EXHIBIT 9

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In Re Flint Water Cases	No. 5:16-cv-10444-JEL-MKM HON. JUDITH E. LEVY MAG. MONA K. MAJZOUB

DECLARATION OF MARK L. MCALPINE IN SUPPORT OF PLAINTIFF COUNSEL'S APPLICATION FOR AN AWARD OF ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES

Pursuant to 28 U.S.C. § 1746, I, Mark L. McAlpine, hereby declare as follows:

1. I am a partner of the law firm McAlpine PC. On March 15, 2016, I was appointed Interim Liaison Class Counsel for Plaintiffs by the Genesee County Circuit Court. On October 26, 2017, I was appointed by this Court as Liaison Counsel for the *Mason* State Court Class Action. I have personal knowledge of the matters stated in this Declaration.

2. I provide this declaration in support of Plaintiff Counsel's Application for an Award of Attorneys' Fees and Reimbursement of Expenses. More specifically, I describe the time invested and expenses incurred by McAlpine PC in the prosecution of this action for the common benefit of plaintiffs in the Flint Water Cases (including but not limited to the Class Plaintiffs) from February 16, 2021, through November 30, 2023.

3. Over the course of this litigation, McAlpine PC has been involved in the following specific activities:

- *Pleadings:* McAlpine PC was extensively involved in the researching and drafting of Class Plaintiffs' consolidated complaint, drafted other pleadings in consultation with Co-Lead Counsel, and drafted all pleadings in Genesee County Circuit Court.

- *Motions to Dismiss:* McAlpine attorneys researched and drafted briefing in opposition to Defendants' multiple motions to dismiss in federal court and in the Genesee County Circuit Court. McAlpine attorneys also argued the motions to dismiss in Genesee County Circuit Court.

- *Appeals:* McAlpine researched, briefed and/or argued jurisdictional appeals from the Genesee County Circuit Court to the 6th Circuit Court of Appeals and United States Supreme Court, prevailing at each stage.

- *Discovery:* McAlpine has been extensively involved in discovery in these cases, including reviewing millions of pages of documents produced; drafting and reviewing discovery requests; preparing for and participating in Court conferences; preparing for and questioning witnesses at dozens of depositions; and conducting extensive expert analysis.

- *Class Certification:* McAlpine attorneys drafted briefing and supporting materials in support of Class Plaintiffs' motion for class certification.

- *Strategy and Planning:* McAlpine attorneys coordinated parallel proceedings in Genesee County Circuit Court, attending all hearings and preparing all filings on behalf of Class Plaintiffs. McAlpine attorneys also attended all federal proceedings and coordinated with Co-Lead Class Counsel. McAlpine attorneys participated in strategic decision and planning discussions throughout the case in relation to case investigation, pleadings, briefing, and discovery, and have participated in periodic calls with Co-Lead Counsel and other members of the Executive Committee.

4. The total number of hours expended on this litigation by McAlpine PC for the common benefit of plaintiffs in the Flint Water Cases (including but not limited to the Class Plaintiffs) from February 16, 2021, through November 30, 2023, is 3,630.40 hours. The total lodestar for this work using current billing rates is $2,370,956.00. The lodestar using applicable historical billing rates is $2,370,956.00.

5. Attached as Exhibit A is a detailed summary indicating the time spent by my firm's attorneys and professional staff who worked on this litigation, and their lodestars based on McAlpine PC's current (or historic where applicable) billing rates from February 16, 2021, through November 30, 2023. Additionally, attached as Exhibit B is a detailed summary indicating the time spent by my firm's attorneys and professional staff who worked on this litigation and their lodestars based on McAlpine PC's historical billing rates from inception of the case through November 30, 2023. Additionally, attached as Exhibit C is a detailed summary indicating the time spent and lodestar accrued by McAlpine PC on this litigation from February 16, 2021, through November 30, 2023, categorized by task. McAlpine PC prepared these schedules from contemporaneously made daily time records regularly prepared and maintained by the timekeepers identified in these exhibits. The records were kept and categorized in accordance with the Case Management Order Regarding Time and Expense Procedures (ECF No. 507) and were submitted regularly to the Special Master in accordance with that Order. The hourly rates reflected in Exhibit A and B are the same as the usual and customary national hourly rates charged for McAlpine PC's services on an hourly or contingent basis in similar complex litigation.

