

**IN THE UNITED STATES DISTRICT COURT  
FOR THE MIDDLE DISTRICT OF GEORGIA  
ALBANY DIVISION**

Brandi Edwards, and all others similarly  
situated,

Plaintiff,

v.

Phoebe Putney Health System, Inc.; and  
Phoebe Putney Health System Summary  
of Benefits Medical and Prescription  
Defendants.

Civ. Action No. 1:15-CV-75

**NOTICE OF CLASS ACTION SETTLEMENT, SETTLEMENT FAIRNESS HEARING, AND MOTION  
FOR ATTORNEYS' FEES AND REIMBURSEMENT OF ATTORNEY EXPENSES**

This is a Notice about a class action called *Edwards v. Phoebe Putney Health System, Inc. et al.*, Civil Action No. 1:15-CV-75 (M.D. Ga.). You are receiving this Notice because records indicate that you are or were a participant in the Phoebe Putney Health System Summary of Benefits Medical and Prescription (the "Plan"), or a beneficiary of the Plan, sometime between May 1, 2009 and December 31, 2015. As explained below, you are a member of a Settlement Class in this case. As such, you have legal rights and options that you may exercise as described in this Notice.

There is a proposed settlement of this lawsuit pending in the United States District Court for the Middle District of Georgia (the "Settlement"). The Court has granted preliminary approval of the Settlement and has certified a Settlement Class. This lawsuit arises from claims that fiduciaries of the Plan breached fiduciary duties owed to the Plan and the Plan's participants. The Court in charge of this case will have to approve this Settlement. The relief provided by this Settlement will only be made if the Court approves the Settlement and after an appeal period has run. Please be patient.

**Please read this Notice carefully. It describes your rights and options and deadlines for exercising them. If you have any questions please feel free to contact Class Counsel by calling (704) 377-4300 and asking for Norris Adams; by emailing Norris Adams at NAdams@essexrichards.com; or by writing to: Essex Richards, P.A. ATTN: Norris A. Adams, II, Esq., 1701 South Boulevard, Charlotte, NC 28203.**

**WHAT THIS NOTICE CONTAINS**

**BASIC INFORMATION ..... PAGE 2**

1. Why did I get this Notice?
2. What is this lawsuit about?
3. Who is a Member of the Settlement Class?

**BENEFITS OF THE SETTLEMENT ..... PAGES 3-4**

4. What relief is provided to Settlement Class Members?
5. How do I get my credit?
6. Who is paying the costs associated with the Settlement?

**YOUR LEGAL RIGHTS** ..... PAGES 4-5

7. May I exclude myself from the Settlement Class?
8. How do I object to the Settlement?
9. What claims are being released?

**THE LAWYERS REPRESENTING YOU** ..... PAGE 5

10. Who represents me?
11. What is Class Counsel's opinion of the Settlement?

**THE COURT'S FAIRNESS HEARING** ..... PAGE 6

12. When will the Court determine the fairness of the Settlement?
13. Must I attend the Fairness Hearing?

**GETTING MORE INFORMATION** ..... PAGE 6

14. Where do I obtain more information?

**BASIC INFORMATION**

**1. Why did I get this Notice?**

This is a Notice about a class action called *Edwards v. Phoebe Putney Health System, Inc. et al.*, Civil Action No. 1:15-CV-75 (M.D. Ga.). This case was filed in the United States District Court for the Middle District of Georgia before Judge Leslie J. Abrams.

You are receiving this Notice because records indicate you are or were a participant in the Phoebe Putney Health System Summary of Benefits Medical and Prescription (the "Plan"), or a beneficiary of the Plan, sometime between May 1, 2009 and December 31, 2015 and, therefore, are a member of a Settlement Class in this case.

The Court ordered this Notice be sent to you because you have a right to know about a proposed Settlement and all of the options available to you regarding the Settlement before the Court decides whether to approve the Settlement. This Notice describes the litigation, the Settlement, your legal rights, what benefits are available, who is eligible for them, and how to get them.

**2. What is this lawsuit about?**

This lawsuit claims that Phoebe Putney Health System, Inc. ("PPHS") and the Plan ("Defendants") breached certain fiduciary duties owed to the Plan and the Plan's participants under the Employee Retirement Income Security Act of 1974, as amended, ("ERISA"). Defendants deny these claims, but are settling this case to avoid the burden and cost of further litigation.

**3. Who is a Member of the Settlement Class?**

You are a Member of the Settlement Class and your rights are affected if you were a participant in the Plan, or a beneficiary of the Plan, sometime between May 1, 2009 and December 31, 2015.

