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UNITED STATES DEPARTMENT OF JUSTICE

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TRACY HOPE DAVIS

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION**

In re

THE ROMAN CATHOLIC BISHOP OF
OAKLAND,

Debtor.

Case No: 23-40523 WJL

Chapter 11

Date: January 31, 2024
Time: 10:30 a.m.
Location: In-Person or Via Zoom
Webinar/AT&T Teleconference

**UNITED STATES TRUSTEE'S MOTION FOR ORDER APPOINTING
FEE EXAMINER AND ESTABLISHING PROCEDURES FOR REQUESTING
PROFESSIONAL COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Tracy Hope Davis, United States Trustee for Region 17 (the "United States Trustee"), by
and through her undersigned counsel, hereby moves the Court for *an Order Appointing a Fee*



1 *Examiner and Establishing Procedures for Requesting Professional Compensation and*
2 *Reimbursement of Expenses* (the “Motion”).¹

3 The United States Trustee moves for the appointment of a fee examiner in order to ensure
4 greater transparency and accountability over the fees billed by professionals in this case, which is
5 of particular importance due to the complexity of this case, the expected magnitude of those fees,
6 and the heightened public attention that this case is likely to attract. The United States Trustee
7 further recommends that David M. Klauder, Esq. of Bielli & Klauder, LLC (“Mr. Klauder”) be
8 appointed as the fee examiner. This recommendation is supported by Mr. Klauder’s declaration
9 and curriculum vitae, which are attached hereto as Exhibit A. The proposed form of order for
10 Mr. Klauder’s appointment is attached hereto as Exhibit B.
11

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13 **I. INTRODUCTION**

14 The United States Trustee respectfully requests that the Court appoint a fee examiner to
15 provide substantive analysis of the fee requests filed by the numerous estate-paid professionals
16 whose retention has been authorized by the Court in this case or are the subject of pending or
17 forthcoming retention applications. Given the magnitude of this chapter 11 case and the number
18 of retained professionals who will apply to this Court for compensation, scrutiny of professional
19 fees will be challenging. To meet these challenges and to ensure that all professional fee
20 requests meet applicable Bankruptcy Code and Rule requirements, the Court should appoint a fee
21 examiner. In addition, given the sensitive nature and public interest in the case, the appointment
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25 ¹ Hereinafter, all references to “section” in the Motion are to provisions of the Bankruptcy Code,
26 11 U.S.C. section 101 *et. seq.*, unless otherwise indicated. All references to “Fed. R. Bankr. P.”
are to the Federal Rules of Bankruptcy Procedure.

of a fee examiner will help ensure public confidence in the bankruptcy system.

II. MEMORANDUM OF POINTS AND AUTHORITIES

A. Background & Procedural Posture

1. On May 8, 2023, The Roman Catholic Bishop of Oakland (the “Debtor”) commenced the above-captioned case under chapter 11 of the Bankruptcy Code. *See* ECF No. 1.² No chapter 11 trustee has been appointed, and the Debtor is currently operating as a debtor in possession under sections 1107 and 1108.

2. An Official Committee of Unsecured Creditors (the “OCUC”) was appointed by the United States Trustee on May 23, 2023. *See* ECF No. 58.

3. The meeting of creditors under 11 U.S.C. § 341 was held and concluded on June 21, 2023. *See* ECF Docket *generally*.

4. According to the first day declaration of Charles Moore (ECF No. 19) (the “First Day Declaration”), the Debtor was established “in 1962 from the eastern territory of the Archdiocese of San Francisco. The territory of the diocese spans roughly 1,467 square miles and encompasses two counties, Alameda and Contra Costa.” *See* First Day Declaration, at ¶ 13. There are 82 parishes and missions within the diocese. *Id.*, at ¶ 22. The parish churches are not separately incorporated under California law. *Id.*, at ¶ 19.

5. According to the First Day Declaration, as of May 4, 2023, there were “approximately 332 separate, active lawsuits or mediation demands pending against the Debtor filed by plaintiffs alleging sexual abuse by clergy or others associated with the Debtor.” *See* First Day Declaration, at ¶ 84.

² “ECF No.” refers to the bankruptcy docket for the above-captioned chapter 11 case.

1 **B. The Estate-Paid Professionals**

2 6. Following the filing, the Debtor employed the following professionals:

- 3 a. Foley & Lardner LLP, as general bankruptcy counsel;
- 4 b. Alvarez & Marsal North America, LLC, as restructuring advisor;
- 5 c. Weintraub Tobin, as special corporate and litigation counsel;
- 6 d. Breall & Breall LLP, as special insurance counsel; and
- 7 e. Kurtzman Carson Consultants LLC, as administrative agent.

8 7. In addition, the OCUC has employed the following professionals:

- 9 a. Lowenstein Sandler LLP, as lead general bankruptcy counsel;
- 10 b. Keller Benvenuti Kim LLP, local general bankruptcy counsel;
- 11 c. Berkeley Research Group, LLC, as financial advisor;
- 12 d. Burns Bair, LLP, as special insurance counsel; and
- 13 e. Stout Risius Ross, LLC, as expert consultant on valuation of sexual
- 14 abuse claims

15 8. It appears that the Debtor and the OCUC may be in the process of filing further

16 retention applications for additional professionals. *See* ECF Docket *generally*.

17 9. The Court granted the various professionals' motion to establish interim

18 compensation procedures (the "Interim Compensation Order") on June 23, 2023. *See* ECF No.

19 170.

20 10. Prior to filing this Motion, the United States Trustee conferred with general

21 bankruptcy counsel for the Debtor and the OCUC regarding the relief sought, the selection of a

22 specific fee examiner, and the proposed form of order. The United States Trustee is informed

1 that the Debtor and OCUC support or do not oppose the appointment of a fee examiner in this
2 case.

3 III. JURISDICTION AND STANDING

4 11. The Court has jurisdiction over this matter under 28 U.S.C. §§ 158(a), (b)(1), and
5 1334.

6 12. This is a core proceeding under 28 U.S.C. § 157(b)(2)(A).

7 13. Pursuant to 28 U.S.C. § 586, the United States Trustee is generally charged with
8 overseeing the administration of chapter 11 cases filed in this District.

9 14. Under sections 307 and 586 of the Bankruptcy Code, Congress charged the
10 United States Trustee with broad responsibilities in chapter 11 cases and standing to raise and be
11 heard on any issue in any case or proceeding. Under the law of this circuit, the United States
12 Trustee may be heard on any issue in any bankruptcy case or proceeding. *Stanley v. McCormick,*
13 *Barstow Sheppard, Wayte & Carruth (In re Donovan)*, 215 F.3d 929, 930 (9th Cir. 2000)
14 (internal quotations and citations omitted). *See also United States Trustee v. Columbia Gas Sys.,*
15 *Inc. (In re Columbia Gas Sys., Inc.)*, 33 F.3d 294, 295-96 (3d Cir. 1994) (the United States
16 Trustee has “public interest standing” under 11 U.S.C. § 307, which goes beyond mere pecuniary
17 interest); *Morgenstern v. Revco D.S., Inc. (In re Revco D.S., Inc.)*, 898 F.2d 498, 500 (6th Cir.
18 1990) (describing the United States Trustee as a “watchdog”).

