Docket #0050 Date Filed: 3/9/2023

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re ALDRICH PUMP LLC, *et al.*,[1] Debtors.	Chapter 11 Case No. 20-30608 (JCW) (Jointly Administered)
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS Plaintiff, v. ALDRICH PUMP LLC, MURRAY BOILER LLC, TRANE TECHNOLOGIES COMPANY LLC, and TRANE U.S. INC., Defendants.	Adv. Pro. No. 21-03029
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS, on behalf of the estates of Aldrich Pump LLC and Murray Boiler LLC, Plaintiff, v. INGERSOLL-RAND GLOBAL HOLDING COMPANY LIMITED, TRANE TECHNOLOGIES HOLDCO INC., TRANE TECHNOLOGIES COMPANY LLC, TRANE INC., TUI HOLDINGS INC., TRANE U.S. INC., and MURRAY BOILER HOLDINGS LLC, Defendants.	Adv. Pro. No. 22-03028

[1] 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.

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OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS on behalf of the estates of Aldrich Pump LLC and Murray Boiler LLC, Plaintiff, v. TRANE TECHNOLOGIES PLC, INGERSOLL-RAND GLOBAL HOLDING COMPANY LIMITED, TRANE TECHNOLOGIES HOLDCO INC., TRANE TECHNOLOGIES COMPANY LLC, TRANE INC., TUI HOLDINGS INC., TRANE U.S. INC., MURRAY BOILER HOLDINGS LLC, SARA BROWN, RICHARD DAUDELIN, MARC DUFOUR, HEATHER HOWLETT, CHRISTOPHER KUEHN, MICHAEL LAMACH, RAY PITTARD, DAVID REGNERY, AMY ROEDER, ALLAN TANANBAUM, EVAN TURTZ, MANLIO VALDES, and ROBERT ZAFARI Defendants.	Adv. Pro. No. 22-03029

PLAINTIFF'S MOTION ON DISCOVERY PROCEDURES

The Official Committee of Asbestos Personal Injury Claimants ("Plaintiff") respectfully moves (the "Motion") for entry of an Order Establishing Joint Discovery Plan and Report (ESI Protocol) (the "Discovery Plan"), substantially in the form attached hereto as **Exhibit A** (the "Plaintiff's Proposed Discovery Plan"), to govern the above-captioned adversary proceedings.[2]

PRELIMINARY STATEMENT

1. Despite the parties' good faith efforts to negotiate a compromise over the course of six weeks, this Motion has become necessary to resolve two remaining disputes concerning the

[2] Adv. Pro. No. 3:21-ap-03029 (JCW) (the "SubCon Proceeding"); Adv. Pro. No. 3:22-ap-03028 (JCW) (the "Fraudulent Transfer Proceeding," and, together with the SubCon Proceeding, the "Active Adversary Proceedings"). Adv. Pro. No. 3:22-ap-03029 (JCW) (the "Fiduciary Duty Proceeding") is currently stayed pending the entry of final orders resolving the SubCon and Fraudulent Transfer Proceedings. *Case Management Order*, Adv. Pro. No. 3:22-ap-03028, ECF No. 39 ("CMO").

proposed Discovery Plan for the Active Adversary Proceedings (the "Disputes"). Although Plaintiff's Proposed Discovery Plan is derived from the *Order Establishing Joint Discovery Plan and Report (ESI Protocol)* agreed to and filed in the *DBMP* adversary proceedings,[3] despite multiple meet-and-confers, drafts, and exchanges of correspondence, Plaintiff has been unable to reach a reasonable compromise with Debtors Aldrich Pump LLC and Murray Boiler LLC (the "Debtors") and the corporate non-debtor defendants in the Active Adversary Proceedings (together with the Debtors, the "Defendants").

2. The first issue concerns the number of depositions that the parties should be entitled to conduct in the Active Adversary Proceedings. Plaintiff seeks to conduct 30 fact witness depositions, while reserving its right to conduct additional depositions should the need arise based on the course of discovery. Plaintiff submits that, based on the circumstances, this number is eminently reasonable. As the Court is aware, there are two Active Adversary Proceedings that involve a complex series of transactions, two divisional mergers, and nine corporate defendants. Moreover, although the parties have not yet commenced document discovery in these proceedings, as explained below, Plaintiff's initial disclosures alone identify far more than thirty individuals who are likely to possess discoverable information about the Corporate Restructuring. Indeed, Plaintiff seeks to set the same number of fact depositions that the parties agreed to in *DBMP*, despite the fact that the Active Adversary Proceedings here involve twice as many defendants, transactions, and debtors. As a result, Plaintiff's request to set the number of fact depositions at 30, while reserving its right to seek additional depositions, is reasonable.