## BENEFITS OF THE SETTLEMENT

### 4. What Relief is Provided to Settlement Class Members?

Under the terms of the Settlement, Defendants will provide certain credits to members of the Settlement Class, to be used at the Phoebe Employee Health Clinic (the “Clinic”). Members of the Settlement Class who are *current participants* will receive a \$300 credit to be used at the Clinic within two years of the date of issuance of the credit. Members of the Settlement Class who are *former participants* will receive a \$100 credit to be used at the Clinic within two years of the date of issuance of the credit. Use of these credits are subject to certain conditions and limitations, which are described in the Stipulation of Settlement (“Stipulation”).

In addition, Defendants have agreed to appoint an independent fiduciary: (1) to confirm that the discount received by the Plan for services provided by Phoebe Putney Memorial Hospital is as good as or better than the discount offered to any other self-funded plan and/or insurance network; and (2) to select a Third Party Administrator (“TPA”) for the Plan. In addition, Defendants have agreed: (1) to remove the subrogation terms from the Plan; (2) not to increase any of the costs of the Plan to participants during the 2016 fiscal year; and (3) to pay Class Counsel’s attorneys’ fees and expenses (up to a certain amount and subject to Court approval).

The parties have agreed that an independent fiduciary (the “Settlement Independent Fiduciary”) will review and consider the Settlement on behalf of the Plan and confirm that the Settlement is reasonable and fair.

### 5. How do I get my credit?

If the Settlement is given final approval, you will **not** have to do anything to get a credit from the Settlement.

Members of the Settlement Class who are *current participants* will receive an e-mail notification explaining how to use their credit. Instructions regarding how to use this credit will also be posted to the company’s intranet. Members of the Settlement Class who are *former participants* will receive a second mailed class notice explaining how to use their credit.

Defendants have engaged Garden City Group to administer the settlement in this matter (“the Settlement Administrator”). If you move or would like to update your address, please contact the Settlement Administrator at Phoebe Putney Health Systems ERISA Litigation, c/o GCG, PO Box 9349, Dublin, OH 43017-4249 or by calling 1-(800) 231-1815.

If there is an appeal, the final approval may take a year or more. Please be patient. **There will be no credits distributed if the Settlement is terminated.**

The Settlement may be terminated on several grounds, which are described in the Stipulation. In the event any of these conditions occur, there will be no settlement payment made, and the litigation will resume.

### 6. Who is paying the costs associated with the Settlement?

Costs incurred by the Settlement Administrator associated with mailing this Notice and administration of the Settlement will be paid by Defendants (the “Settlement Administrator Fees”).

Amount"). In addition, costs associated with the Settlement Independent Fiduciary will also be paid by Defendants.

## YOUR LEGAL RIGHTS

### 7. May I exclude myself from the Settlement Class?

No. In some class actions, class members have the opportunity to exclude themselves from the Settlement. This is sometimes referred to as "opting out" of the Settlement. Because of the legal issues involved in the Action, however, the class of Plan participants and beneficiaries affected by this Settlement has been preliminarily certified as a mandatory class. This means you cannot opt out of the benefits of the Settlement in order to pursue your own claims or for any other reason. **Therefore, you will be bound by any judgments or orders that are entered in this Action, and if the Settlement is approved, you will be deemed to have released Defendants from any and all claims that are released in accordance with the terms of the Stipulation.**

Although you cannot opt out of the Settlement, you can object to the Settlement and ask the Court not to approve the Settlement, as described below.

### 8. How do I object to the Settlement?

The Court will hold a fairness hearing to determine if the proposed Settlement is fair, reasonable and adequate on **August 11, 2016 at 11:00 a.m.** at the C.B. King United States Courthouse, 201 West Broad Avenue, Albany, Georgia, 31701. If you are a Member of the Settlement Class, you or your counsel has the right to appear before the Court and object to the Settlement.

To object to the Settlement, you **must** submit a statement of your objection ("Objection") that specifies the reasons for your objection and includes (1) your full name and address; and (2) all arguments, citations, and evidence supporting your objection. Be sure to include the following case caption and notation: *Edwards v. Phoebe Putney Health System, Inc. et al.*, Civil Action No. 1:15-CV-75 (M.D. Ga.). You **must** sign your Objection. You **must** file your Objection with the Clerk of Court at least twenty-one (21) calendar days prior to the fairness hearing, or by no later than **July 21, 2016** at the following address:

Clerk of Court  
United States District Court  
Middle District of Georgia  
201 W. Broad Ave.  
Albany, Georgia, 31701

You **must** also deliver your Objection by mail, hand, or overnight delivery service at least twenty-one (21) calendar days prior to the fairness hearing, or by no later than **July 21, 2016** to counsel for the parties at the following addresses:

#### CLASS COUNSEL

Norris A. Adams, II  
Essex Richards, P.A.  
1701 South Boulevard  
Charlotte, NC 28203

#### DEFENDANTS' COUNSEL

H. Douglas Hinson  
Alston & Bird, LLP  
950 F St. NW  
Washington, DC 20004

If you fail to submit a timely or complete Objection, you are considered to have waived all objections to the Settlement and will not be permitted to object to the Settlement at the fairness hearing, and will not be able to challenge the Settlement by appeal or otherwise. Only Members of the Settlement Class can object to the Settlement.

