

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION

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In re	:	
	:	Chapter 11
ALDRICH PUMP LLC, <i>et al.</i> ,	:	
	:	No. 20-30608 (JCW)
Debtors,	:	(Jointly Administered)
	:	
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ALDRICH PUMP LLC and MURRAY	:	
BOILER LLC,	:	
	:	
Plaintiffs,	:	Adversary Proceeding
	:	
v.	:	No. 20-03041 (JCW)
	:	
THOSE PARTIES TO ACTIONS LISTED	:	
ON APPENDIX A TO COMPLAINT and	:	
JOHN AND JANE DOES 1-1000.	:	
	:	
Defendants.	:	

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**DEBTORS' MOTION TO FILE CONFIDENTIAL DOCUMENTS UNDER SEAL**

Plaintiffs Aldrich Pump LLC ("Aldrich") and Murray Boiler LLC ("Murray"), debtors in these chapter 11 cases (collectively, the "Debtors")<sup>1</sup>, by and through undersigned counsel, pursuant to 11 U.S.C. § 105(a), 11 U.S.C. § 107(b), Rule 9018 of the Federal Rules of Bankruptcy Procedure, Rule 6.1 of the Rules of Practice and Procedure of the United States District Court for the Western District of North Carolina and Section I(1) of the Agreed Protective Order Governing Confidential Information [Dkt. No. 345] entered on September 23, 2020 ("Protective Order"), hereby file this Motion for an Order Authorizing the Filing of Certain Confidential Documents Under Seal and/or in a redacted format (the "Motion") related to the

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<sup>1</sup> The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors' address is 800-E Beaty Street, Davidson, North Carolina 28036.



*Debtors' Objection to the Motion of the Official Committee of Asbestos Personal Injury Claimants to Compel the Debtors and Non-Debtor Affiliates to (I) Provide Testimony Regarding Certain Matters and (II) Produce Certain Withheld Documents (the "Objection").*

### **Background**

1. Debtors seek an order permitting them to file under seal five documents produced in this Adversary Proceeding and portions of the excerpts of two deposition transcripts, which have been designated as "Confidential" pursuant to the Protective Order.

2. This Court entered the Protective Order that had been executed by the Debtors, the Non-Debtor Affiliates<sup>2</sup>, and the Official Committee of Asbestos Personal Injury Plaintiffs (the "Committee") on September 23, 2020. Dkt. No. 345. The Future Claimants' Representative ("FCR") elected to become a party to the Protective Order on October 15, 2020. See Notice of Election of Future Claimants Representative to Become a Party to Modified Protective Order (Dkt. No. 395).

3. The Protective Order governs the rights and obligations of the parties to it with respect to "Confidential Information," which is defined as:

[I]nformation, documents, or things produced or provided (formally or informally) by the Disclosing Party that such Disclosing Party or a Designating Party reasonably believes in good faith contains confidential, proprietary or commercially sensitive information including, but not limited to (a) trade secrets, (b) proprietary business information, and (c) information implicating an individual's legitimate expectation of privacy, including medical information and social security numbers. This term shall include information furnished or otherwise disclosed in any manner, including, without limitation, in written form, orally or through any electronic, facsimile or computer-related communication, and also shall include, without limitation, (i) those portions of deposition testimony (whether based upon oral examination or written questions), answers to interrogatories, requests for admissions, responses to requests for

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<sup>2</sup> For purposes of this Objection, the "Non-Debtor Affiliates" consist of Trane Technologies Company LLC and Trane U.S. Inc.

admission, notes, summaries, compilations, memoranda, or similar materials disclosing or discussing Confidential Information and (ii) any Oral Confidential Information.

Protective Order at 3-4.

4. In the case of depositions, Section C.2 of the Protective Order provides that:

In the case of depositions, if counsel for the Designating Party believes that a portion or all of the testimony given at a deposition constitutes Confidential Information, counsel may so state on the record and request that the entire transcript or relevant portion thereof be sealed. In addition, the Designating Party may also designate the relevant portion of the transcript or videotape of a deposition, and any exhibits thereto, as Confidential Information within 30 days of the Designating Party's receipt of the transcript from the court reporter. Such designation and notice shall be made in writing to the court reporter, with copies to all other counsel of record at the deposition and any Disclosing Party or Designating Party, in the case where the Disclosing Party and Designating Party were not in attendance at the deposition, identifying the portion of the transcript, or exhibits thereto, that constitute items designated as Confidential Information. All pages of the transcript and exhibits designated as Confidential Information shall be stamped "CONFIDENTIAL."

