

COMMONWEALTH OF KENTUCKY  
FAYETTE CIRCUIT COURT  
FOURTH DIVISION

HAYNES PROPERTIES, LLC, et al.

PLAINTIFFS

v.

20-CI-332

BURLEY TOBACCO GROWERS  
COOPERATIVE ASSOCIATION,  
et al.

DEFENDANTS

ORDER

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On November 12, 2021, the above-styled matter came before the Court upon a motion from Class Counsel asking that certain administrative matters be addressed. Having heard argument and addressed those issues from the bench and in an Order entered on November 16, 2021 memorializing the Court's ruling, the Court now turns to other administrative matters that were addressed and ruled upon by the Court, sua sponte.

The Court is now aware that the actual number of potential class members has been identified 3,253. Of that number 2,117 individuals or entities have complied with all requirements necessary to establish their status as members of the class and to receive their share of the proceeds.

THEREFORE, the Court **HEREBY ORDERS** the following:

1. On or before November 19, 2021 Burley Tobacco Growers Cooperative Association (BTGCA) shall liquidate all investments (including but not limited to certificates of deposit, money market funds and other securities) that are still being held and once that has been effectuated shall advise the Court of the total amount of liquid assets.

2. On or before November 19, 2021 BTGCA, through Counsel, shall also advise the Court of all assets that are still to be sold and the anticipated timeline for the disposing of these crops.

3. On or before November 19, 2021 BTGCA, through Counsel, shall advise the Court of the remaining current liabilities and whether those liabilities can be honored through funds received from the sale of the presently held crops, which Counsel for BTGCA has previously informed the Court, during the November 12, 2021 hearing, consisted of hemp products and approximately \$3,000,000 in tobacco.

4. On or before November 22, 2021 BTGCA shall disburse the following funds, pursuant to the Court's June 28, 2021 Amended Opinion and Order Approving Partial Settlement:

(a) \$100,000 to the Burley and Dark Tobacco Producers Association, Inc.;

(b) \$1,400,000 to be transferred to a federally chartered banking institution with offices in Kentucky and held and invested under and in according with the IntraFi Network Deposits Program fka CDARS Program. Said funds shall be held on behalf of the Burley and Dark Tobacco Producers Association, Inc. pursuant to the Paragraph 31 of the Court's June 28, 2021 order.

The "net proceeds" from the dissolution of BTGCA referred to in this Order are defined in Paragraph 28 of the Court's June 11, 2021 opinion as the amount remaining after all the Association's assets have been liquidated, its debts paid, and contributions toward funding the nonprofit organization have been disbursed.

5. On or before November 22, 2021 BTGCA shall disburse the following funds, pursuant to the Court's June 11, 2021 Opinion and Order awarding Service Fees and Attorneys' Fees and Nontaxable Costs, in recognition of their service as Settlement Class Representatives:

(a) \$5,000 to Haynes Properties, LLC (Mitch Haynes)

(b) \$5,000 to Mitch and Scott Haynes d/b/a Alvin Hayes & Sons (Scott Haynes)

(c) \$5,000 to S & GF Management, LLC (Penny Greathouse)

6. On or before November 22, 2021 BTGCA shall disburse to the McBrayer Firm, pursuant to Paragraph 50 of the Court's June 11, 2020 Opinion and Order Awarding service Fees and Attorneys' Fees and Nontaxable Costs, \$18,561.16 in non-taxable costs and expenses.

7. On or before November 22, 2021 Class Counsel shall submit to the Court an itemized billing statement for those appointed attorneys and paralegal time incurred from their appointment through November 12, 2021. Upon approval by the Court as to the reasonableness of the fees BTGCA shall disburse those funds to the McBrayer Firm.

8. On or before November 22, 2021 BTGCA shall disburse to the Billings Firm, pursuant to Paragraph 65 of the Court's June 11, 2021 Opinion and Order Awarding Service Fees and Attorneys' Fees and Nontaxable Costs, \$538,890.50 or 7.5% of the net proceeds from the dissolution, whichever is less and \$24,010.29 in nontaxable costs. However, the attorneys' fees shall be deducted from the net proceeds and disbursed only after the necessary calculation is made to verify the award is less than 7.5% of the net proceeds.

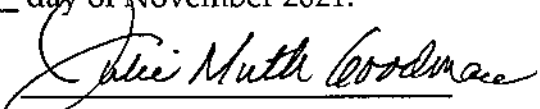
9. Once all the above disbursements have been effectuated and funds have been segregated to cover all outstanding liabilities of BTGCA it shall promptly forward to Angeion

Group, LLC (Settlement Administrator as appointed by the Court's Order of November 17, 2020) the remaining funds.

10. On or before December 15, 2021, Angeion shall make an initial distribution to those 2,117 individuals or entities that have been confirmed as Class Members. Such initial distribution shall be determined by each member's pro rata share of a potential class comprised of 3,253 members.

11. On or before December 15, 2021, Angeion shall disburse to the McBrayer Firm, pursuant to Paragraph 47 of the Court's June 11, 2021 Opinion and Order, 7.5% of the net proceeds as payment for its reasonable attorneys' fees after the amount is determined to be proportional to the partial distribution to the class members.

Given under my hand this 18<sup>th</sup> day of November 2021.

  
HON. JULIE MUTH GOODMAN  
JUDGE, FAYETTE CIRCUIT COURT

CLERK'S CERTIFICATE OF SERVICE

I hereby certify that a true and accurate copy of the foregoing has been served on this \_\_\_\_\_ day of November, 2021, via U.S. Mail, first class, to the following:

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Fayette Circuit Court Clerk