

SUPERIOR COURT OF THE STATE OF CALIFORNIA

FOR THE COUNTY OF LOS ANGELES

BARBARA BAINES, et al.

Plaintiffs

v.

REGENTS OF THE UNIVERSITY OF CALIFORNIA, et al.

Defendants

CASE NO. BC 160056

**NOTICE OF CLASS ACTION
SETTLEMENT**

TO: ALL PERSONS WHO HAVE SIGNED PAPERS AGREEING TO GIFT THEIR BODIES TO THE UCLA WILLED BODY PROGRAM UPON THEIR DEATH

PLEASE READ THIS NOTICE CAREFULLY, IT MAY AFFECT YOUR RIGHTS. This notice ("Notice") is provided pursuant to various provisions of California law and by Order of the Superior Court of the State of California, County of Los Angeles (the "Court"). The purpose of this Notice is to inform you of the following:

- The parties have reached a proposed settlement resolving the class action claim for injunctive relief brought on behalf of the class of individuals who have signed documents by which they agreed to donate their bodies to the UCLA Willed Body Program and who have not yet passed away. This settlement relates to and concerns only those claims made against UCLA for non-monetary, injunctive relief and does not affect any other claims for damages which may be pending against UCLA in this or any other action related to the Willed Body Program;
- Your rights under the settlement, and your right to object to any or all of the terms of the settlement;
- The Court hearing to determine whether the proposed settlement is fair, reasonable and adequate, which will be held on March 27, 2006 at 10:00 a.m. in Department 59 of the Los Angeles County Superior Court, 111 N. Hill Street, Los Angeles, California 90012;
- Your right to revoke your decision to gift your body to the UCLA Willed Body Program, as well as your right to remain enrolled in the Program.
- **You may withdraw from the UCLA Willed Body Program at any time, or you may choose to remain in the program. If you choose to remain in the program, you need do nothing further. For additional information concerning your rights as a potential donor see section IV., below.**

I. Nature and Status of The Lawsuit

A class action lawsuit (the "Litigation") was originally filed on October 31, 1996, alleging that the School of Medicine at UCLA (sued herein as the Regents of the University of California and referred to hereinafter as "UCLA") and certain persons within the Willed Body Program engaged in various wrongful acts relating to decedent's remains donated to the Willed Body Program. The action is pending in Department 59 of the Superior Court of the State of California for the County of Los Angeles.

Class Plaintiffs alleged that UCLA improperly handled and interred the remains of decedents who had donated their remains to the Department of Anatomy's Willed Body Program. Class Plaintiffs sought an injunction against UCLA compelling it to refrain from any further alleged wrongful conduct as it relates to the UCLA Willed Body Program.

The original lawsuit alleged various causes of action. However, the only claims certified as a class action by the Court are Class Plaintiffs' claims for declaratory and injunctive relief. On May 11, 2000, the Court granted Plaintiffs' motion for Class Certification as to these claims only. Thereafter, notice of certification of the non-monetary class was provided to class members pursuant to court Order. Class members for whom injunctive relief was sought included those individuals who had signed papers, in which they agreed to gift their bodies to the UCLA Willed Body Program, and who have not yet passed away.

UCLA has denied, and continues to deny, all of the allegations, and specifically denies that the complained of conduct was or now is ongoing.

In early 2004, UCLA voluntarily suspended its Willed Body Program. Thereafter, UCLA and plaintiffs' Class Counsel stipulated to the entry of a preliminary injunction which kept the program closed while new policies and procedures were being considered. At that time, the Regents of the University of California instituted a complete review and analysis of the various willed body programs operated by it at campuses throughout California. This review was conducted under the supervision of former California Governor George Deukmejian, and resulted in the adoption of system-wide new policies and procedures. Counsel for class plaintiffs have thoroughly investigated the claims made in the Litigation, and reviewed and analyzed the system wide changes proposed by the Deukmejian review group and adopted by the Regents. In addition, Class Counsel met with and provided input to Regent representatives concerning Class Counsels' views on these system wide changes. Class Counsel represent that they have reviewed thousands of pages of documents, took numerous depositions, consulted with numerous experts, and otherwise prepared the Litigation for trial. Class Counsel believe that the new policies and procedures to be implemented by the UCLA Willed Body Program will adequately resolve their concerns relating to the operation of the Program.

