

IN THE CHANCERY COURT OF DAVIDSON COUNTY, TENNESSEE
FOR THE TWENTIETH JUDICIAL DISTRICT
AT NASHVILLE

DOLLIE GRAVES, on behalf of herself)
and all others similarly situated,)
)
Plaintiff,)
)
v.)
)
OLD HICKORY CREDIT UNION,)
)
Defendant.)

Case No. 19-0475-II
Chancellor Anne C. Martin

FILED
2019 MAY 13 PM 3:28
CLERK & MASTER
DAVIDSON CO. CHANCERY CT.
N. [Signature]
[Signature]

ORDER PRELIMINARILY APPROVING CLASS ACTION
SETTLEMENT, DIRECTING NOTICE, AND SETTING DATE FOR
FAIRNESS HEARING

Plaintiff Dollie Graves and Defendant Old Hickory Credit Union, by their respective counsel, have submitted a Class Action Settlement Agreement and have applied under Rule 23 of the Tennessee Rules of Civil Procedure for an order: (1) preliminarily approving the terms and conditions set forth in the Settlement Agreement, (2) certifying a class for purposes of providing notice to the Class, (3) approving the form and method of notice to the Class, and (4) scheduling a fairness hearing to consider final approval of the Settlement Agreement. The Court has given due consideration to the terms of the Settlement, the exhibits to the Settlement, the submissions in support of preliminary approval of the Settlement, and the record of proceedings, and now finds that the proposed Settlement should be preliminarily approved pending notice to Class Members and a final hearing on whether the Settlement is fair, reasonable, and adequate to the Class.

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The Court held a hearing on May 13, 2019 to obtain further information about the dispute, the putative class and the related claims. The

Court specifically sought information regarding the Tenn. R. Civ. P. 23 factors and the settlement, as set out in its April 10, 2019 order.

ACCORDINGLY, IT IS HEREBY ORDERED:

1. Terms capitalized herein and not otherwise defined shall have the meanings ascribed to them in the Settlement Agreement between Plaintiff and Defendant.

2. This Court has jurisdiction over the subject matter of this Lawsuit and jurisdiction over the Plaintiff and Defendant in the above-captioned case (the "Parties").

3. The Court finds that for the purposes of settlement and notice the requirements of Rule 23.02(2) and 23.02(3) of the Tennessee Rules of Civil Procedure have been met, specifically:

- a. The class is so numerous that joinder of all members is impracticable, as there are thousands of class members;
- b. There are questions of law or fact common to the class based upon the claims raised in the Lawsuit;
- c. The Plaintiffs claims are typical of the claims of the class;
- d. The Plaintiff and Class Counsel will fairly and adequately protect the interests of the class;
- e. Questions of law and fact common to the class members predominate over any questions affecting only individual members, and a class action is superior to other available methods for fairly and efficiently adjudicating this Lawsuit.

The Court therefore **CERTIFIES** the following Plaintiff Class: All persons who were assessed an overdraft charge based on their Available Balance for a debit card or ATM transaction between January 1, 2013 and December 31, 2018 when their Ledger Balance was positive.

4. The Court finds that the terms of the Settlement Agreement are within the range of a fair, reasonable, and adequate settlement between the Class and Defendant under the circumstances of this case. The Court therefore preliminarily approves the Settlement and directs

the parties to the Settlement to perform and satisfy the terms and conditions of the Settlement Agreement that are triggered by such preliminary approval.

5. The proposed Notice of Class Action Settlement in the form attached to the Settlement Agreement as Exhibit "C," and the manner of distribution of such Notice by email and/or direct mail, are hereby approved by this Court as the best notice practicable to the Class. The proposed long form notice attached to the Settlement Agreement as Exhibit "D," and the manner of distribution of such by posting to the settlement website, is hereby approved by the Court. The form and manner of notice proposed in the Settlement comply with Rule 23 of the Tennessee Rules of Civil Procedure and the requirements of Due Process.

6. Pursuant to Rule 23 of the Tennessee Rules of Civil Procedure, a final fairness hearing (the "Fairness Hearing") shall be held before the undersigned at 10 o'clock, on Aug. 6, 2019, at Chancery Courtroom ^{Part IV, Suite 406} for the purpose of:

(a) determining whether the Settlement is fair, reasonable, and adequate and should be finally approved; (b) determining whether a Final Approval Order should be entered; and (c) considering Class Counsel's application for an award of attorneys' fees pursuant to Rule 23 of the Tennessee Rules of Civil Procedure. The Court may adjourn, continue, and reconvene the Fairness Hearing pursuant to oral announcement without further notice to the Class, and the Court may consider and grant final approval of the Settlement, with or without minor modification and without further notice to the Class.

