

1 HAHN & HAHN LLP  
DEAN G. RALLIS JR., State Bar No. 94266  
2 E-Mail: drallis@hahnlawyers.com  
MATTHEW D. PHAM, State Bar No. 287704  
3 E-Mail: mpham@hahnlawyers.com  
301 E. COLORADO BLVD., NINTH FLOOR  
4 PASADENA, CALIFORNIA 91101-1977  
Telephone: (626) 796-9123  
5 Facsimile: (626) 449-7357

6 AIMAN-SMITH & MARCY, P.C.  
JOHN LOFTON, State Bar No. 222259  
7 E-Mail: jal@asmlawyers.com  
7677 OAKPORT STREET, SUITE 1150  
8 OAKLAND, CALIFORNIA 94621  
Telephone: (510) 817-2711  
9 Facsimile: (510) 562-6830

10 Attorneys for Nanette Kearney, Krister  
Johnson, and Sandra Shorago, Creditors and  
11 Class Representatives

HANSON BRIDGETT LLP  
NEAL L. WOLF, State Bar No. 202129  
E-Mail: nwolf@hansonbridgett.com  
ANTHONY J. DUTRA, State Bar No. 277706  
E-Mail: adutra@hansonbridgett.com  
425 MARKET STREET, 26TH FLOOR  
SAN FRANCISCO, CALIFORNIA 94105  
Telephone: (415) 995-5015  
Facsimile: (415) 541-9366

Attorney for Galileo Learning, LLC, Debtor  
and Debtor in Possession

12  
13 **UNITED STATES BANKRUPTCY COURT**  
14 **NORTHERN DISTRICT OF CALIFORNIA, OAKLAND DIVISION**

15 In re  
16 GALILEO LEARNING, LLC,  
17 Debtor.<sup>1</sup>

Case Nos. 20-40857 (RLE)  
20-40858 (RLE)

Chapter 11  
(Jointly Administered)

18 In re  
19 GALILEO LEARNING FRANCHISING  
20 LLC,  
21 Debtor.

**NOTICE OF HEARING ON JOINT  
MOTION BY CLASS  
REPRESENTATIVES AND DEBTOR FOR  
ORDER GRANTING FINAL APPROVAL  
OF CLASS SETTLEMENT AGREEMENT  
AND RELATED RELIEF**

22  Affects GALILEO LEARNING, LLC  
23  Affects GALILEO LEARNING  
24 FRANCHISING LLC,

Final Approval Hearing:  
Date: February 9, 2021  
Time: 10:00 a.m.

25  
26  
27 <sup>1</sup> These cases are being jointly administered, and all documents for either case should be filed in lead case number  
28 20-40857 (RLE). The last four digits of each Debtor's federal tax identification number are as follows: Galileo  
Learning, LLC (9453) and Galileo Learning Franchising LLC (5638). The mailing address for the Debtors is 1021  
3rd Street, Oakland, California 94607.

1 **TO THE HONORABLE ROGER L. EFREMSKY, UNITED STATES BANKRUPTCY**  
2 **JUDGE; THE OFFICE OF THE UNITED STATES TRUSTEE; THE OFFICIAL**  
3 **COMMITTEE OF UNSECURED CREDITORS; ALL CREDITORS (OTHER THAN**  
4 **CLASS MEMBERS); THE APPROPRIATE FEDERAL AND STATE OFFICIALS; AND**  
5 **ALL PARTIES REQUESTING SPECIAL NOTICE:**

6 **PLEASE TAKE NOTICE** that on January 12, 2021, the creditors and class  
7 representatives Nanette Kearney, Krister Johnson, and Sandra Shorago (collectively, the  
8 “Customer Class Representatives”), on behalf of themselves and the class of individuals certified  
9 pursuant to the Court’s order of November 9, 2020 (the “Customer Class,” and the members of the  
10 Customer Class, the “Customer Class Members”), and the debtor and debtor in possession Galileo  
11 Learning, LLC (the “Debtor,” and together, with the Customer Class Representatives, the  
12 “Parties”) filed a joint motion (the “Joint Motion”), pursuant to 11 U.S.C. § 105(a), Rule 23 of the  
13 Federal Rules of Civil Procedure (the “Civil Rules”), and Rules 7023, 9014, and 9019 of the  
14 Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), for entry of an order finally  
15 approving the settlement between the Customer Class and the Debtor memorialized by that certain  
16 *Class Settlement Agreement* dated December 2, 2020 (the “Settlement Agreement” or  
17 “Settlement”), including, among other things, (1) the compensation to Atticus Administration,  
18 LLC (“Atticus”) as the settlement administrator under the Settlement (the “Settlement  
19 Administrator”), (2) the award of attorneys’ fees to Aiman-Smith & Marcy, P.C. and Hahn &  
20 Hahn LLP, as the appointed co-counsel for the Customer Class (together, the “Class Counsel”),  
21 (3) the service awards to the Customer Class Representatives, as the designated representatives of  
22 the Customer Class, and (4) the Disbursement Priority Scheme (as that term is defined in the  
23 Settlement) of the funds to be disbursed to the Settlement Administrator, Class Counsel, Customer  
24 Class Representatives, and applicable Customer Class Members pursuant to the Settlement  
25 Agreement, and granting related relief.