Protective Order at 7.

5. The confidential documents to be sealed and/or redacted are as follows:
- Exhibit F to the Objection, consisting of a May 2020 PowerPoint Presentation (the "May 15 PowerPoint") that has been produced and marked "Confidential" by the Debtors under the Protective Order. This presentation was provided by attorneys to the Debtors' Boards of Managers and contains confidential and commercially sensitive business information.
  - Exhibits B through E to the Objection, consisting of Debtors' Joint Board Meeting Minutes for May 15, May 22, May 29, and June 5 meetings, that were produced and marked "Confidential" by the Debtors under the Protective Order. Each of these documents contains confidential and commercially sensitive business

information that was provided to the Debtors' Boards of Managers (together with the May 15 PowerPoint, the "Confidential Documents").

- Exhibits H and I to the Objection, consisting of excerpts from the following deposition transcripts, select portions of which Debtors have designated as "Confidential" under Section C.2 of the Protective Order (the "Confidential Deposition Excerpts").
  - Exhibit H to the Objection, Excerpted Transcript of the Deposition of Robert Zafari, March 2, 2021, containing confidential and commercially sensitive settlement figures at 98:12-99:9;
  - Exhibit I to the Objection, Excerpted Transcript of the Deposition of Marc Dufour, March 3, 2021, containing confidential and commercially sensitive litigation information at 109:14-110:6.
- References to the Confidential Documents and Deposition Excerpts above contained in the body of the Objection, and which have been redacted.

#### **Argument**

6. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334, and this matter is a core proceeding within the meaning of 28 U.S.C. § 157(b).

7. The statutory bases for the relief requested herein are 11 U.S.C. § 105(a), 11 U.S.C. § 107(b) and the Federal Rule of Bankruptcy Procedure 9018. 11 U.S.C. § 105(a) gives this Court authority to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title." The Bankruptcy Code authorizes the Court, in appropriate circumstances, to issue orders to protect entities from potential harm that may result from the disclosure of Confidential Information. 11 U.S.C. § 107(b). Federal Rule of Bankruptcy

Procedure 9018 provides that "[o]n motion or on its own initiative, with or without notice, the court may make any order which justice requires (1) to protect the estate or any entity in respect of . . . confidential . . . commercial information."

8. The documents and testimony that Debtors seek to seal involve confidential and commercially sensitive business information pertaining to settlement amounts, litigation verdicts, and other sensitive matters. This information was provided to the FCR and ACC strictly on a confidential basis under the Protective Order. The disclosure of this information could potentially cause competitive or economic harm to the Debtors. Ex. A, Allan Tananbaum Declaration in Support of Debtors' Motion to File Confidential Documents Under Seal, ¶¶ 3-5.

9. The Debtors have redacted only the portions of the excerpted deposition testimony that contain commercially sensitive information. The Debtors have considered redaction of the May 15 PowerPoint and the Board Minutes, however due to the pervasive nature of the confidential information contained in these documents, redaction would be impracticable.

10. As provided for in the Protective Order, the Debtors will deliver an unredacted copy of the copy of the Confidential Information to this Court.

Wherefore, the Debtors respectfully request that the Court enter an order, Attached hereto as Ex. B, granting the Debtors' Motion to Seal.

Dated: April 14, 2021  
Charlotte, North Carolina

Respectfully submitted,

/s/ John R. Miller, Jr.