19 IV. AUTHORITIES & DISCUSSION

20 A. The Appointment of Fee Examiners Generally.

21 15. Section 330(a)(3) of Title 11 sets forth the standards for authorizing compensation
22 to professionals retained in bankruptcy cases:

1 In determining the amount of reasonable compensation to be
2 awarded...the court shall consider the nature, the extent, and the
3 value of such services, taking into account all factors, including—

- 4 (A) the time spent on such services;
- 5 (B) the rates charged for such services;
- 6 (C) whether the services were necessary to the
7 administration of, or beneficial at the time at which the
8 service was rendered toward the completion of, a case
9 under this title;
- 10 (D) whether the services were performed within a
11 reasonable amount of time commensurate with the
12 complexity, importance, and nature of the problem, issue,
13 or task addressed;
- 14 (E) with respect to a professional person, whether the
15 person ... has demonstrated skill and experience in the
16 bankruptcy field; and
- 17 (F) whether the compensation is reasonable based on the
18 customary compensation charged by comparably skilled
19 practitioners in cases other than cases under this title.

13 11 U.S.C. § 330(a)(3). The United States Trustee is charged with reviewing fee applications and
14 commenting when appropriate. *See* 28 U.S.C. § 586(a)(3)(A). The Court also has responsibility
15 to review applications for compensation and reimbursement of expenses and to enter appropriate
16 Orders on them. *See* 11 U.S.C. § 330 *generally*; *see also In re Auto Parts Club, Inc.*, 211 B.R.
17 29, 33 (9th Cir. BAP 1997) (citing *In re Busy Beaver Building Centers, Inc.*, 19 F.3d 833, 841
18 (3d Cir. 1994)) (“[t]he bankruptcy court has a duty to review fee applications notwithstanding
19 the absence of objections by the trustee, debtor, or creditors”).
20

21
22 16. In complex cases, bankruptcy courts have appointed fee examiners pursuant to
23 section 105 of the Bankruptcy Code. The role of a fee examiner is different from that of an
24 examiner appointed under 11 U.S.C. § 1104(c) who is charged with conducting “an investigation
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of the debtor as is appropriate.” 11 U.S.C. § 1104; *see also In re Collins & Aikman Corp.*, 368 B.R. 623, 625-27 (Bankr. E.D. Mich. 2007).

17. Fee examiners or fee review committees have been appointed in many significant and complex bankruptcy cases, including but not limited to, *In re PG&E Corporation*, Docket No. 2267, Case No. 19-30088-dm (Bankr. N.D. Cal.); *In re Energy Future Holdings*, Docket No. 1896, Case No. 14-10979-CSS (Bankr. Del.); *In re Budd Company*, Docket No. 346, Case No. 14-11873-jbs (Bankr. N.D.IL.); *In re Mineral Park*, Docket No. 274, Case No. 14-11996-kjc (Bankr. Del.); *In re Exide Technologies*, Docket No. 1283, Case No. 13-11482-kjc (Bankr. Del.); *In re AMR Corp.*, Docket No. 2897, Case No. 11-15463-shl (Bankr. S.D.N.Y.); *In re Motors Liquidation (f/k/a General Motors)*, Docket No. 4708, Case No. 09-50026-reg (Bankr. S.D.N.Y.); and *In re Lehman Brothers Holdings*, Docket No. 3651, Case No. 08-13555-scc (Bankr. S.D.N.Y.).

B. The U.S. Trustee Believes the Appointment of a Fee Examiner Is Appropriate in this Case.

18. Given the size and complexity of this chapter 11 case, the United States Trustee requests that the Court authorize the appointment of a fee examiner to review and report on as appropriate all interim and final applications for allowance of compensation and reimbursement of expenses filed by professionals retained under sections 105, 327, or 1103 of the Bankruptcy Code or similar authority (the “Retained Professionals”), in accordance with sections 328, 330, and 331 of the Bankruptcy Code and the Interim Compensation Order (collectively, the “Applications”).

19. The appointment of a fee examiner will promote consistency, predictability, and

transparency when the Retained Professionals file their Applications. In addition, all parties will maintain their rights to review and contest any of the Applications and, considering the sensitive nature and public interest in the case, the appointment of a fee examiner will help ensure public confidence in the bankruptcy system. *Cf., In re Ionosphere Clubs, Inc.*, 113 B.R. 164, 168 (Bankr. S.D.N.Y. 1990) (where debtor's business affects a large segment of the general public, consideration of public interest becomes an important factor in deciding to appoint trustee).

C. The Duties of a Fee Examiner

20. The United States Trustee requests that any order authorizing the appointment of a fee examiner impose upon the candidate the duty to:

- a. Review and assess all Applications filed by the Retained Professionals, and the fees and reimbursement of expenses for which allowance is sought pursuant to the Applications, for compliance with: (i) Bankruptcy Code Sections 328, 329, 330, and 331, as applicable; (ii) Fed. R. Bankr. P. 2016; (iii) the Interim Compensation Order; (iv) the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses, 28 C.F.R. Part 58, Appendix A and Appendix B (the "Guidelines"); and (v) the United States Bankruptcy Court for the NDCA Guidelines for Compensation and Expense Reimbursement of Professionals and Trustees (the "NDCA Guidelines");
- b. Review the Applications filed by each Applicant in this chapter 11 Case (along with the fee detail related thereto), and to the extent possible, the fee examiner shall avoid duplicative review;
- c. During the course of their review of an Application, consult, as they deem appropriate, with each Applicant concerning such Application;
- d. During the course of their review of an Application, review, to the extent appropriate, any relevant documents filed in this chapter 11 case to be generally familiar with this chapter 11 case and the associated public docket;
- e. Within twenty-one (21) days after an Applicant files an Application, serve an initial report (the "Initial Report") on

the Applicant designed to quantify and present factual data relevant to whether the requested fees, disbursements, and expenses are in compliance with the applicable standards of sections 328, 329, 330, and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and whether the Applicant (if required) has made a reasonable effort to comply with the United States Trustee's requests for information and additional disclosures as set forth in the Guidelines and NDCA Guidelines;

- f. During the period between service of the Initial Report and filing of the Final Report (as defined below), engage in written communication with each Applicant, the objective of which is to resolve matters raised in the Initial Report and to endeavor to reach consensual resolution with each Applicant with respect to that Applicant's requested fees and expenses, in furtherance of which the Examiner may also use the resolution process to revise findings contained in the Initial Report, and each Applicant may provide the fee examiner with written supplemental information that the Applicant believes is relevant to the Initial Report;
- g. Following communications between the fee examiner and the Applicant and the fee examiner's review of any supplemental information provided by such Applicant in response to the Initial Report, conclude the informal resolution period by filing with this Court a report with respect to each Application (the "Final Report") within fourteen (14) days after the service of the Initial Report, which shall be in a format designed to quantify and present factual data relevant to whether the requested fees and expenses of each Applicant are in compliance with the applicable standards of section 330 of the Bankruptcy Code and Bankruptcy Rule 2016, and whether the Applicant has made a good faith reasonable effort to comply with the Guidelines and the NDCA Guidelines; and
- h. Serve each Final Report on counsel for the Debtor, counsel for the OCUC, the United States Trustee, and each Applicant whose fees and expenses are addressed in the Final Report.

