

# **EXHIBIT B**

UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF MARYLAND  
(Northern Division)

LEONA FAREN,

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Plaintiff,

\*

v.

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Case No. 1:23-cv-01270-MJM

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ZENIMAX ONLINE STUDIOS, LLC

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And

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AP BENEFIT ADVISORS, LLC

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Defendants.

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DECLARATION OF MICHELLE COOL

I, Michelle Cool, hereby declare as follows:

1. I am over the age of eighteen (18), have personal knowledge of and am competent to testify as to the facts set forth herein.

2. I am employed as the Senior Director, Global Benefits and Compliance in the Office of Human Resources for ZeniMax Media Inc. (“ZMI”) and held this role at all times relevant to the Complaint.

3. Plaintiff’s actual employer was ZeniMax Media Inc. (“ZMI”). As noted in the Motion, ZOS shall include and be interchangeable with ZMI.

4. In or around May 2022, Leona Faren (“Ms. Faren”) signed a Separation Agreement with ZOS, as referenced in the Complaint, and a true and correct copy of that Separation Agreement, made and kept in the ordinary course of business is attached as **Exhibit A to the Motion**.

5. As set forth in the Complaint, following her separation, when Ms. Faren communicated to myself and Tracey Zerhusen (“Ms. Zerhusen”), HR Director at ZOS, that she

was having difficulty confirming her insurance coverage through COBRA, Ms. Zerhusen responded to Ms. Faren and provided her a letter to establish proof of coverage with her health care providers.

6. A true and correct copy of the email communication between Ms. Zerhusen and Ms. Faren, as referenced in the Complaint, which is kept in the normal course of ZOS business, is attached as **Exhibit C to the Motion**.

7. AP provided ZOS a copy of the Termination of Benefits notice it sent to Ms. Faren. A true and correct copy is attached as **Exhibit D to the Motion**.

8. AP provided ZOS with copies of the enrollment documents it sent to Ms. Faren, including a COBRA Specific Rights and Enrollment Confirmation documents. True and correct copies of these documents are attached as **Exhibit E to the Motion**.

9. The Summary Plan Description (SPD) was available to Plaintiff for her review and provides the relevant appeal process. A true and correct copy of the relevant portion of the SPD is attached as **Exhibit F to the Motion**.

10. CareFirst provided ZOS copies of the Explanation of Benefits that it sent to Ms. Faren between January 2023 and March 2023. The documents provide a breakdown of the costs that were covered by health insurance and also provide information about the appeal process. Relevant portions of true and correct copies of the Explanation of Benefits documents are attached as **Exhibit G to the Motion**.

11. A true and correct copy of the Confirmation of Payment provided to Ms. Faren from Group Hospitalization and Medical Services, Inc. d/b/a/ CareFirst BlueCross BlueShield, which reflects that Ms. Faren's claims were retroactively reprocessed following her filing of the

Complaint, which ZOS received and maintained in the normal course of business, is attached as  
**Exhibit H to the Motion.**

**I SOLEMNLY AFFIRM UNDER THE PENALTIES OF PERJURY THAT THE CONTENTS OF THE FOREGOING PAPER ARE TRUE AND CORRECT.**

August 18, 2023

DocuSigned by:  
  
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Michelle Cool  
Senior Director of Global Benefits & Compliance  
ZeniMax Media Inc.