114 W Edenton St
Raleigh, NC 27603

Wayne Stenehjem
Office of the Attorney General
State Capitol, 600 E Boulevard Ave
Dept. 125
Bismarck, ND 58505

CAFA Notice - Attachment A - Service List

Doug Peterson
Office of the Attorney General
2115 State Capitol
Lincoln, NE 68509

Gordon MacDonald
Office of the Attorney General
NH Department of Justice
33 Capitol St.
Concord, NH 03301

Gurbir S. Grewal
Office of the Attorney General
Richard J. Hughes Justice Complex
25 Market St 8th Fl, West Wing
Trenton, NJ 08611

Hector Balderas
Office of the Attorney General
408 Galisteo Street
Villagra Building
Santa Fe, NM 87501

Aaron Ford
Office of the Attorney General
Old Supreme Court Building
100 N Carson St
Carson City, NV 89701

CAFA Coordinator
Office of the Attorney General
28 Liberty St
15th Fl
New York, NY 10005

Dave Yost
Attorney General's Office
State Office Tower
30 E Broad St 14th Fl
Columbus, OH 43215

Mike Hunter
Office of the Attorney General
313 NE 21st St
Oklahoma City, OK 73105

Ellen F. Rosenblum
Oregon Department of Justice
1162 Court St NE
Salem, OR 97301

Josh Shapiro
PA Office of the Attorney General
Strawberry Square 16th Fl
Harrisburg, PA 17120

Peter F. Neronha
Office of the Attorney General
150 S Main St
Providence, RI 02903

Alan Wilson
Office of the Attorney General
Rembert C. Dennis Bldg
1000 Assembly St Rm 519
Columbia, SC 29201

Jason Ravnsborg
Office of the Attorney General
1302 E Highway 14
Ste 1
Pierre, SD 57501

Herbert H. Slatery, III
Office of the Attorney General
301 6th Ave N
Nashville, TN 37243

CAFA Notice - Attachment A - Service List

Ken Paxton
Office of the Attorney General
300 W. 15th St
Austin, TX 78701

Sean D. Reyes
Office of the Attorney General
Utah State Capitol Complex
350 North State St Ste 230
Salt Lake City, UT 84114

Mark R. Herring
Office of the Attorney General
202 N. Ninth St.
Richmond, VA 23219

T.J. Donovan
Attorney General's Office
109 State St.
Montpelier, VT 05609

Bob Ferguson
Office of the Attorney General
1125 Washington St SE
Olympia, WA 98501

Josh Kaul
Attorney General's Office
114 E State Capitol
Madison, WI 53702

Patrick Morrissey
Office of The Attorney General
State Capitol, 1900 Kanawha Blvd E
Building 1 Rm E-26
Charleston, WV 25305

Bridget Hill
Office of the Attorney General
Kendrick Building
2320 Capitol Ave
Cheyenne, WY 82002

Karl A. Racine
Office of the Attorney General
441 4th St NW
Suite 1100 S
Washington, DC 20001

William P Barr
Office of the U.S. Attorney General
U.S. Department of Justice
950 Pennsylvania Ave NW
Washington, DC 20530

Talauega Eleasalo V. Ale
Department of Legal Affairs
A.P. Lutali Exec Ofc Bldg, 3rd Fl
Utulei
Pago Pago, AS 96799

Leevin Taitano Camacho
Office of the Attorney General
Administration Division
590 S Marine Corps Dr, Suite 901
Tamuning, GU 96913

Edward Manibusan
Office of the Attorney General
Administration Building
P.O. Box 10007
Saipan, MP 96950

Dennise Noemí Longo Quiñones
Dpto. de Justicia de Puerto Rico
Calle Teniente César González 677
Esq. Ave. Jesús T. Piñero
San Juan, PR 00918

CAFA Notice - Attachment A - Service List

Denise N. George
Office of the Attorney General
34-38 Kronprindsens Gade
GERS Building 2nd Fl
St. Thomas, VI 00802

Joses R. Gallen
Department of Justice
P.O. Box PS-105
Palikir
Pohnpei State, FM 96941

Office of the Attorney General
P.O. Box 890
Majuro, MH 96960

Ernestine K. Rengiil
Office of the Attorney General
P.O. Box 1365
Koror, PW 96939

Nicholas Lloyd McQuaid
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022

Alexis Kellert
Latham & Watkins LLP
885 Third Avenue
New York, NY 10022

Exhibit B

COURT AUTHORIZED NOTICE OF
CLASS ACTION AND PROPOSED SETTLEMENT

OUR RECORDS
INDICATE YOU HAVE
SUBSCRIBED TO
MAXIM MAGAZINE
AND MAY BE ENTITLED
TO A PAYMENT FROM
A CLASS ACTION
SETTLEMENT.