D. The Authority of a Fee Examiner

21. The United States Trustee also requests that any Court order appointing a

1 fee examiner also authorize the fee examiner to:

- 2 a. File comments on the public docket of the Court regarding
- 3 any Application by a Retained Professional;
- 4 b. Communicate their concerns regarding any Application to
- 5 the Retained Professionals to whom such Application
- 6 pertains, and to request further information as appropriate;
- 7 c. Request Retained Professionals to provide budgets, staffing
- 8 plans, or other information to the fee examiner;
- 9 d. Establish procedures for the resolution of disputes with
- 10 Retained Professionals;
- 11 e. Recommend procedures to facilitate the preparation and
- 12 review of Applications;
- 13 f. Appear and be heard on any matter before the Court;
- 14 g. File and litigate objections to the allowance of any
- 15 Application;
- 16 h. Take, defend, or appear in any appeal regarding any
- 17 Application;
- 18 i. Conduct discovery; and
- 19 j. Retain, subject to Court approval, professionals (including
- 20 attorneys and auditors) to represent or assist the fee examiner
- 21 in connection with any of the foregoing under standards
- 22 analogous to section 327 and to be compensated under
- 23 standards analogous to sections 330 and 331.

24 22. The United States Trustee further requests that any order appointing a fee
25 examiner provide that the Debtor, the OCUC, the United States Trustee, and all Retained
26 Professionals shall cooperate with the fee examiner in the discharge of the fee examiner's duties
27 and shall promptly respond to any reasonable requests for information or communications from
28 the fee examiner.

29 **E. Compensation of the Fee Examiner**

30 23. The United States Trustee requests that any order appointing a fee examiner
31 provide that the fee examiner and any professionals retained by the fee examiner shall be entitled
32 to reasonable compensation from the estate for reasonable and necessary fees and expenses. Any

1 such requests for compensation shall be made by application to the Court and shall be allowed
2 according to the same standards and procedures that apply to the Retained Professionals.

3 24. Should the Court decide to adopt the United States Trustee's recommendation and
4 order the appointment of Mr. Klauder as the fee examiner in this case, his supporting declaration
5 proposes a compensation structure of \$25,000 monthly for all services performed. *See* Exhibit
6
7 A. The flat fee will cover the legal fees and expenses of Mr. Klauder and his firm as well as
8 database analytics service provider, Legal Decoder, Inc. ("Legal Decoder") but will exclude: (a)
9 travel and related expenses for anyone other than Mr. Klauder and his firm necessary for any
10 court appearance requested by any party other than Mr. Klauder; (b) time spent by Mr. Klauder,
11 his firm, or Legal Decoder that relates to responding to discovery requests of any type, or for any
12 testimony, or for the preparation of either (*i.e.*, if such activities arise in the course of Mr.
13 Klauder's appointment, they will be charged at the affected individual's hourly rate); and (c)
14 time and expenses of any local counsel or other professional Mr. Klauder may hire to represent
15 him in this matter but subject to the appropriate application being brought before the Court.
16

17 **F. Immunity of the Fee Examiner**

18 25. The United States Trustee further requests that any order authorizing the
19 appointment of a fee examiner provide that the fee examiner is appointed as an officer of the
20 Court, and the fee examiner along with those employed or paid by him with respect to the
21 appointment, shall be given the maximum immunity permitted by law from civil actions with
22 respect to the performance of the duties set forth herein.
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1 **G. Appointment of a Chapter 11 Trustee**

2 26. Finally, the United States Trustee requests that any order authorizing the
3 appointment of a fee examiner provide that in the event a chapter 11 trustee is appointed in this
4 case, such appointment will not terminate or otherwise modify the duties and responsibilities of
5 the fee examiner. Rather, the fee examiner's appointment shall only be terminated or otherwise
6 modified by entry of an order of the Court.
7

8 **H. Proposed Modifications to the Interim Compensation Order**

9 27. Should the Court find that the appointment of a fee examiner is warranted under
10 the circumstances, the United States Trustee requests entry of an order submitted herewith that
11 will supplement the Interim Compensation Order previously entered in this case.
12

13 **V. CONCLUSION**

14 WHEREFORE, the United States Trustee requests that the Court enter an order
15 appointing Mr. Klauder or another qualified individual as a fee examiner in this case subject to
16 the terms herein and for such other relief as the Court deems appropriate.
17

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19 Date: December 27, 2023

Respectfully Submitted,

20 TRACY HOPE DAVIS
21 UNITED STATES TRUSTEE

22 By: /s/ Jared A. Day
23 Jared A. Day
24 Trial Attorney for the United States Trustee
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EXHIBIT A

DECLARATION OF DISINTERESTEDNESS
BY DAVID M. KLAUDER

I, David M. Klauder, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information and belief:

1. I am a Member of the firm of Bielli & Klauder, LLC (“Bielli & Klauder”), which maintains offices at 1204 N. King Street, Wilmington, DE 19801.

2. I submit this Declaration to establish that I am a “disinterested person” as that term is defined in 11 U.S.C. § 101(14) in connection with my appointment as the independent Fee Examiner in the chapter 11 case of *The Roman Catholic Bishop of Oakland* (the “Debtor”).

3. Except as otherwise indicated, I have personal knowledge of the facts set forth herein.

4. With respect to my “disinterestedness” under Section 101(14) of the Bankruptcy Code, I provide the following information:

(a) Neither Bielli & Klauder nor I is, or has been, during the pendency of this chapter 11 case, a creditor, equity security holder or insider of the Debtor.

(b) Neither any professional at Bielli & Klauder nor I is, and has not been a director, officer or employee of any kind of the Debtor.

(c) Neither Bielli & Klauder nor I has an interested materially adverse to the interests of this bankruptcy estate or any class of creditors or equity security holders by reason of any direct or indirect relationship to, connection with or interest in any of the Debtors, or for any other reason.

(d) Neither any professional at Bielli & Klauder nor I is a relative of any Bankruptcy Judge of the United States Bankruptcy Court for the Northern District of California (Oakland) or any person employed by the United States Trustee.

(e) Neither Bielli & Klauder nor I represent or has represented in the past the Debtor or any of their affiliates.

