

STATE OF MINNESOTA
COUNTY OF RAMSEY

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Ramsey County
District Court

MAR 18 2011

DISTRICT COURT
SECOND JUDICIAL DISTRICT

CASE TYPE: Employment

Clifford L. Whitaker, et al.,
on behalf of themselves
and all others similarly situated,

By _____ Deputy

Court File No. C4-04-12239
(The Honorable Gregg E. Johnson)

Plaintiffs,

**JOINT MOTION FOR PRELIMINARY
APPROVAL OF CLASS ACTION
SETTLEMENT AND PROVISIONAL
CLASS CERTIFICATION**

vs.

3M Company,

Defendant.

Plaintiffs and Defendant, by and through their respective counsel and pursuant to Minnesota Rule of Civil Procedure 23.05, hereby move the Court for preliminary approval of their proposed class action settlement, including provisional class certification for settlement purposes only, as set forth in the Settlement Agreement between the parties (attached as Exhibit 1). Plaintiffs respectfully refer the Court to their memorandum and affidavits in support of preliminary approval of the proposed class action settlement. The parties ask the Court to make the following findings for the purposes of settlement only:

1. The parties' Settlement Agreement is fair, reasonable, and adequate; and, therefore, warrants submission to members of the proposed Settlement Class for their consideration;

2. The Notice, Class Member Declaration and Claim Sheet (attached to the Settlement Agreement as Exhibits B, C, and D) comply with due process because they

are reasonably calculated to adequately apprise members of the proposed Settlement Class of: (i) the pending lawsuit; (ii) the proposed settlement; and (iii) their rights, including the right to participate in the settlement, exclude themselves from the settlement, or object to the settlement;

3. For purposes of settlement only, the requirements of Minnesota Rule of Civil Procedure 23.01 have been satisfied:

- a. The proposed Settlement Class is so numerous that joinder of all members of the proposed Settlement Class is impracticable;
- b. Plaintiffs' claims are typical of claims of individual members of the proposed Settlement Class;
- c. Questions of law or fact are common to the proposed Settlement Class; and
- d. Plaintiffs and their Counsel fairly and adequately represent and protect the interests of the proposed Settlement Class.

4. For purposes of settlement only, the requirements of Minnesota Rule of Civil Procedure 23.02(c) have been satisfied:

- a. Issues common to the proposed Settlement Class predominate over any questions affecting only individual members of the proposed Settlement Class; and
- b. Class certification is superior for purposes of implementing the Settlement Agreement to other available methods for the fair and efficient adjudication of the controversy.

WHEREFORE, the parties jointly request the Court enter the following order:

1. Preliminarily approving the Settlement Agreement, including the Notice, Class Member Declaration and Claim Sheet (attached to the Settlement Agreement as Exhibits B, C, and D), and requiring the parties to comply with the terms of the Settlement Agreement;

2. Provisionally certifying, for settlement purposes only, the Settlement Class pursuant to Minnesota Rule of Civil Procedure 23.02(c), appointing Named Plaintiffs Clifford Whitaker, Michael Mucci, Mark Swanson, Thomas Bulen and Robert Coates, as class representatives, appointing attorney Steven M. Sprenger of Sprenger + Lang, PLLC, as Lead Class Counsel, and defining the Class as:

All persons who were 46 or older when employed by 3M in Minnesota in a salaried exempt position below job grade 18 at any time on or after May 10, 2003 through December 31, 2010, and who did not sign a document on or about their last day of employment purporting to release claims arising out of their employment with 3M.

3. Directing the parties, through the Claims Administrator selected by the parties, to mail the Notice, Class Member Declaration and Claim Sheet as specified in the Settlement Agreement to Class Members;

4. Establishing the 3M Whitaker Qualified Settlement Fund as described in the Settlement Agreement;

5. Establishing appropriate dates for the filing and service of Class Member opt-out statements and objections and the manner thereof, and the effect of any Class Member's failure to comply with the settlement procedures set forth in the Settlement Agreement and approved by the Court; and

6. Setting a date for a final Fairness Hearing on or after December 15, 2011.

Respectfully submitted,

Dated: 3-14-11

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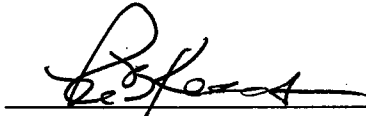
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