6. The total amount of unreimbursed expenses incurred by McAlpine PC directly (*i.e.* not through the Class Litigation Fund) in connection with the prosecution of this litigation from February 16, 2021, through November 30, 2023, is $5,572.76. I have attached as Exhibit D a breakdown by category of these expenses. These are

reflected in McAlpine PC's books and records. The books and records are prepared from expense vouchers, receipts, invoices, check and bank records, and other source materials, and represent an accurate recordation of the expenses incurred. The expenses reflected in Exhibit C were reasonably incurred and necessary and appropriate in the prosecution of this litigation and were for the common benefit of the plaintiffs (including but not limited to the Class Plaintiffs) in the Flint Water Cases.

7. The time and expense records described herein were reviewed by my firm for accuracy, duplicate entries, and compliance with the provisions of the Court's Time and Expense Case Management Order Regarding Time and Expense Procedures (ECF No. 507) concerning common benefit work and expenses.

8. Upon request from the Court, McAlpine PC is prepared to submit for *in camera* review the daily time records and expense documentation supporting Exhibits A, B, C, and D.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on December 12, 2023
Auburn Hills, Michigan

/s/ Mark L. McAlpine
Mark L. McAlpine

Exhibit A: MCALPINE PC Lodestar at Current Billing Rates

Professional	Position	Current Rate	Cumulative Hours	Cumulative Lodestar
Blake, Jayson	P	$750	1430.8	$1,073,100.00
Dore, Art	A	$375	443.2	$ 166,200.00
Eyre, Douglas	P	$750	10.6	$ 7,950.00
Lietzau, Naomi	L	$185	78	$ 14,430.00
McAlpine, Ashley	P	$425	171.2	$ 72,760.00
McAlpine, Lynette	A	$250	11.8	$ 2,950.00
McAlpine, Mark	P	$950	626.7	$ 595,365.00
Oszust, Mark	A	$375	72.7	$ 27,262.50
Schnatz, Adam	P	$525	780.5	$ 409,762.50
Yasso, Jade	L	$240	4.9	$ 1,176.00
TOTAL			**3630.40**	**$2,370,956.00**

P	Partner
C	Counsel
A	Associate
L	Legal Assistant
I	Intern

*Former employee, rate stated as of the date of end of employment.

Exhibit B: MCALPINE PC Lodestar at Historical Billing Rates

Professional	Position	Year	Historical Rate	Hours	Lodestar
Blake, Jayson	P		$750	1430.8	$1,073,100.00
Dore, Art	A		$375	443.2	$ 166,200.00
Eyre, Douglas	P		$750	10.6	$ 7,950.00
Lietzau, Naomi	L		$185	78	$ 14,430.00
McAlpine, Ashley	P		$425	171.2	$ 72,760.00
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C	Counsel
A	Associate
L	Legal Assistant
I	Intern

*Former employee, rate stated as of the date of end of employment.

Exhibit C: MCALPINE PC Lodestar by Task

Task	Hours	Lodestar
1. Administration (data and file management)	0	$ 0.00
2. Document Review	488.6	$ 191,915.00
3. Legal Research	39.7	$ 15,247.50
4. Pleadings, Briefs and Pretrial Motions	956.2	$ 669,400.00
5. Other Discovery	116.5	$ 91,265.00
6. Deposition Prep/Take/Defend	568.9	$ 364,078.50
7. Experts/Consultants	182.2	$ 124,600.00
8. Case Vetting/Bellwether	0	$ 0.00
9. Class Certification	119.4	$ 83,305.00
10. Trial Preparation and Trial	77.7	$ 60,542.50
11. Court Appearances/Arguments before the Court	148.80	$ 98,905.00
12. Litigation Strategy and Case Management	133.4	$ 93,385.00
13. Settlement	188.7	$ 141,135.00
14. Travel	0	$ 0.00
15. Committee Meetings or Calls	9.2	$ 7,370.00
16. Lead Counsel/PEC/Liaison Counsel Duties	197.4	$ 187,530.00
17. Time and Expense Admin	242.2	$ 122,187.50
18. Appeal	161.5	$ 120,090.00
TOTAL	**3630.40**	**$2,370,956.00**

Exhibit D: MCALPINE PC Litigation Expenses

Expense	Amount
1. Postage, Shipping, Courier, Certified Mail	$ 0.00
2. Printing and Photocopying (in-house)	$ 0.00
3. Computerized Research – Lexis/Westlaw (actual charges only)	$5,414.03
4. Telephone - long distance (actual charges only)	$ 27.14
5. Travel (pursuant to Travel Limitations)	$ 0.00
6. Airfare (pursuant to Travel Limitations)	$ 131.59
7. Reasonable ground transportation (pursuant to Travel Limitations)	$ 0.00
8. Hotel - (pursuant to Travel Limitations)	$ 0.00
9. Reasonable meals	$ 0.00
10. Other reasonable and necessary charges (e.g., parking)	$ 0.00
TOTAL	**$5,572.76**