(f) Bielli & Klauder completed a conflict check that compared, to the extent then known, the parties listed on Schedule 1 against a list of Bielli & Klauder’s current and former engagements and clients. Except as indicated on Schedule 2, neither Bielli & Klauder nor I represent or has represented in the past any party in interest in connection with the Debtor or the chapter 11 case.

(g) Except as indicated on Schedule 2, neither Bielli & Klauder nor I have any connection with any of the creditors or other parties in interest or

their respective attorneys, financial consultants, and accountants that are included on the list of parties in interest provided by the Debtor's counsel except (i) we have in the past, currently, and may in the future, represent some of such entities in connection with matters unrelated to the Debtor or their chapter 11 case, (ii) may hire the financial consultants or accountants included on the list as experts or consultants on behalf of one of our clients, or (iii) may represent a client in a matter in which such entities represent an adverse party or serve as an expert or consultant for an adverse party. Bielli & Klauder has not represented such entities or any other entities in connection with the Debtor or their chapter 11 case and, if I am appointed with the Fee Examiner, will not represent any other entity in connection with the Debtor or their chapter 11 case.

5. Both Bielli & Klauder and the Fee Examiner propose a combined monthly flat fee of \$25,000.00 (the "Flat Fee") for this engagement. The Flat Fee will cover the compensation and expenses for both Bielli & Klauder and the Fee Examiner. Also included in the Flat Fee is the costs of Legal Decoder, Inc. ("Legal Decoder"), whose data analytics software the Fee Examiner plans to use to assist in performing his analysis during this case. Legal Decoder will charge Bielli & Klauder the amount of \$5,000.00 per month for the use of its software during this case. The Flat Fee compensation does not include:

a. Travel and related expenses for anyone other than the Fee Examiner necessary for any court appearance requested by any party other than the Fee Examiner;

b. Time spent by the Fee Examiner or anyone employed by the Fee Examiner, including Legal Decoder, that relates to responding to discovery requests of any type, or for any testimony, or for the preparation or of either. If such activities arise in the course of the Fee Examiner's appointment, they will be charged at the affected individual's then-currently hourly rate;

c. time and expenses of any local counsel or other professional the Fee Examiner may hire to represent him in this matter but subject to the appropriate application to be brought before this Court.

6. Bielli & Klauder will file the appropriate monthly fee applications as set forth and required by the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals* [Docket No. 170]. Bielli & Klauder will also file a final fee application at the time its engagement or this case is concluded. Finally, Bielli & Klauder will maintain detailed, contemporaneous time records in six minute intervals and provide same with its monthly fee application.

7. The Fee Examiner and Bielli & Klauder have used Legal Decoder in other chapter 11 cases with a similar compensation structure whereby the Fee Examiner and Bielli & Klauder pay Legal Decoder a monthly fee for the services it provided in those particular cases. Other than as set forth herein, the Fee Examiner and Bielli & Klauder have no other agreements with Legal Decoder.

8. With the exception of Legal Decoder and Bielli & Klauder, the Fee Examiner has not shared or agreed to share any of its compensation to be received for services rendered in or in connection with these cases with any other person, other than as permitted by section 504 of the Bankruptcy Code.

9. The compensation in this case will be paid to Bielli & Klauder. The Fee Examiner, who is a Member of Bielli & Klauder, will not directly receive the compensation.

10. I believe the compensation structure set forth herein is appropriate and reasonable for this case. It is my experience that the flat fee is more cost-efficient to the estate. The onboarding within the Legal Decoder software that is required at the beginning of the engagement is labor intensive. Using the lodestar method as a basis to analyze the reasonableness of fees, the work by the professionals at my firm will materially exceed the proposed flat fee during for at least the first three interim periods - this is exclusive of expenses including Legal Decoder. Based on my experience, after the third or fourth interim period, the flat fee will line up closer to the hourly

rate analysis under lodestar method. This analysis assumes that the number of estate professionals remains constant, but it is not unusual in a case of this size and complexity, for more estate professionals to be retained, which will require fee examiner review. As such, I believe the proposed flat fee structure of compensation as set forth herein is reasonable and appropriate.

11. If I discover any facts bearing on the matters described herein, I will supplement the information contained in this Declaration.

I certify under penalty of perjury under the laws of the United States that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

BIELLI & KLAUDER, LLC

Dated: December 27, 2023

/s/ *David M. Klauder*
David M. Klauder

SCHEDULE 1

Potential Parties In Interest

BANKRUPTCY JUDGES

CHIEF JUDGE STEPHEN L. JOHNSON

JUDGE CHARLES NOVACK

JUDGE DENNIS MONTALI

JUDGE HANNAH L. BLUMENSTIEL

JUDGE M. ELAINE HAMMOND

JUDGE ROGER L. EFREMSKY

JUDGE WILLIAM LAFFERTY

BANKRUPTCY JUDGES STAFF

ALEGNA GOMEZ

ALICE GIANG

ALYSSA IVANCEVICH

AMY LEITNER

ANKEY THOMAS

ANNA LEE

ANNA ROSALES

AUDREY GERVASI

BROOKE WILSON

CHEYANNA FUCHS

CINDY FAN

DALE DAVIS

DAN SONDHEIM

DINA KAKALIA

LAURENT CHEN

LORENA PARADA

RAENNA J. RORABECK

RUBY BAUTISTA

SHANNON MOUNGER-LUM

VENICE TAMPLIN-HENDERSON

**BANKRUPTCY PROFESSIONALS –
RETAINED**

ALVAREZ & MARSAL

FOLEY & LARDNER LLP

KURTZMAN CARSON CONSULTANTS
LLC (KCC)

**BANKS/LENDER/UCC LIEN
PARTIES/ADMINISTRATIVE AGENTS**

PRINCIPAL FINANCIAL GROUP

ROMAN CATHOLIC CEMETERIES OF
THE DIOCESE OF OAKLAND

UNION BANK

WELLS FARGO INST RETIREMENT &
TRUST

U.S. BANK

ALBERTSONS/SAFEWAY

AMERICAN EXPRESS

APPLE FINANCIAL SERVICES

C T CORPORATION SYSTEM

CHASE CARDMEMBER SERVICE

CIT BANK

CIT FINANCE LLC

CITI BANK

DEUTSCHE BANK NATIONAL TRUST
COMPANY

GENERAL ELECTRIC CAPITAL
CORPORATION

HOME DEPOT CREDIT SERVICES

NATIONAL EUCHARISTIC CONGRESS,
INC.

RICOH BUSINESS SOLUTIONS

RICOH USA INC

SCHWAB BANK

THE SHERWIN WILLIAMS CO.

