

SETTLEMENT AGREEMENT AND RELEASE

This SETTLEMENT AGREEMENT AND RELEASE (hereinafter, "Agreement") is entered into by the Plaintiffs Kentucky Public Radio, Inc. d/b/a Louisville Public Media, and Brendan McCarthy ("Plaintiffs") and Defendant University of Louisville Foundation, Inc. ("Foundation"), effective December 21, 2016 ("Effective Date"). The foregoing parties shall be referred to collectively as the "Parties."

WHEREAS, Plaintiffs sought certain records from the Foundation relating to attestation and disclosure forms, ethics forms, financial disclosure forms, and payroll records;

WHEREAS, the Kentucky Attorney General issued opinions 16-ORD-164 and 16-ORD-165, which held that the Foundation violated the Open Records Act;

WHEREAS, Plaintiffs filed the lawsuit styled *Kentucky Public Radio, Inc. d/b/a Louisville Public Media and Brendan McCarthy v. University of Louisville Foundation*, No. 16-CI-004476, in Jefferson Circuit Court to enforce Kentucky Attorney General Opinions 16-ORD-164 and 16-ORD-165 and to seek an award of attorneys' fees and statutory penalties under the Open Records Act ("Pending Litigation");

WHEREAS, after the filing of the Pending Litigation, the Foundation produced additional documents and records as a result of negotiations with the Plaintiffs; and

WHEREAS, it is the express intent of the Parties to fully and finally resolve the Pending Litigation, including all claims for attorneys' fees and statutory penalties;

NOW, THEREFORE, in consideration of the foregoing premises which are not mere recitals but which are an integral part of this Agreement, and in exchange for the consideration described herein, the Parties hereby agree as follows:

1. **Resolution of Pending Litigation.** For and in consideration of the Settlement Payment specified in Paragraph 2, *infra*, the Plaintiffs agree to dismiss the Pending Litigation with prejudice.

2. **Settlement Payment.** Within ten (10) days of the Effective Date of this Agreement, the Foundation shall pay the Plaintiffs the sum of \$15,000.00 (Fifteen Thousand Dollars) in full satisfaction of any and all claims for attorneys' fees, statutory penalties, and any other form of monetary relief that was or could have been sought in the Pending Litigation.

3. **Dismissal of Pending Litigation.** Within three (3) business days of the receipt of the Settlement Payment described in Paragraph 2, Plaintiffs agree to dismiss the Pending Litigation by filing a stipulation of dismissal with prejudice pursuant to CR 41.01(1).

4. **Denial of Wrongdoing.** By the signatures of the respective representatives below, each Party acknowledges that the undertakings of any person or entity under this Agreement are not, and shall not be construed as, any admission of liability or wrongdoing on the part of any party, and in fact the parties expressly dispute and deny any wrongdoing but assert that they have settled these claims simply to terminate the continued costs and expense, and business disruption and diversion of management resources, of further litigation.

5. **Integration.** This Agreement sets forth the entire agreement among the Parties and supersedes any and all prior conversations, writings, agreements, and/or understandings among the Parties pertaining to this subject matter.

6. **Venue.** The Jefferson Circuit Court shall have exclusive jurisdiction over disputes arising among the Parties with respect to this Agreement.

Having read and understood the terms of this Agreement, the Parties and their Counsel hereby execute this Agreement as indicated below.

By: Brendan McCarthy
Brendan McCarthy
Managing Editor

Kentucky Center for Investigative Reporting

Michael Alate
Counsel for Kentucky Public Radio, Inc.
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