3. Defendants oppose this request, insisting that Plaintiff should be entitled to only 20 depositions based on their view that prior depositions taken in connection with the earlier, and

[3] *Order Establishing Joint Discovery Plan and Report (ESI Protocol), Official Committee of Asbestos Personal Injury Claimants v. DBMP LLC*, Adv. Pro. No. 3:22-ap-0300 (JCW) (Bankr. W.D.N.C. Jan. 5, 2023) (ECF No. 153).

separate, Preliminary Injunction Proceeding[4] (which pre-dates the commencement of either Active Adversary Proceeding) are somehow relevant to determining the appropriate number of depositions that should be taken in the Active Adversary Proceedings. That argument is legally untenable. The Preliminary Injunction Proceeding involved relief that was just that—preliminary. It is also involved different relief and different issues than the Active Adversary Proceedings. While Plaintiff will make every effort to be efficient and not duplicate discovery, Plaintiff should not be limited in exercising its rights to conduct discovery in the entirely separate Active Adversary Proceedings. Given the different claims and parties in the Active Adversary Proceedings and for the reasons set forth below, Plaintiff has shown good cause to set the number of fact witness depositions at 30 for these two separate proceedings, with the ability to seek additional depositions should it become necessary.

4. The second issue is specific to the privilege log. For each employee within the Trane Organization[5] identified in Defendants' privilege log, Plaintiff requests that Defendants provide (i) the dates of employment and/or affiliation with Defendants and (ii) the relationship (i.e., job titles or roles) to Defendants for such time periods. This information is critical in assessing Defendants' assertions of privilege, including, for example, which employees control each entity's attorney-client privilege and whether the parties share a common legal interest.

5. Plaintiff respectfully submits the resolution of the above issues as reflected in Plaintiff's Proposed Discovery Plan will maximize the efficient and orderly administration of the two Active Adversary Proceedings, while also ensuring that the parties properly satisfy their discovery obligations in addressing the merits of the Active Adversary Proceedings as contemplated by the CMO, the Federal Rules of Civil Procedure (the "Civil Rules"), and the

[4] The "Preliminary Injunction Proceeding" refers to Adv. Pro. No. 3:20-ap-03041 (JCW).

[5] The "Trane Organization" refers to Trane Technologies plc (formerly known as Ingersoll-Rand plc) and its subsidiaries and affiliates including Defendants and their predecessors.

Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"). For the reasons set forth herein, the Court should approve and enter Plaintiff's Proposed Discovery Plan.

RELEVANT BACKGROUND

A. Preliminary Injunction Proceeding

6. On June 18, 2020, the Debtors filed (i) voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") in the United States Bankruptcy Court for the Western District of North Carolina,[6] and (ii) a complaint and motion for a temporary restraining order, a preliminary injunction, and a request for declaratory relief, initiating the Preliminary Injunction Proceeding. *See Aldrich Pump LLC and Murray Boiler LLC v. Those Parties Listed on Appendix A to Complaint and John and Jane Does 1-1000*, Adv. Pro. No. 20-03041 (JCW) (Bankr. W.D.N.C. June 18, 2020) (ECF Nos. 1 & 2).

7. The parties engaged in discovery related to the Preliminary Injunction Proceeding, including depositions, the last of which was taken on April 12, 2021.

8. On August 23, 2021, the Court entered its *Findings of Fact and Conclusions of Law Regarding Order: (i) Declaring That the Automatic Stay Applies to Certain Actions Against Non-Debtors, (ii) Preliminarily Enjoining Such Actions, and (iii) Granting in Part Denying in Part the Motion to Compel*, Adv. Pro. No. 20-ap-03041 (JCW), ECF No. 308 ("PI Findings").

B. Adversary Proceedings

9. Following the conclusion of discovery in the Preliminary Injunction Proceeding and after the Court entered its PI Findings, on October 18, 2021, Plaintiff commenced the SubCon Proceeding against certain Defendants[7] by filing a complaint and related *Motion for Substantive*

[6] *See In re Aldrich Pump LLC*, No. 3:20-bk-30608 (JCW) (Bankr. W.D.N.C.); *In re Murray Boiler LLC*, No. 20-30609 (JCW) (Bankr. W.D.N.C.) (the "Bankruptcy Cases"). References herein to "ECF No.," unless otherwise stated, shall refer to filings in the case *In re Aldrich Pump LLC*, No. 3:20-bk-30608 (JCW) (Bankr. W.D.N.C.).