U.S. BANK EQUIPMENT FINANCE

VAR RESOURCES LLC

1 WELLS FARGO VENDOR FINANCIAL
SERVICES

2 XEROX FINANCIAL SERVICES

3 **BISHOP**

4 BISHOP CHAD ZIELINSKI

5 BISHOP GORDON BENNETT, SJ

6 BISHOP MICHAEL BARBER, S.J.

7 BISHOP ROY CAMPBELL, JR.

8 **CHANCELLOR**

9 RICK MEDEIROS

10 **COLLEGE OF CONSULTORS**

11 FR. JOY KUMARTHUSSEERIL

12 FR. KENNETH SALES

13 FR. LARRY YOUNG

14 FR. LAWRENCE D'ANJOU

15 FR. LEO EDGERLY JR.

16 FR. MARK WIESNER

17 FR. PAUL COLEMAN

18 **CONTRACT COUNTER-PARTIES**

19 AT&T

20 BEACON POINTE ADVISORS

21 FAITH CATHOLIC-PUBLISHING &
COMMUNICATIONS

22 HELEN R. OSMAN

23 JIM MULVANEY

24 OFFICE INFORMATION SYSTEMS

25 PRINCIPAL CUSTODY SOLUTIONS

26 T MOBILE

27 TRANSWESTERN PROPERTY
COMPANY WEST, INC.

28 VILLA MARIA DEL MAR

XEROX CORPORATION

ARMANINO LLP

ARTHUR J. GALLAGHER & CO.
INSURANCE BROKERS OF
CALIFORNIA, INC.

BANK DIRECT CAPITAL FINANCE, A
DIVISION OF TEXAS CAPITAL BANK

CALIFORNIA PRIVATE SCHOOLS
SELF-INSURANCE GROUP

CALIFORNIA PRIVATE SCHOOLS
SELF-INSURANCE GROUP (CAPS-SIG)

CALIFORNIA PRIVATE SCHOOLS
WORKERS' COMPENSATION SELF-
INSURANCE GROUP, INC.

FAITH CATHOLIC

GALLAGHER

GALLAGHER BASSETT SERVICES,
INC.

JAMES P. MULVANEY AND RAMONA
G. MULVANEY

MERCY RETIREMENT AND CARE
CENTER

MOREAU CATHOLIC HIGH SCHOOL

MOSS ADAMS LLP

RISK PLACEMENT SERVICES DBA RPS
MONUMENT

RISK PLACEMENT SERVICES, INC.
DBA RPS MONUMENT, ACTING
PURSUANT TO A POWER OF
ATTORNEY GRANTED BY
CALIFORNIA PRIVATE SCHOOLS
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25	NATIONAL RELIGIOUS RETIREMENT OFFICE	PROTECH CONSULTING &
26	NCADDHM	ENGINEERING
27	NCDVD	PSPRINT LLC
28	NETATWORK INC	QUADIENT FINANCE USA, INC.
	NFCYM	QUADIENT LEASING USA, INC.
	NICOLAY CONSULTING GROUP, INC.	QUADIENT, INC.
	NOCERCC	QUICK LIZARD TIMING & RESULTS
	NORTH COAST SECTION CIF	RANSOME COMPANY
		RAUL PEREZ CONSTRUCTION
		RECOPS

1	REGION XI	THE COMPUTER DEPARTMENT, INC.
2	CONFERENCEOFDIACONATE	THE DAVEY TREE EXPERT COMPANY
3	DIRECTORS	THE GABRIEL PROJECT CA
4	REGION XI-CATECHETICAL	THE HERMITAGE FOUNDATION
5	MINISTRY DIRECTORS	THE KAL GROUP, INC.
6	REPUBLIC SERVICES	THE ORDER OF FRIARS MINOR
7	RETIREMENT FUND FOR RELIGIOUS	THE PARKS GROUP
8	RMC HEALTH CARE SERVICE	THE SHARPE GROUP
9	ROMAN CATHOLIC ARCHDIOCESE OF	THE SHERWIN WILLIAMS CO.
10	BOSTON	THE SOUTHDOWN INSTITUTE
11	ROTO-ROOTER SERVICES COMPANY	THE UNIVERSITY OF MARY
12	SACRAMENTO ENGINEERING	BOOKSTORE
13	CONSULTANTS	THE WILLETT LAW FIRM, PC
14	SAGE SOFTWARE, INC.	THEOLOGICAL COLLEGE, INC.
15	SAGE VIEW ADVISORY GROUP, LLC	TM CONFERENCE SERVICES
16	SALESIAN COLLEGE PREPARATORY	TOURNAMENT WIRELESS HOLDINGS,
17	SAN DAMIANO RETREAT	LLC
18	SAN FRANCISCO CHRONICLE	TRIBUNAL TECHNOLOGIES
19	SANTA CLARA UNIVERSITY	TRIBUNALE APOSTOLICO DELLA
20	SERVPRO OF BENICIA/MARTINEZ/SE	ROTA ROMANA
21	VALLEJO	TRUE APPLIANCE & AC REPAIR
22	SHALOM CENTER, INC.	U.S. DEPARTMENT OF HOMELAND
23	SHRED-IT, C/O STERICYCLE, INC.	SECURITY
24	SOCIETY OF THE DIVINE WORD	UNITY COURIER SERVICE, INC.
25	STOLLER DESIGN GROUP	UPS STORE #3145
26	SUTTER DELTA MEDICAL CENTER	URBAN ART LITHOGRAPHY, INC.
27	YSERA (SEE NET@WORK)	US CONFERENCEOF CATHOLIC
28	SYSTEMS & SPACE, INC.	BISHOPS
	TELSPAN, INC.	USCCB-OFFICE OF NATIONAL
	TERMINIX COMMERCIAL	COLLECTIONS
	TERMINIX PROCESSING CENTER	USCCB-RESPECT LIFE PROGRAM
	THE AMERICAN INST OF ARCHITECTS	USPS DISBURSING OFFICE
	THE APOSTOLIC NUNCIATURE	USPS/MAILING REQUIREMENTS
	THE CATECHESIS OF THE GOOD	VALLOMBROSA CENTER
	SHEPHERD, INC.	VALOR US
	THE COLLEGE OF SAINT MARY	VALTEK ENTERPRISES LLC