If you file and serve a timely, written Objection you are not required to attend the fairness hearing, however, you may appear at the fairness hearing either in person or through counsel retained at your expense. If you file an Objection and would like to appear at the fairness hearing (either in person or through counsel) you must serve a “Notice of Intention to Appear” setting forth, among other things, your name, address, and telephone number (and, if applicable, the name, address, and telephone number of your attorney) on the counsel identified above and file it with the Court at least twenty-one (21) calendar days prior to the fairness hearing, or by no later than **July 21, 2016**. If you do not timely file and serve a “Notice of Intention to Appear” you will not be permitted to appear at the fairness hearing.

#### **9. What claims are being released?**

As a Member of the Settlement Class, all Court orders apply to you, and you give Defendants and all of their heirs and assigns (the “Releasees”), a “release” for claims arising out of or relating to Defendants’ administration of the Plan up until the date of final approval of the Settlement Agreement, including but not limited to all claims that were brought or could have been brought in this lawsuit. A release means you cannot sue or be part of any other lawsuit against the Releasees about the claims or issues in this lawsuit ever again. The full release is available in the Settlement Agreement.

#### **THE LAWYERS REPRESENTING YOU**

#### **10. Who represents me?**

This Court has decided that Norris A. Adams, II, Edward G. Connette, Del Percilla, Jr. and Robert M. Beauchamp are qualified to represent you and all Settlement Class Members. Together the law firms are called “Class Counsel.” You do not need to hire your own lawyer because Class Counsel is working on your behalf but, if you want your own lawyer, you may hire one at your own expense.

#### **11. What is Class Counsel’s opinion of the Settlement?**

The Court approved and appointed Class Counsel who has investigated the Settlement Class claims and defenses that may be asserted against those claims. Class Counsel and Defendants’ Counsel completed mediation before Ken Kendrick of Kendrick Conflict Resolution, LLC who, in his capacity as neutral mediator, expressed his views about the case and the Settlement. Based on their investigation and this process, Class Counsel believes that the Settlement is fair, reasonable and adequate and in the best interests of the Settlement Class. Class Counsel recognizes the expense and length of continued proceedings necessary to continue to prosecute this case through verdict, judgment and appeals. Class Counsel have also taken into account the uncertainty and the risk of the outcome of continued litigation, especially in complex actions such as these as well as the difficulties and delays inherent in such actions.

## THE COURT'S FAIRNESS HEARING

### **12. When will the Court determine the fairness of the Settlement?**

The Court will hold a fairness hearing to determine if the proposed Settlement is fair, reasonable and adequate. The Court will hear any objections or arguments at that time. The hearing will be held on **August 11, 2016 at 11:00 a.m.** at the C.B. King United States Courthouse, 201 West Broad Avenue, Albany, Georgia, 31701. The Court will consider any timely objections filed at that time. If the hearing is relocated or rescheduled, notice will be mailed to all Members of the Settlement Class. If the Settlement is not approved, the lawsuit will proceed as if no Settlement had been attempted. There can be no assurance that if the Settlement is not approved, the Settlement Class will recover more than is provided in the Settlement or, indeed, anything.

### **13. Must I attend the Fairness Hearing?**

No. Attendance is not required, but you or your personal attorney, or both, are welcome to attend the fairness hearing at your own expense. As long as an objection was postmarked before the deadline, the Court will consider it.

## GETTING MORE INFORMATION

### **14. Where do I obtain more information?**

For more information regarding the Settlement, or if you have any questions, please feel free to contact Class Counsel by calling (704) 377-4300 and asking for Norris Adams; by emailing Norris Adams at [NAdams@essexrichards.com](mailto:NAdams@essexrichards.com) or by writing to:

Essex Richards, P.A.  
ATTN: Norris A. Adams, II Esq.  
1701 South Boulevard  
Charlotte, NC 28203

You may also contact Garden City Group at Phoebe Putney Health Systems ERISA Litigation, c/o GCG, PO Box 9349, Dublin, OH 43017-4249 or by calling 1-(800) 231-1815.

Documents are also available at the office of the Clerk located at C.B. King United States Courthouse, 201 West Broad Avenue, Albany, Georgia, 31701.

DATED: June 9, 2016