The parties herein eventually sought a resolution of the non-monetary class claims. After months of arms-length negotiations the parties have entered into a stipulated Permanent Injunction. On October 25, 2005, the Court granted preliminary approval of the settlement of the non-monetary class claims.

II. What The Proposed Settlement Provides

A settlement of the injunctive class action lawsuit against UCLA has been proposed. The parties have entered into a Stipulation re: Permanent Injunction and submitted a proposed Permanent Injunction Order to the Court, based thereon. The parties believe that the stipulation will permit the re-opening of the Willed Body Program under policies and procedures that will ensure the proper receipt, use and disposition of donated anatomical material.

The terms of the Stipulation are essentially as follows:

- A Permanent Injunction shall issue requiring the Willed Body Program at UCLA to operate in accordance with reforms adopted by the Regents of the University of California. Said program shall adhere to the new policies and procedures that have been and shall be in the future established by the Regents. A copy of the reform measures/operations protocols by which the Willed Body Program will be operated can be viewed at <http://www.ucop.edu/ucophome/coordrev/policy>.
- The parties shall report to the Court within six months of the date that the Permanent Injunction is issued regarding the progress made with respect to the implementation of the reforms, including the new policies and procedures. It is specifically understood that it is anticipated that the new policies and procedures will be implemented over time, with the Regents acting as promptly as reasonably possible.
- The parties shall report to the Court for a period of 18 months following the issuance of this Permanent Injunction. Counsel for the Regents will report to the Court, in writing with copies to the class plaintiffs' counsel, regarding the progress of implementation of the reforms. Once all of the reforms have been implemented, however, no further reporting will be necessary. At the end of the 18 months reporting period the parties will appear before the Court for an assessment of the status of the implementation of the system-wide reforms at UCLA and will determine if further reporting is necessary, and if the Permanent Injunction should be dissolved.

- The Regents will give consideration to organizing and/or sponsoring, alone or in conjunction with other entities, a national educational symposium, addressing educational, industry, ethical, and legal concerns and issues related to body donation programs.
- The settlement is not an admission of wrongdoing, liability, deficiency, or merit (or lack thereof) of the allegations in the Supplemental Complaint, but rather is and shall be construed as the compromise of the claims made by the class, which the Regents has and does dispute, regardless of merit or lack thereof.
- The settlement shall not operate as a waiver of any of the powers, rights, duties, responsibilities, privileges, and/or immunities granted and afforded to the Regents of the University of California under the Constitution of the State of California, the Acts passed by the Legislature, and/or any other regulations, rules, statutes, and/or common law.
- The settlement shall have no bearing or legal effect on any of the other allegations contained in the operative pleadings, beyond those necessarily encompassed by the previously certified class that is a party to the settlement.

III. What Are Your Rights and Options as a Class Member

You have the following rights under the settlement:

- A. If the Court grants final approval, it will become binding on the parties, including you as a class member, and you need take no further action.
- B. You may object to the settlement or any of its terms. If you choose to do so, please read carefully section VI. (below) entitled, "The Final Fairness Hearing and Your Right to Appear and/or Object." That section details the instructions you must follow in order for your objection to be considered by the Court at the Final Fairness Hearing.

IV. Your Rights as a Potential Donor

Under California law, you may revoke your agreement to donate your body any time prior to your death. To revoke your agreement to donate your body to the UCLA Willed Body Program, now known as the "Donated Body Program," you may mail a signed statement of your decision to revoke your agreement to donate your body to: UCLA Donated Body Program, University of California Los Angeles, David Geffen School of Medicine at UCLA, 924 Westwood Blvd., Suite 335, Los Angeles, CA 90095-7340.