1	VAN NOY CATERING & EVENT PLANNING	RETA TRUST
2	VETERANS COVERT PROTECTION GROUP	REV. CANDELARIO JIMENEZ
3	VIANNEY VOCATIONS LLC	REV. DAVID LINK
4	VILLAGE POST & PARCEL BUSINESS CENTER	REV. JOSE M. LEON
5	VITAL RECORDS CONTROL	REV. LAWRENCE D'ANJOU
6	WELLCARE	REV. MATTHEW MURRAY
7	WELLSPRING SOFTWARE, INC	REV. PATRICK GREENE
8	WESTERN DOMINICAN PROVINCE	REV. RAMON URBINA
9	WIESLAW POGORZELSKI	REV. WAYNE CAMPBELL
10	WILLIAM WOOD ARCHITECTS	ROMAN CATHOLIC BISHOP OF OAKLAND
11	WKICU (INDONESIAN CATH COMM OF NORCAL)	RONALD MCKEAN
12	WORD ON FIRE CATHOLIC MINISTRIES	RYAN BRADFORD
13	TEF ARCHITECTURE	SEMINARIO HISPANO DE SANTA MARIA
14	BENEFIT ALLOCATION SYSTEMS, INC	VERIZON WIRELESS
15	CITBANK	WIEDNER AND MCAULIFFE, LTD
16	DICASTERO PER LE CHIESE ORIENTALI	ST. MARY ELEMENTARY SCHOOL
17	DIOCESES DE SONSONATE-ST FRANCIS OF ASSISI CH	ST. PATRICK SCHOOL
18	EAST BAY MUNICIPAL DISTRICT	WESTERN SIERRA
19	ERIC RUIZ	ST. MARY SCHOOL
20	FR. OSCAR ROJAS	GEOSOLVE, INC.
21	JESUS TAPIA	NATIONAL EUCHARISTIC CONGRESS, INC.
22	JIM MULVANEY	CUSHMAN & WAKEFIELD OF PENNSYLVANIA, LLC
23	LORENA ROJAS	1702 FILM & MEDIA LLC
24	OHLONE COMMUNITY COLLEGE DISTRICT	REV. EDILBERTO CASTANAS
25	OMAR FRANCO LARA	JEREMIAH D YORK
26	OSCAR ADRIAN ROJAS	MVP SPORTS
27	PNC BANK	HAMBLIN ELECTRIC
28	PRODUCCIONES DYNAMIS SA DE CV	SHEPHERDS ADVISOR
	REPUBLIC SERVICES #210	MARYKNOLL FATHERS & BROTHERS
		IMAGE SOURCE
		REV. PAUL CHEN
		DFMC NATIONAL OFFICE

1	GLORIA LARA	ANTONIO DOMINGUEZ
2	SISTER DOROTHY PETERSON, FCJ	DARRYL BROWN
3	MOUNTAIN HOUSE LANDSCAPE	JACK WILKINS
4	REPUBLIC SERVICES #212	MARK MORAN
5	VICAR FOR CLERGY, ADLA	RAY ALLEN
6	RICHARD DOMENICO, LCSW	AMERICAN
7	ULTRA CLEAN	FEDERATIONOFMUSICIANS-LOCAL 12
8	ELIZABETH RAMIREZ CHILD &	DANIEL JIMENEZ SANCHEZ
9	FAMILY COUNSELING INC.	LUCY SOLTAU
10	VICTORIA GONZALEZ	REV. JOHN FERNANDES
11	JOSE D MARTINEZ/COUNTY LOCK	ANDREA MICH
12	ALONDRA MERCADO	CHESTER PIDDUCK
13	ST. JOSEPH OF CUPERTINO FRIARY	IKE ALEXANDER
14	VERONICA LOPEZ SALGADO	ST. BEDE CYO
15	JESUS SUAREZ	AMERICAN FEDERATION OF
16	MONICA CHAVEZ	MUSICIANS-LOCAL 14
17	VANESSA OROZCO	STEVE'S PLUMBING
18	VEREMUNDO DIAZ ZESATI	BRAD IKEGAMI
19	ALYSSA BELZ	FR. JOHN WYDEVEN
20	UPS STORE #3147	REV. RONALD CLEMO
21	LINDEN MALONE	SAINT MARY'S COLLEGE OF
22	MA. DIORELLA VALDEZ	CALIFORNIA
23	CHARLIE DUNN & SONS INC.	GEORGINA MORALES
24	LAWRENCE ROCKWOOD	REPUBLIC SERVICES
25	HERMANAS DOMINICAS	MARIA CAMPOS
26	ROSARY MAKERS	ST. THERESA CYO
27	PETER LAWONGKERD	ENRIQUE RODRIGUEZ
28	RICHARD LUC DENOIX	JANELL HAMPTON
	DIANA GONZALEZ	PAT MORINO
	GENEVIEVE (JENNY) PORCIUNCULA	CHAUNCEY DURKEE
	JAYLAN CAMPBELL	JAMES J. MCCLAY
	NOEL MENDOZA	KENNETH C. THOMAS, JR.
	ROSIANA EDGAR	TERRY COLLINS
	STEVE LARSEN	AMERICAN
	VICTORIA LARSEN	FEDERATIONOFMUSICIANS-LOCAL 10
		REPROGRAPHICS INC.

1 KELLY RULE
2 REV. JESUS HERNANDEZ
3 REV. JOSEPH SEBASTIAN
4 REV. STEPHAN KAPPLER
5 AMERICAN FEDERATION OF
6 MUSICIANS-LOCAL 8
7 MARTIN PADILLA
8 CRISTINA TORRES
9 FR. KAPIOLANI KAKALA
10 REPUBLIC SERVICES #220
11 DN. MARTIN LEACH
12 REPUBLIC SERVICES #214
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TRIEU GENTRY
PETER KENTON
FREEDOM PROFESSIONAL SERVICES
ORDER OF MALTA CLINIC
THE TIDINGS CORPORATION
FELIX LIN
MITCH HUGHES
VICTIM ASSISTANCE
COORDINATOR
SR. DOTTIE PETERSON

SCHEDULE 2

Parties (or affiliates thereof) who are current or past clients of Bielli & Klauder, LLC or with whom Bielli & Klauder, LLC has a connection in matters unrelated to the Debtor or their chapter 11 case:

Name of Entity	Relationship to Debtor	Relationship to Bielli & Klauder, LLC
Keller Benvenuti Kim LLP	Bankruptcy Professionals	Co-counsel in a current case in Delaware Bankruptcy Court
Foley Lardner LLP	Bankruptcy Professionals	Co-counsel in a concluded case in Delaware Bankruptcy Court
Lowenstein Sandler LLP	Bankruptcy Professionals	Co-counsel in a concluded case in Delaware Bankruptcy Court
The Zalkin Law Firm, P.C.	Litigation	Current client in a case in Delaware Bankruptcy Court
Herman Law	Litigation	Former client in a case in Delaware Bankruptcy Court

DAVID M. KLAUDER, ESQ.
1204 N. King Street, Wilmington, DE 19801
(302) 803-4600, dklauder@bk-legal.com

PROFESSIONAL EXPERIENCE:

Bielli & Klauder, LLC, Wilmington, DE & Philadelphia, PA (10/2015 – Present)

Partner

- Managing partner of the Wilmington, Delaware office.
- Represent debtors and creditors in complex corporate chapter 11 bankruptcy cases in Bankruptcy Courts in Delaware, Pennsylvania and New Jersey.
- Represent individual and small business debtors in chapter 11 bankruptcy cases.
- Appointed fee examiner in various large chapter 11 cases in various Bankruptcy Courts.
- Appointed Subchapter V Trustee in numerous small business chapter 11 cases in Delaware Bankruptcy Court.
- Represent chapter 7 trustees in individual and corporates cases in Pennsylvania and Delaware Bankruptcy Courts.
- Represent liquidating trustees in confirmed chapter 11 cases in Delaware Bankruptcy Court.
- Elected chapter 7 trustee in corporate bankruptcy case in Delaware Bankruptcy Court.
- Litigated various civil cases in state and federal courts in Delaware and Pennsylvania.
- Appointed Assignee in the Assignment for the Benefit of Creditors in various cases in the Delaware Chancery Court with responsibility to liquidate assets of various companies.

