

**COMMONWEALTH OF KENTUCKY
FAYETTE CIRCUIT COURT
FOURTH DIVISION**

Civil Action No. 20-CI-00332

filed electronically

HAYNES PROPERTIES, LLC, *et al.*

PLAINTIFFS

v.

**BURLEY TOBACCO GROWERS
COOPERATIVE ASSOCIATION, *et al.***

DEFENDANTS

Settlement Class Counsel Final Report

Settlement Class Counsel, Katherine K. Yunker and Jason R. Hollon, hereby present their final report in this litigation, providing a general update of their activities since the third and final net dissolution proceeds distribution and information about the last steps in implementation and enforcement of the judgment to dissolve the Co-op and distribute the net dissolution proceeds to Class members, including the *cy pres* distributions made in accordance with the Order Approving Cy Pres Payments of Residual, entered September 22, 2025 (“the 9/22/25 *Cy Pres* Order”).

Class Counsel state as follows:

1. Concurrently herewith, motions have been or are being filed seeking orders that, *inter alia*, will release Class Counsel and the Settlement Class Representatives from their appointed duties and responsibilities to the Class and will close the case.

2. This is the latest, and is intended to be the last, of the reports Class Counsel have filed and served in this case. The following summarizes the Class Counsel reports previously served/filed in this case:

Filing Date	Principal Subject(s)
11/22/21	Class Counsel team work October 20, 2020 – November 12, 2021 (inclusive)

Filing Date	Principal Subject(s)
3/4/22	Initial net dissolution proceeds distribution (\$5670 baseline), in two groups (issued <i>en masse</i> 12/15/21 and 2/25/22) and 3/1/22 notice to those determined <u>not</u> to qualify as Class members or to be <u>ineligible</u> for a share of dissolution proceeds
6/3/22	Third group of initial net dissolution proceeds distribution (\$5670 baseline) issued <i>en masse</i> May 18, 2022, and scheduling of hearings on objections to qualification and ineligibility determinations ¹
8/11/22	Resolved / mooted objections by attempted class members to being declared not qualified or ineligible
9/7/22	Fourth group of initial net dissolution proceeds distribution (\$5670 baseline) issued <i>en masse</i> September 1, 2022
2/16/23	Second net dissolution proceeds distribution (\$3930 baseline) issued <i>en masse</i> November 8, 2022
7/27/23	Special Fund postcard process, elections, and associated costs
12/8/23	TAGS fee debt collection through offsets to distributions
3/1/24	Determinations with respect to final dissolution distribution
8/16/24	Special Fund distribution to electing Class members and associated costs
9/9/24	Third (final) net dissolution proceeds distribution (\$546 baseline) issued <i>en masse</i> April 11, 2024
11/20/24	Compliance with 10/2/24 Order for Ending Settlement Administration by Angeion Group LLC
12/7/24	Cumulative dissolution distributions, Qualified Settlement Fund receipts, disbursement, and residual/remainder

In addition, Class Counsel have provided updates and other information about progress on distributions and other efforts on behalf of the Class in seeking Court orders to complete the settlement as approved in the Amended Opinion and Order Approving Partial Settlement entered July 28, 2021 (“the 7/28/21 Amended Order Approving”).²

¹ The Order entered November 22, 2021, established an objection and hearing process for qualification and eligibility determinations.

² See, e.g., 2/16/21 Motion and Memorandum re Sufficiency of Notice; 8/5/22 Motion for Ruling related to Objections of Certain Entities; 9/19/23 Motion to, *inter alia*, Require an Appropriate Supersedeas

3. Since the steps described in the 11/20/24 and 12/7/24 Reports, Class Counsel have been working toward the special Fund residual determination and disposition, the Co-op's dissolution and disposition of net proceeds, and closing the case, including the following:

- a. reviewing and commenting on draft documents germane to the Co-op's dissolution (including redemption of the MetLife share), as requested by the Co-op's counsel;
- b. researching and briefing issues of when *cy pres* distributions are or become appropriate (rather than further distributions of funds) and estimating the size of any possible additional distribution and associated costs;
- c. determining and distributing residual funds to *cy pres* recipients as more fully detailed in ¶¶ 5–6 below;
- d. updating and streamlining the informational website; and
- e. preparing motions and participating in motion hearings, including motions relating to discharge of the Settlement Administrator, residual amounts and disposition, and *cy pres* distributions.

4. The last substantive contacts with the Class Counsel team initiated on behalf of Class members were in December 2024 and January 2025 (relating to voided checks), in February-March 2025 (relating to a 1099, referred to Angeion), and in April 2025 (relating to suspected mal- or misfeasance with respect to dissolution distribution checks possibly owed to a relative's estate).