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ATTORNEYS FOR DEBTORS  
AND DEBTORS IN POSSESSION

**EXHIBIT A**

UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION

In re	:	
	:	Chapter 11
ALDRICH PUMP LLC, <i>et al.</i> ,	:	
	:	No. 20-30608 (JCW)
Debtors,	:	
	:	(Jointly Administered)
	:	
ALDRICH PUMP LLC and MURRAY BOILER LLC,	:	
	:	
Plaintiffs,	:	Adversary Proceeding
	:	
v.	:	No. 20-03041 (JCW)
	:	
THOSE PARTIES TO ACTIONS LISTED ON APPENDIX A TO COMPLAINT and JOHN AND JANE DOES 1-1000.	:	
	:	
Defendants.	:	

**DECLARATION OF ALLAN TANANBAUM IN SUPPORT OF DEBTORS' MOTION  
TO FILE CONFIDENTIAL DOCUMENTS UNDER SEAL**

I, Allan Tananbaum, being first duly sworn, deposes and states as follows:

1. I am the Chief Legal Officer of Aldrich Pump LLC, a North Carolina limited liability company ("Aldrich") and Murray Boiler LLC, a North Carolina limited liability company ("Murray"). Aldrich and Murray are the debtors and debtors in possession in the above-captioned chapter 11 cases (together, the "Debtors") and the plaintiffs in the above-captioned adversary proceeding. I have been the Chief Legal Officer for each of the Debtors since their formation on May 1, 2020.

2. The facts, statements, and opinions set forth in this Declaration are based on my personal knowledge and my business experience.



3. The public disclosure of the May 15 PowerPoint, Exhibit F to the Objection, would cause serious competitive injury to Debtors because the document contains business information that is maintained as highly confidential by Debtors and whose public disclosure would cause serious business injury to Debtors by aiding Debtors' competitors and by adversely affecting Debtors' operations and employees. This commercially sensitive business information pertains to the Debtors' experiences in the asbestos tort system.

4. The public disclosure of the Debtors Board of Managers Meeting Minutes, Exhibits B through E to the Objection, would cause serious competitive injury to Debtors because the documents contains business information that is maintained as highly confidential by Debtors and whose public disclosure would cause serious business injury to Debtors by aiding Debtors' competitors and by adversely affecting Debtors' operations and employees. This commercially sensitive business information pertains to Debtors' experiences in the asbestos tort system, the Debtors' considerations of various strategies to resolve asbestos liability, and numerous other matters.

5. The public disclosure of the testimony listed in Paragraph 5(a)-(b) below would cause serious competitive injury to Debtors because the testimony contains business information that is maintained as highly confidential by Debtors and whose public disclosure would cause serious business injury to Debtors by aiding Debtors' competitors and by adversely affecting Debtors' operations and employees:

- a. The following testimony concerning the dollar values for average settlement amounts pertaining to Debtors' asbestos litigation. Exhibit H to the Objection, Zafari Dep. at 98:12-99:9.
- b. The following testimony concerning litigation verdict amounts pertaining

to Debtors' asbestos litigation. Exhibit I to the Objection, Dufour Dep. at 109:14-110:6.

I declare under penalty of perjury that the foregoing is true and correct to the best of my information, knowledge, and belief.

EXECUTED on this 14th day of April, 2021.

/s/ Allan Tananbaum

Allan Tananbaum

**EXHIBIT B**

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION**

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In re	:	
	:	Chapter 11
ALDRICH PUMP LLC, <i>et al.</i> , <sup>1</sup>	:	
	:	No. 20-30608 (JCW)
Debtors,	:	
	:	(Jointly Administered)
	:	
	:	
ALDRICH PUMP LLC and MURRAY	:	
BOILER LLC,	:	
	:	
Plaintiffs,	:	Adversary Proceeding
	:	
v.	:	No. 20-03041 (JCW)
	:	
THOSE PARTIES TO ACTIONS LISTED	:	
ON APPENDIX A TO COMPLAINT and	:	
JOHN AND JANE DOES 1-1000.	:	
	:	
Defendants.	:	

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<sup>1</sup> The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors' address is 800-E Beaty Street, Davidson, North Carolina 28036.