By Order of the Court Dated: August 13, 2020

A settlement has been reached in a class action lawsuit claiming that Defendant, magazine publisher Maxim Inc., disclosed its customers' subscription information to third parties, which is alleged to violate Michigan's Preservation of Personal Privacy Act, M.C.L. § 445.1712.

Maxim Magazine Settlement
c/o JND Legal Administration
P.O. Box 91344
Seattle, WA 98111

«Barcode»

Postal Service: Please do not mark barcode

«First1» «Last1»

«CO»

«Addr1»

«Addr2»

«City», «St» «Zip»

«Country»

MAXIM SETTLEMENT

Am I a Class Member? Our records indicate you are a Class Member. Class Members are persons with a Michigan street address who subscribed directly to Maxim for receipt of a *Maxim* magazine to be delivered to a Michigan street address between May 15, 2016 and July 30, 2016.

What Can I Get? If approved by the Court, a Settlement Fund of \$228,165.00 has been established to pay all claims to the Settlement Class, together with notice and administration expenses, approved attorneys' fees and costs to Class Counsel, and service awards to Plaintiffs. Once the Settlement becomes Final, you will receive a *pro rata* share of the Settlement Fund, which Class Counsel estimates will be approximately \$52 per class member, although the final amount you receive will also depend on the number of requests for exclusion submitted.

How Do I Get a Payment? If you are a Class Member, you will automatically receive a *pro rata* share of the Settlement Fund, so long as you do not request to be excluded from the Settlement Class. Your payment will come by check, sent to the address indicated on the front of this notice. If you no longer reside at this address or are planning to change addresses prior to December 8, 2020, please complete and submit a change of address form accessible on the Settlement Website so that your check is sent to the correct address.

What are My Other Options? You may exclude yourself from the Class by submitting an online form on the Settlement Website no later than 11:59 p.m. on October 19, 2020 or by sending a letter to the settlement administrator no later than October 19, 2020. If you exclude yourself, you cannot get a settlement payment, but you keep any rights you may have to sue the Defendant over the legal issues in the lawsuit. You and/or your lawyer have the right to appear before the Court and/or object to the proposed settlement. Any written objection must be filed no later than October 19, 2020. Specific instructions about how to object to, or exclude yourself from, the

Settlement are available at www.MaximMagazineSettlement.com. If you do nothing, and the Court approves the Settlement, you will be bound by all of the Court's orders and judgments. In addition, your claims relating to the alleged disclosure or subscriber information in this case against the Defendant and others will be released.

Who Represents Me? The Court has appointed Bursor & Fisher, P.A. and Hedin Hall LLP to represent the class. These attorneys are called Class Counsel. You will not be charged for these lawyers. If you want to be represented by your own lawyer in this case, you may hire one at your expense.

When Will the Court Consider the Proposed Settlement? The Court will hold the Final Approval Hearing at 11:00 a.m. November 10, 2020 at the Thurgood Marshall United States Courthouse, Courtroom 1306, 40 Foley Square, New York, NY 10007. At that hearing, the Court will: hear any objections concerning the fairness of the settlement; determine the fairness of the settlement; decide whether to approve Class Counsel's request for attorneys' fees and costs; and decide whether to award the Class Representatives \$5,000 each from the Settlement Fund for their services in helping to bring and settle this case. Defendant has agreed that Class Counsel may be paid reasonable attorneys' fees from the Settlement Fund in an amount to be determined by the Court. Class Counsel is entitled to seek no more than one-third of the Settlement Fund, but the Court may award less than this amount. The Final Approval Hearing may be adjourned or conducted telephonically without notice, so you should check the settlement website for updates.

How Do I Get More Information? For more information, including the full Notice, Claim Form and Settlement Agreement go to www.MaximMagazineSettlement.com, contact the settlement administrator by calling (877) 313-0214 or writing to Maxim Settlement Administrator, c/o JND Legal Administration, P.O. Box 91344, Seattle, WA 98111, or contact Class Counsel by calling (646) 837-7150.