5. The Order for Ending Settlement Administration by Angeion Group LLC, entered October 24, 2024, in ¶¶ 3 and 7, directed the turn-over to a McBrayer firm escrow account by the

Bond; 8/16/24 Motion for Rulings on Report re special Fund distribution; 1/16/25 Motion re Discharging Settlement Administrator and re Dissolution QSF Remainder

Settlement Administrator of funds remaining in its QSF for this matter and that the transferred funds be held in escrow “awaiting further order of this Court, including with respect to *cy pres* payments of residual funds.” The turn-over by the Settlement Administrator consisted of \$7,174.82 residual from the special Fund distribution and \$37,749.31 residual from the net proceeds from the dissolution of the Co-op.³ In a 7/3/25 Notice (pp.1-2), the Co-op informed the Court and parties that it had succeeded in obtaining redemption/sale of MetLife stock and had transferred \$104,000 of the redemption proceeds to the McBrayer firm escrow account. On recommendation of the Co-op (*inter alia*),⁴ the Court entered an Order RE Residual Dissolution Proceeds on August 29, 2025 (¶¶ 2-3), that no further distributions be made to Class members and that the total held in escrow by the McBrayer firm be considered a residual amount from the Co-op’s net dissolution proceeds.

6. The 9/22/25 *Cy Pres* Order contained specific directions for the distribution of the combined residual (\$148,924.13) to four designated recipients. After the period for noticing an appeal therefrom and the statutory deadline for creditors to file claims passed without either happening, checks were issued (and sent with documentation about the donations to the respective universities), as follows:

<u>Payee</u>	<u>Amount</u>	<u>Donation Designation</u>
Kentucky IOLTA Fund (KBA)	\$37,231.04	Civil Rule 23 Account
Murray State University Foundation, Inc.	\$37,231.03	Burley Tobacco Growers Cooperative Association Scholarship Endowment
College Heights Foundation (WKU)	\$37,231.03	Burley Tobacco Growers Cooperative Scholarship Fund

³ See ¶¶ 6 & 9-10 of the 12/7/24 Settlement Class Counsel’s Status Report re Dissolution Distributions and Dissolution QSF Remainder.

⁴ See 7/17/25 BTGCA Motion for Orders in Aid of Dissolution ¶2.

<u>Payee</u>	<u>Amount</u>	<u>Donation Designation</u>
MSU Foundation, Inc. (Morehead)	\$37,231.03	Burley Tobacco Growers Cooperative Scholarship Endowment

As of December 10, 2025, all the checks had been negotiated and nothing remained of the residual in the McBrayer firm escrow account.

7. From April 11, 2024, through November 30, 2025, McBrayer time records indicate that the Class Counsel team spent at least 384 hours on tasks relating to non-special-Fund matters, including follow-up to the final net dissolution proceeds distribution, closing out the Settlement Administrator’s role, calculation of the residual, and the *cy pres* distributions. The following table summarizes the hours spent on general (non-special-Fund) work by the Class Counsel team after the Court appointment of Class Counsel announced on October 19, 2020:

Class Counsel Team	Hours (cumulative)		
	<u>since 4/11/24</u>	<u>since 8/31/22</u>	<u>since 10/19/20</u>
Class Counsel K. Yunker and J. Hollon	240.5	1071.4	3842.8
Other McBrayer attorneys	0	3.4	92.1
Paralegal H. Lewis	143.8	546.0	1268.7
Other McBrayer personnel	0	33.7	240.5
TOTAL	384.3	1654.5	5444.1

The hours spent between 10/20/20 and 8/31/22, inclusive, were considered in the Court’s lodestar calculations for awarding Class Counsel fees in the Orders entered 12/9/21 (¶2) and 10/4/22 (¶2); compensation for Class Counsel work since then has been through the 7.5% fee award made to the McBrayer firm in the 6/11/21 Fee Order (¶¶ 47-48, Ordering ¶ 3).

8. Class Counsel acknowledge receipt of the amounts ordered to be paid to the McBrayer firm as a percentage fee, and additional amounts for work on behalf of the Class as a whole, approved and directed in Orders entered 12/9/21 (¶2) and 10/4/22 (¶2). The last percent-

age payment relating to dissolution distributions occurred in April 2024, in connection with the third and final distribution.

9. Class Counsel have thus completed their remaining reporting obligations under prior Orders. Class Counsel request that this Court find that all steps and matters relating to the 7/28/21 Amended Order Approving have been concluded.

10. Class Counsel will be available at the Court's regular motion hour on **Friday, December 19, 2025**, beginning at 10 A.M., to address any questions the Court or the parties may have about this Report.

Respectfully submitted,

/s/ Katherine K. Yunker

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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was served this 11th day of December 2025, upon counsel via the e-filing system and electronic mail and upon unrepresented persons via first class U.S. Mail, postage prepaid, as shown on the attached Service List.

/s/ Katherine K. Yunker

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