7. Class Counsel shall email and/or mail, or cause to be sent to each Class Member (in accordance with the Settlement Agreement) no later than thirty (30) days from the date of this Order, a copy of the postcard Notice in the form attached to the Settlement Agreement as Exhibit "C" Notice shall be sent in the manner set forth in the Settlement Agreement.

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8. Class Members shall be afforded an opportunity to request exclusion from the Class. A request for exclusion from the Class must: (i) state that the Class member wishes to "opt*out" or request "exclusion" from the Class; (ii) contain the full name, current address, and telephone number of the person requesting exclusion; (iii) contain the title of the Lawsuit: "Graves v. Old Hickory Credit Union;" (iv) be signed by the person requesting exclusion; and (v) be sent to the Notice and Settlement Administrator by U.S. mail with a postmark on or before the "Exclusion Deadline" as defined in the Settlement Agreement. Members of the Class who submit a timely and valid request for exclusion from the Class shall not participate in and shall not be bound by the Settlement. Members of the Class who do not timely and validly opt out of the Class in accordance with the Notice shall be bound by all determinations and judgments in the action concerning the Settlement.

9. Class Members who have not excluded themselves shall be afforded an opportunity to object to the terms of the Settlement. Any objection must: (i) contain the full name and current address of the person objecting; (ii) contain the title of the Lawsuit: "Graves v. Old Hickory Credit Union" with the case number (iii) state the reasons for the Class member's objection; (iv) be accompanied by any evidence, briefs, motions, or other materials the Class member intends to offer in support of the objection; (v) be signed by the Class member; and (vi) be sent by U.S. mail, first class and postage prepaid, with a postmark no later the "Objection Deadline" (as defined in the Settlement Agreement) to the Clerk of the Court, Clags Counsel, and Counsel for Defendant. If the Class Member or his or her Counsel wishes to speak at the Fairness Hearing, he or she must file with the Court and serve on Class Counsel and Counsel for the Defendant a Notice of Intention to Appear no later than fifteen (15) days before the Fairness Hearing.

10. Any member of the Settlement Class who does not make his or her objection known in the manner provided in the Settlement and Notice shall be deemed to have waived such objection

and shall forever be foreclosed from making any objection to the fairness or adequacy of the proposed Settlement.

11. Any request for intervention in this action for purposes of commenting on or objecting to the Settlement must meet the requirements set forth above, including the deadline for filing objections, and also must be accompanied by any evidence, briefs, motions or other materials the proposed intervenor intends to offer in support of the request for intervention, and must meet the requirements of the Tennessee Rules of Civil Procedure.

12. Any lawyer intending to appear at the Fairness Hearing must be authorized to represent a Class Member, must be duly admitted to practice law before the Davidson County Chancery Court, and must file a written appearance. Copies of the appearance must be served on Class Counsel and counsel for Defendant in accordance with the Tennessee Rules of Civil Procedure.

13. Not more than ten (10) days after the Exclusion Deadline, Class Counsel shall file a Notice of Settlement Exclusions, listing the names of all persons or entities who timely and validly excluded themselves from the Settlement.

14. Prior to the Fairness Hearing, Class Counsel shall file a motion for approval of the attorneys' fees, expenses, and service awards to be paid from the Settlement Fund, along with any supporting materials.

15. Defendants have agreed to pay \$500,000 as the Settlement Fund, which is required to be paid into the Escrow Account 10 days following entry of this Preliminary Approval Order to be held for the benefit of the Settlement Class and subject to further Court order.

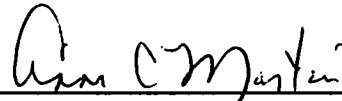
16. If the Settlement does not become effective or is rescinded pursuant to the Settlement Agreement, the Settlement and all proceedings had in connection therewith shall be

without prejudice to the status quo ante rights of the Plaintiff and Defendant, and all Orders issued pursuant to the Settlement shall be vacated.

17. The Court may adjourn the date and/or time of the Fairness Hearing without further notice to the members of the Class, and retains jurisdiction to consider all further applications arising out of or connected with the proposed Settlement.

SO ORDERED.

Dated: May 13th, 2019



Chancellor Anne C. Martin

Approved for Entry:

/s/J. Gerard Stranch, IV

J. Gerard Stranch, IV, BPR #23045

Benjamin A. Gastel, BPR #28699

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Counsel for Plaintiff and the Proposed Plaintiff Classes

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on May 13, 2019 a copy of the above document has been served upon the following persons by Electronic Mail and/or United States mail first class to:

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/s/J. Gerard Stranch, IV
J. Gerard Stranch, IV

5/13/19