O'Kelly Ernst & Bielli, LLC, Wilmington, DE (11/2012 – 10/2015)

Of Counsel

- Head of bankruptcy practice for firm in Wilmington, Delaware.
- Represented clients in all aspects of corporate and individual bankruptcy cases, including debtors, creditors, and trustees.
- Litigation attorney in various state and federal cases in Delaware and Pennsylvania.

Department of Justice, Office of the United States Trustee, Wilmington, DE & Philadelphia, PA (4/2002 – 11/2012)

Trial Attorney

- Lead trial attorney representing the Department of Justice's interests in numerous complex chapter 11 bankruptcy cases in Bankruptcy Courts for the District of Delaware and Eastern District of Pennsylvania.
- Supervisory authority over certain chapter 7 panel trustees in Delaware and Pennsylvania.
- Litigation experience in various corporate and consumer bankruptcy cases.

EDUCATION:

The George Washington University Law School: ***J.D.***, 1999

- Member of Public Contract Law Journal
- Participant in Moot Court Competitions

Loyola University Maryland: ***B.B.A., Finance***, 1996

- Graduated *Cum Laude*

BAR ADMISSIONS:

Delaware, Pennsylvania, Virginia

FIDUCIARY & COURT-APPOINTED ROLES:

Expert Witness – served as an expert witness with respect to reasonableness of the attorney’s fees for counsel to a secured creditor in the chapter 11 cases of *In re Moon Group, Inc., et al.*, pending in the United States Bankruptcy Court for the District of Delaware, and *In re Northwest Senior Housing Corporation, et al.*, pending in the United States Bankruptcy Court for Northern District of Texas.

Assignment for Benefit of Creditors – appointed as the Assignee for the Assignment for the Benefit of Creditors in the cases Sunvest Realty Corporation and B. Hospitality Corp. both now pending in the Delaware Court of Chancery

Subchapter V Trustee – appointed by the United States Trustee as a regular trustee for Subchapter V cases filed in the District of Delaware and currently the trustee in the following active Subchapter V cases in Delaware:

- *In re Aftermaster, Inc.*
- *In re Anglin Cultured Stone Products, LLC*
- *In re Champion Property Holdings, LLC*
- *In re STA Travel, Inc.,*
- *In re Seawind Development Corp., et al.*
- *In re Balance Point, LLC, et al.*
- *In re ExWorks Capital, LLC*
- *In re CCX, Inc.*
- *In re Patriot Credit Company LLC, et al.*
- *In re ASTECH Engineered Products, Inc.*
- *In re Level Four Orthotics & Prosthetics, Inc., et al.*
- *In re Gleamin, Inc.*
- *In re Freedom Drain Cleaning and Pipe Services LLC*
- *In re Tentrr, Inc.*
- *In re Vyera Pharmaceuticals, et al.*

Liquidating Trustee – managing and overseeing the liquidation of the assets various Subchapter V, chapter 11 debtors, including ASTECH Engineered Products, Inc. (an aerospace company located in California) and Anglin Cultured Stone Products, LLC and Champion Property Holdings, LLC (construction companies located in Delaware and Maryland) pursuant to an expanded powers order entered by the Delaware Bankruptcy Court

Chapter 7 Trustee – elected as chapter 7 trustee in the case of *In re: Raytrans Holdings, Inc.* in the Delaware Bankruptcy Court and conducted a liquidation of the assets resulting in a distribution to unsecured creditors

Fee Examiner – appointed as a fee examiner in the following chapter 11 cases:

- *In re Purdue Pharma, L.P., et al.* (S.D.N.Y.)
- *In re EHT USI, Inc., et al.* (D. Del.)
- *In re Libbey Glass Inc., et al.* (D. Del.)
- *In re Forever 21, Inc., et al.* (D. Del.)
- *In re Aerogroup International, Inc., et al.* (D. Del.)
- *In re TerraVia Holdings, Inc., et al.* (D. Del.)
- *In re Lily Robotics, Inc., et al.* (D. Del.)
- *In re Paragon Offshore plc, et al.* (D. Del.)
- *In re Cal Dive International, Inc., et al.* (D. Del.)
- *In re TPC Group, et al.* (D. Del.)
- *In re Endo International, plc, et al.* (S.D.N.Y.)

EXHIBIT B

Gregory S. Powell, Assistant United States Trustee
State Bar No. CA 182199

Jason M. Blumberg, Trial Attorney
State Bar No. 330150

Jared A. Day, Trial Attorney
State Bar No. CA 275687

UNITED STATES DEPARTMENT OF JUSTICE

Office of the United States Trustee
450 Golden Gate Avenue, Room #05-0153
San Francisco, California 94102
Telephone: (775) 784-5530
Fax: (775) 784-5531
E-mail: jared.a.day@usdoj.gov

Attorneys for the U.S. Trustee for Region 17
TRACY HOPE DAVIS

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
OAKLAND DIVISION**

In re

THE ROMAN CATHOLIC BISHOP OF
OAKLAND,

Debtor.

Case No: 23-40523 WJL

Chapter 11

Date: January 31, 2024
Time: 10:30 a.m.
Location: In-Person or Via Zoom
Webinar/AT&T Teleconference

**ORDER GRANTING UNITED STATES TRUSTEE'S MOTION FOR
ORDER APPOINTING FEE EXAMINER AND ESTABLISHING
PROCEDURES FOR REQUESTING PROFESSIONAL
COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the United States Trustee's *Motion an Order Appointing a Fee Examiner and Establishing Procedures for Requesting Professional Compensation and Reimbursement of Expenses* (the "Motion," ECF No. ____), and appearing that the appointment of a fee examiner is appropriate,

1 **IT IS HEREBY ORDERED** that David M. Klauder, Esq. of Bielli & Klauder, LLC is
2 appointed as the fee examiner (the “Fee Examiner”) in this case. Based upon the supporting
3 declaration accompanying the Motion, the Fee Examiner is a disinterested person as defined
4 under the Bankruptcy Code and does not hold or represent an interest adverse to the estate;

5 **IT IS HEREBY FURTHER ORDERED** that unless otherwise ordered by the Court,
6 this order shall apply to all professionals in this chapter 11 case that are employed under sections
7 327 and 1103 (or similar authority) and request compensation and/or reimbursement of expenses
8 for services rendered under sections 328, 330, and 331 (or similar authority);