**ORDER AUTHORIZING THE FILING UNDER SEAL OF  
CERTAIN CONFIDENTIAL DOCUMENTS AND EXCERPTED TESTIMONY  
PROVIDED PURSUANT TO THE AGREED PROTECTIVE ORDER**

This matter coming before the Court on the *Motion of the Debtors to File Confidential Documents Under Seal* (the "Motion")<sup>2</sup>, filed by Debtors, the Court having reviewed the Motion and the Declaration of Allan Tananbaum attached thereto, and having considered the statements and evidence adduced with respect to the motion; and the Court having found that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409, and (iii) this is a core proceeding pursuant to 28 U.S.C. § 157(b); and after due deliberation the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, and the parties in interest; and good and sufficient cause having been shown;

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. In the above captioned bankruptcy and related adversarial proceedings, the parties are authorized to file the Confidential Documents and Deposition Excerpts under seal. Any party making a public filing in these proceedings attaching or referring to the Confidential Documents or Deposition Excerpts shall redact the Confidential Documents, Deposition Excerpts, and references to same in their public filing, and indicate that such information has been filed under seal pursuant to this Order. If the Confidential Documents or Deposition Excerpts are to be used in a Court hearing, the party intending to use such materials shall provide reasonable advance notice so that the courtroom can be sealed or similar protective measures can be implemented.

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<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

3. Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this order.

4. This Court shall retain jurisdiction over any and all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

This Order has been signed electronically.  
The Judge's signature and Court's seal appear  
at the top of the Order.

United States Bankruptcy Court

**UNITED STATES BANKRUPTCY COURT  
WESTERN DISTRICT OF NORTH CAROLINA  
CHARLOTTE DIVISION**

In re	:	
	:	Chapter 11
ALDRICH PUMP LLC, <i>et al.</i> ,	:	
	:	No. 20-30608 (JCW)
Debtors,	:	
	:	(Jointly Administered)
<hr/>		
ALDRICH PUMP LLC and MURRAY	:	
BOILER LLC,	:	
	:	Adversary Proceeding
Plaintiffs,	:	
	:	No. 20-03041 (JCW)
v.	:	
THOSE PARTIES TO ACTIONS LISTED	:	
ON APPENDIX A TO COMPLAINT and	:	
JOHN AND JANE DOES 1-1000.	:	
	:	
Defendants.	:	

**NOTICE OF HEARING**

NOTICE IS HEREBY GIVEN that Aldrich Pump LLC., et al., Debtors in the above-captioned cases, have filed the Debtors' Motion to File Confidential Documents under Seal (the "Motion").

If a copy of the Motion is not included with this Notice, a copy may be viewed at the Court's website, [www.ncwb.uscourts.gov](http://www.ncwb.uscourts.gov) under Debtor Aldrich Pump LLC's name and case number, you may obtain a copy of the Motion from the Debtors' claims and noticing agent at [www.kcellc.net/aldrich](http://www.kcellc.net/aldrich), or you may request in writing a copy from the undersigned counsel to the Debtors.

**YOUR RIGHTS MAY BE AFFECTED. YOU SHOULD READ THESE PAPERS CAREFULLY AND DISCUSS THEM WITH YOUR ATTORNEY, IF YOU HAVE ONE IN THESE BANKRUPTCY CASES. (IF YOU DO NOT HAVE AN ATTORNEY, YOU MAY WISH TO CONSULT ONE.)**

**IF YOU DO NOT WANT THE COURT TO GRANT THE RELIEF REQUESTED IN THE MOTION, OR IF YOU WANT THE COURT TO CONSIDER YOUR VIEWS ON THE MOTION, THEN ON OR BEFORE MONDAY, APRIL 26, 2021 YOU MUST:**

(1) A. File with the Bankruptcy Court a written objection at:

Clerk, United States Bankruptcy Court  
401 W. Trade Street  
Charlotte, North Carolina 28202

B. If you have your attorney file a written objection then the objection should be filed with the Bankruptcy Court by electronic means through the Court's website, [www.ncwb.uscourts.gov](http://www.ncwb.uscourts.gov) under the jointly administered name and case number shown above.

(2) Serve the objection pursuant to the procedures set forth in the Order Establishing Certain Notice, Case Management, and Administrative Procedures (Docket No. 123).

(3) Attend the hearing scheduled for April 29, 2021, at 9:30 a.m. EDT or as soon thereafter as the matter can be heard in the Bankruptcy Courtroom 1-4, 401 West Trade Street, Charlotte, North Carolina. You should attend this hearing if you file an objection.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought and may enter an Order granting the relief requested. No further notice of that hearing will be given.

This the 14<sup>th</sup> day of April, 2021.

RAYBURN COOPER & DURHAM, P.A.

/s/ John R. Miller, Jr.  
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ATTORNEYS FOR DEBTORS