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The following constitutes the order of the Court.

Signed: March 18, 2025

William J. Lafferty, III
U.S. Bankruptcy Judge*Counsel for the Debtor
and Debtor in Possession***UNITED STATES BANKRUPTCY COURT****NORTHERN DISTRICT OF CALIFORNIA****OAKLAND DIVISION**

In re:

THE ROMAN CATHOLIC BISHOP OF
OAKLAND, a California corporation sole,

Debtor.

Case No. 23-40523 WJL

Chapter 11

**ORDER AUTHORIZING EMPLOYMENT
OF HILCO REAL ESTATE, LLC AS REAL
ESTATE CONSULTANT PURSUANT TO 11
U.S.C. § 327**

Upon the application [Docket No. 1808] (the “Application”)¹ filed by The Roman Catholic Bishop of Oakland, a California corporation sole, and the debtor and debtor in possession (the “Debtor” or “RCBO”) in the above-captioned chapter 11 bankruptcy case (the “Chapter 11 Case” or the “Bankruptcy Case”), pursuant to section 327 of the Bankruptcy Code and Bankruptcy Rule 2014, for entry of an order authorizing the employment and retention of Hilco Real Estate, LLC (“Hilco”) as real estate consultant to the Debtor, on the terms described in the Application and as more fully set forth therein; and upon the Declaration of Eric W. Kaup; the Court having found that it has jurisdiction over this matter under 28

¹ Capitalized terms not defined herein shall have the meanings

1 U.S.C. §§ 157 and 1334, that this is a core proceeding under 28 U.S.C. §§ 157(a)-(b) and 1334(b), and
2 that venue is proper before this Court under 28 U.S.C. §§ 1408 and 1409; and the Court being satisfied
3 based on the representations made in the Application and the Declaration of Eric W. Kaup in support
4 thereof that Hilco does not hold or represent any interest adverse to the Debtor's estate in the above-
5 captioned case and is disinterested under section 101(14) and meets the requirements for employment
6 under section 327 of the Bankruptcy Code; and the Court finding that cause exists for the entry of this
7 Order, and for authorizing the employment of Hilco is in the best interests of the Debtor's estate;

8 **IT IS HEREBY ORDERED** that:

- 9 1. The Application is APPROVED as set forth in this Order.
- 10 2. The Debtor is authorized to retain and employ Hilco as its real estate consultant in this
11 case, effective as of January 21, 2025, under the terms set forth in the Application.
- 12 3. Hilco's compensation and reimbursement in respect to its fees and expenses incurred
13 representing the Debtor shall be subject to further order of the Court in accordance with the procedures
14 and standards set forth in sections 330 and 331 of the Bankruptcy Code, such Federal Rules of Bankruptcy
15 Procedure and local rules as may be applicable from time to time, and such procedures as may be fixed
16 by order of this Court, as well as the *United States Bankruptcy Court Northern District of California*
17 *Guidelines for Compensation and Expense Reimbursement of Professionals and Trustees, effective*
18 *February 19, 2014*, and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and*
19 *Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases,*
20 *effective November 1, 2013.*
- 21 4. Notwithstanding anything to the contrary in this Order, or the Application, the Court is not
22 approving terms and conditions of Hilco's employment under 11 U.S.C. § 328(a).
- 23 5. In the event of any inconsistency between the Application and this Order, this Order shall
24 govern.
- 25 6. Any limitation of liability in the Engagement Agreement is deemed to be of no force or
26 effect with respect to the services to be provided pursuant to this Order during this case
- 27 7. Notwithstanding any provision in the Engagement Agreement to the contrary, approval of
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1 the Application shall not alter the result dictated by the holding in *Baker Botts L.L.P. v. ASARCO LLC*,
2 135 S. Ct. 2158, 2169 (2015) and its construction of 11 U.S.C. § 330(a)(1).

3 8. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order shall be
4 immediately effective and enforceable immediately upon its entry.

5 9. The Debtor is authorized and empowered to take all action necessary to effectuate the relief
6 granted in this Order.

7 10. This Court shall retain jurisdiction with respect to all matters arising from or related to the
8 implementation, interpretation, or enforcement of this Order.

9 *** END OF ORDER ***

10 **APPROVED AS TO FORM:**

11 OFFICE OF THE UNITED STATES TRUSTEE

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13 By: /s/ Jason Blumberg
14 Jason Blumberg
15 Trial Attorney
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ORDER APPROVING DEBTOR'S APPLICATION TO EMPLOY HILCO REAL ESTATE, LLC

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All ECF Recipients.