26 **PLEASE TAKE FURTHER NOTICE** that the Court entered the *Order Granting Class*  
27 *Representative’s Motion for Order Applying Civil Rule 23 to Claims Administration Process and*  
28 *Authorizing Filing of Class Proof of Claim* on November 9, 2020, at docket no. 226, which

1 certified the following Customer Class pursuant to Civil Rule 23(b)(1)(B):

2 All individuals who paid money to or for the benefit of Galileo, prior to the filing  
3 of its chapter 11 petition, as a full or partial deposit, advance, or payment for any  
4 of Galileo’s since-canceled in-person camp programs scheduled for 2020 and any  
5 goods or services related thereto, but excluding any individual who received a  
6 return or refund of all such money paid to or for the benefit of Galileo through a  
7 chargeback with their payment issuer or otherwise.

8 **PLEASE TAKE FURTHER NOTICE** that the Court entered the *Order Granting Joint*  
9 *Motion by Class Representatives and Debtor for Order (1) Preliminarily Approving Class*  
10 *Settlement, (2) Appointing Settlement Administrator, (3) Approving Form and Manner of Notice to*  
11 *Class Members, (4) Scheduling Final Approval Hearing, and (5) Granting Related Relief* (the  
12 “Preliminary Approval Order”) on December 28, 2020, at docket no. 266. Under the Preliminary  
13 Approval Order, the Court, among other things, (1) approved the Settlement Agreement on a  
14 preliminary basis, (2) appointed Atticus as the Settlement Administrator, (3) approved the form  
15 and manner of the notice to the Customer Class Members, and (4) scheduled the hearing on the  
16 final approval of the Settlement Agreement.

17 **PLEASE TAKE FURTHER NOTICE** that pursuant to the Preliminary Approval Order,  
18 a hearing on the Joint Motion and on the final approval of the Settlement Agreement (the “Final  
19 Approval Hearing”) will take place on **February 9, 2021, at 10:00 a.m., Pacific Time**, before the  
20 Honorable Roger L. Efremsky, United States Bankruptcy Judge. **Unless otherwise ordered by**  
21 **the Court, the Final Approval Hearing will be conducted remotely by telephone via**  
22 **CourtCall and by videoconference via Zoom, and not in person in the Court’s courtroom.**

23 All interested parties should consult the Court’s website at <http://www.canb.uscourts.gov/> for  
24 information about court operations during the Covid-19 pandemic. The Court’s website provides  
25 information regarding how to arrange a telephonic or video appearance. If you have any questions  
26 regarding how to appear at a court hearing, you may contact the Court by calling (888) 821-7606  
27 or by using the Live Chat feature on the Court’s website.

28 **PLEASE TAKE FURTHER NOTICE** that pursuant to the Preliminary Approval Order,  
any objection to the Joint Motion or to the final approval of the Settlement Agreement (a  
“Settlement Objection”) must be filed with the Court and served on the Class Counsel, the Debtor

1 (through its counsel), and the United States trustee by first-class mail by no later than  
2 **January 26, 2021** (the "Settlement Objection Deadline"). The Preliminary Approval Order further  
3 provides that: (1) any Settlement Objection by a party in interest who is not a Customer Class  
4 Member shall (a) be in writing; (b) contain their full name, address, telephone number, and email  
5 address; (c) state their relationship to the Customer Class or the Debtor; (d) provide a clear  
6 statement that they object to the Settlement Agreement, along with the legal and factual grounds  
7 on which their objection is based; (e) state whether they intend to appear at the Final Approval  
8 Hearing, and if so, whether it will be on their own behalf or through counsel; (f) attach any  
9 evidence to support their objection and any other documents they wish the Court to consider; and  
10 (g) be signed by the party so objecting (or their counsel); and (2) any party in interest who fails to  
11 file and serve a Settlement Objection by the Settlement Objection Deadline and that otherwise  
12 complies with the Preliminary Approval Order shall be deemed to have waived and forfeited any  
13 and all rights they may have to object to the Settlement Agreement and appear and be heard at the  
14 Final Approval Hearing.

15  
16 Respectfully submitted,

17 DATED: January 12, 2021

AIMAN-SMITH & MARCY, P.C.

18  
19 By:                     /s/ John A. Lofton                    

20 John A. Lofton

21 Attorneys for Nanette Kearney, Krister Johnson,  
22 and Sandra Shorago, Creditors and Class  
23 Representatives  
24  
25  
26  
27  
28

1 DATED: January 12, 2021

HAHN & HAHN LLP

2

3

By:                   /s/ Dean G. Rallis Jr.

4

Dean G. Rallis Jr.

5

Attorneys for Nanette Kearney, Krister Johnson,  
and Sandra Shorago, Creditors and Class  
Representatives

6

7 DATED: January 12, 2021

HANSON BRIDGETT LLP

8

9

By:                   /s/ Anthony Dutra

10

Anthony Dutra

11

Attorneys for Galileo Learning, LLC, Debtor and  
Debtor in Possession

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28