9 **IT IS HEREBY FURTHER ORDERED** that the terms and conditions of any interim
10 compensation order shall not be modified by this order, except as set forth in the Motion and/or
11 herein. Given the size and complexity of this chapter 11 case, the Fee Examiner shall review and
12 report on as appropriate all interim and final applications for allowance of compensation and
13 reimbursement of expenses filed by professionals (the “Retained Professionals”), in accordance
14 with sections 328, 330, and 331 (or similar authority) of the Bankruptcy Code and any interim
15 compensation order (collectively, the “Applications”);

16 **IT IS HEREBY FURTHER ORDERED** that the Fee Examiner shall review and assess
17 all Applications filed by the Retained Professionals, and the fees and reimbursement of expenses
18 for which allowance is sought pursuant to the Applications, for compliance with the following:

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21
22 a. Review and assess all Applications filed by the Retained
23 Professionals, and the fees and reimbursement of expenses
24 for which allowance is sought pursuant to the Applications,
25 for compliance with: (i) Bankruptcy Code Sections 328,
26 329, 330, and 331, as applicable; (ii) Fed. R. Bankr. P.
27 2016; (iii) any interim compensation order; (iv) the United
28 States Trustee Guidelines for Reviewing Applications for

1 Compensation and Reimbursement of Expenses, 28 C.F.R.
2 Part 58, Appendix A and Appendix B (the "Guidelines");
3 and (v) the United States Bankruptcy Court for the NDCA
4 Guidelines for Compensation and Expense Reimbursement
5 of Professionals and Trustees (the "NDCA Guidelines");

- 6 b. Review the Applications filed by each Applicant in this
7 chapter 11 Case (along with the fee detail related thereto),
8 and to the extent possible, the fee examiner shall avoid
9 duplicative review;
- 10 c. During the course of their review of an Application,
11 consult, as they deem appropriate, with each Applicant
12 concerning such Application;
- 13 d. During the course of their review of an Application,
14 review, to the extent appropriate, any relevant documents
15 filed in this chapter 11 case to be generally familiar with
16 this chapter 11 case and the associated public docket;
- 17 e. Within twenty-one (21) days after an Applicant files an
18 Application, serve an initial report (the "Initial Report") on
19 the Applicant designed to quantify and present factual data
20 relevant to whether the requested fees, disbursements, and
21 expenses are in compliance with the applicable standards of
22 sections 328, 329, 330, and 331 of the Bankruptcy Code,
23 Bankruptcy Rule 2016, and whether the Applicant (if
24 required) has made a reasonable effort to comply with the
25 United States Trustee's requests for information and
26 additional disclosures as set forth in the Guidelines and
27 NDCA Guidelines;
- 28 f. During the period between service of the Initial Report and
filing of the Final Report (as defined below), engage in
written communication with each Applicant, the objective
of which is to resolve matters raised in the Initial Report
and to endeavor to reach consensual resolution with each
Applicant with respect to that Applicant's requested fees
and expenses, in furtherance of which the Examiner may
also use the resolution process to revise findings contained
in the Initial Report, and each Applicant may provide the
fee examiner with written supplemental information that
the Applicant believes is relevant to the Initial Report;
- g. Following communications between the fee examiner and
the Applicant and the fee examiner's review of any
supplemental information provided by such Applicant in
response to the Initial Report, conclude the informal
resolution period by filing with this Court a report with

1 respect to each Application (the “Final Report”) within
2 fourteen (14) days after the service of the Initial Report,
3 which shall be in a format designed to quantify and present
4 factual data relevant to whether the requested fees and
5 expenses of each Applicant are in compliance with the
6 applicable standards of section 330 of the Bankruptcy Code
7 and Bankruptcy Rule 2016, and whether the Applicant has
8 made a good faith reasonable effort to comply with the
9 Guidelines and the NDCA Guidelines; and

- h. Serve each Final Report on counsel for the Debtor, counsel
for the Official Committee of Unsecured Creditors (the
“OCUC”), the United States Trustee, and each Applicant
whose fees and expenses are addressed in the Final Report.

IT IS HEREBY FURTHER ORDERED that the Fee Examiner may:

- a. File comments on the public docket of the Court regarding
any Application by a Retained Professional;
b. Communicate their concerns regarding any Application to
the Retained Professionals to whom such Application
pertains, and to request further information as appropriate;
c. Request Retained Professionals to provide budgets, staffing
plans, or other information to the fee examiner;
d. Establish procedures for the resolution of disputes with
Retained Professionals;
e. Recommend procedures to facilitate the preparation and
review of Applications;
f. Appear and be heard on any matter before the Court;
g. File and litigate objections to the allowance of any
Application;
h. Take, defend, or appear in any appeal regarding any
Application;
i. Conduct discovery; and
j. Retain, subject to Court approval, professionals (including
attorneys and auditors) to represent or assist the fee examiner
in connection with any of the foregoing under standards
analogous to section 327 and to be compensated under
standards analogous to sections 330 and 331.

IT IS HEREBY FURTHER ORDERED that the Debtor, the OCUC, the United States
Trustee, and all Retained Professionals shall cooperate with the Fee Examiner in the discharge of

1 the Fee Examiner's duties and shall promptly respond to any reasonable requests for information
2 or communications from the Fee Examiner;

3 **IT IS HEREBY FURTHER ORDERED** that the Fee Examiner and any professionals
4 retained by the Fee Examiner shall be entitled to compensation from the estate for their reasonable
5 and necessary fees and expenses in the amount of \$25,000 monthly for all services performed. The
6 flat fee will cover the legal fees and expenses of Mr. Klauder and his firm as well as database
7 analytics service provider, Legal Decoder, Inc. ("Legal Decoder") but will exclude: (a) travel and
8 related expenses for anyone other than Mr. Klauder and his firm necessary for any court
9 appearance requested by any party other than Mr. Klauder; (b) time spent by Mr. Klauder, his
10 firm, or Legal Decoder that relates to responding to discovery requests of any type, or for any
11 testimony, or for the preparation of either (*i.e.*, if such activities arise in the course of Mr.
12 Klauder's appointment, they will be charged at the affected individual's hourly rate); and (c)
13 time and expenses of any local counsel or other professional Mr. Klauder may hire to represent
14 him in this matter but subject to the appropriate application being brought before the Court. Any
15 such requests for compensation shall be made by application to the Court and shall be allowed
16 according to the same standards and procedures that apply to the Retained Professionals;
17

18 **IT IS HEREBY FURTHER ORDERED** that the Fee Examiner is appointed as an
19 officer of the Court, and the Fee Examiner along with those employed or paid by him with
20 respect to this appointment, shall be given the maximum immunity permitted by law from civil
21 actions with respect to the performance of the duties set forth herein; and
22

23 **IT IS HEREBY FURTHER ORDERED** that in the event a chapter 11 trustee is
24 appointed in this case, such appointment will not terminate or otherwise modify the duties and
25

responsibilities of the Fee Examiner. Rather, the Fee Examiner's appointment shall only be terminated or otherwise modified by entry of an order of the Court.

* * END OF ORDER * *

COURT MAILING LIST:

ECF Participants Only