If you wish to remain as a potential donor to UCLA's Donated Body Program, you need do nothing further.

V. Request for Attorneys' Fees and Costs

Class Counsel have been litigating this matter since 1996. At the time of the Final Fairness Hearing on March 27, 2006 at 10:00 a.m. (described in section VI.), Class Counsel will seek an award of attorneys' fees in an amount not to exceed \$6 million and reimbursement of costs and expenses, to be paid by defendants.

VI. The Final Fairness Hearing and Your Right to Appear and/or Object

The Court will hold a hearing on March 27, 2006 at 10:00 a.m. in Department 59 of the Los Angeles County Superior Court, 111 N. Hill Street, Los Angeles, California 90012, to determine whether the settlement should be approved by the Court as fair, reasonable, and adequate, and whether the proposed Permanent Injunction Order should issue. The Court will also consider at this hearing the request of Class Counsel for an award of attorneys' fees and reimbursement of expenses and the appropriateness of a payment to the named class representative plaintiff for the services she has rendered in this action.

Your attendance at the hearing is not required. If you have filed a timely written comment or objection to all or part of the settlement, your comment or objection will be considered by the Court at the hearing. If you wish to be heard by the Court at the hearing, you must first file a timely written comment or objection. You may object to any aspect of the proposed settlement, including Class Counsel' application for attorneys' fees and expenses. Any written objection must clearly state the settlement terms to which you object and your reasons for any objections. Any written comments or objections must be sent to the Settlement Administrator at the following address:

Settlement Administrator
UCLA Willard Body Litigation
c/o Desmond, Marcello & Amster
P.O. Box 451999
Los Angeles, California 90045

Your comments or objections must be postmarked no later than February 15, 2006. Unless otherwise ordered by the Court, any member of the Class who does not make his or her objection or opposition to the settlement in the manner provided herein shall have forfeited and waived all such objections.

VII. For More Information

This Notice contains only a summary of the terms of the proposed settlement. For a more detailed statement of the matters involved in this litigation, you may log onto the Settlement Administrator's website at www.dmaaclassaction.com to review the proposed Stipulation re: Permanent Injunction, the proposed Permanent Injunction Order, and other papers filed in this action. You may also direct your inquiries to:

Class Counsel

Raymond P. Boucher, Esq.
Michael C. Eyerly, Esq.
Kiesel, Boucher & Larson, LLP
8648 Wilshire Boulevard
Beverly Hills, CA 90211
(310) 854-4444
e-mail address: info@kbla.com
website: www.kbla.com

Mike Arias, Esq.
Arnold C. Wang, Esq.
Arias, Ozzello & Gignac, LLP
6701 Center Drive West, Suite 1400
Los Angeles, CA 90045
(310) 670-1600
e-mail address: aoglaw@aogllp.com
website: www.aogllp.com

Lastly, all of the pleadings and other papers filed in this action may be inspected at the Office of the Clerk of the Superior Court of Los Angeles County, 111 N. Hill Street, Los Angeles, California 90012-3014 during regular business hours.

The factual statements in this Notice are based on information provided to the Court by the parties and do not constitute findings of the Court on the merits of the claims or defenses asserted by any of the parties. This Notice is only intended to inform you of your rights relating to the settlement of the Litigation.

All questions regarding the litigation or this Notice should be directed to above-named Class Counsel. **PLEASE DO NOT CONTACT THE COURT OR COURT CLERK REGARDING SUCH QUESTIONS. THEY ARE NOT PERMITTED TO DISCUSS THE TERMS OF THE SETTLEMENT WITH YOU.**

DATED: December 13, 2005

COMMISSIONER BRUCE E. MITCHELL
LOS ANGELES COUNTY SUPERIOR COURT JUDGE