[7] The defendants in the SubCon Proceeding are Aldrich Pump LLC, Trane Technologies Company LLC, Murray Boiler LLC, and Trane U.S. Inc.

Consolidation of Debtors' Estates with Certain Nondebtor Affiliates or, Alternatively, to Reallocate Debtors' Asbestos Liabilities to Those Affiliates, Adv. Pro. No. 3:21-ap-03029, ECF Nos. 1 & 2.

10. On April 14, 2022, a year after depositions had concluded in the Preliminary Injunction Proceeding, the Court granted Plaintiff, among other things, standing and authority to investigate, commence, and prosecute action or actions on behalf of the Debtors' estates, with respect to, arising from or otherwise related to the Corporate Restructuring (as defined in the motion granted) and the filing of the Bankruptcy Cases. Case No. 3:20-bk-30608, ECF No. 1121.

11. On June 18, 2022, Plaintiff commenced the Fraudulent Transfer Proceeding by filing a complaint asserting causes of action including, without limitation, actual and constructive fraudulent transfer under federal and applicable state law against certain affiliates of the Debtors.[8] Adv. Pro. No. 3:22-ap-03028, ECF No. 1.

12. Also on June 18, 2022, the Plaintiff commenced the Fiduciary Duty Proceeding by filing a complaint asserting causes of action including, without limitation, breach of fiduciary duty, aiding and abetting a breach of fiduciary duty, and civil conspiracy against certain affiliates of the Debtors.[9] Adv. Pro. No. 3:22-ap-03029, ECF No. 1.

13. On November 28, 2022, Plaintiff filed a *Motion for Entry of a Case Management Order* accompanied by Plaintiff's Proposed Case Management Order. Case No. 20-bk-30608, ECF No. 1431.

[8] The defendants in the Fraudulent Transfer Proceeding are Ingersoll-Rand Global Holding Company Limited, Trane Technologies HoldCo Inc., Trane Technologies Company LLC, Trane Inc., TUI Holdings Inc., Trane U.S. Inc., and Murray Boiler Holdings LLC.

[9] The defendants in the Fiduciary Duty Proceeding are Trane Technologies plc, Ingersoll-Rand Global Holding Company Limited, Trane Technologies HoldCo Inc., Trane Technologies Company LLC, Trane Inc., TUI Holdings Inc., Trane U.S. Inc., Murray Boiler Holdings LLC, Sara Brown, Richard Daudelin, Marc Dufour, Heather Howlett, Christopher Kuehn, Michael Lamach, Ray Pittard, David Regnery, Amy Roeder, Allan Tananbaum, Evan Turtz, Manilo Valdes, and Robert Zafari.

14. On January 10, 2023, the Court granted Plaintiff's Motion and entered the CMO. In entering the CMO, the Court ruled on, among other things, key deadlines concerning the Adversary Proceedings, the applicability of the discovery conducted in the Preliminary Injunction Proceeding and any discovery occurring after entry of the CMO to the other Adversary Proceedings, and the manner in which the parties should agree on a discovery protocol. Adv. Pro. No. 3:21-ap-03029, ECF No. 117. With regard to discovery, the CMO states that "incorporation of the Prior Discovery into the Adversary Proceedings shall not preclude or prejudice any party's . . . ability to seek further Post-CMO Discovery from parties, entities, or individuals who received discovery requests in connection with the Prior Discovery." *Id*.

15. As contemplated by the CMO, on January 27, 2023, Plaintiff's counsel sent to Defendants' counsel an initial draft of Plaintiff's Proposed Discovery Plan using the as-entered discovery plan in the *DBMP* matter as a template, which the parties discussed during a February 1, 2023 meet and confer pursuant to Civil Rule 26(f).

16. On February 8, 2023, Plaintiff served two sets of initial disclosures pursuant to Civil Rule 26(a)(1), as set forth in the CMO—one in each of the two Active Adversary Proceedings—collectively identifying 36 potential fact deponents.

17. Over the course of the following weeks, the parties met and conferred regarding the Disputes on several occasions, including via telephone and videoconference on February 15, 2023 and March 2, 2023, as well as via email. The parties are at an impasse regarding the two Disputes.

JURISDICTION

18. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. Plaintiff asserts that this is a core proceeding pursuant to 28 U.S.C. § 157(b),[10] and

[10] Adv. Pro. No. 3:21-ap-03029, ECF No. 1, ¶ 11; Adv. Pro. No. 3:22-ap-03028, ECF No. 1, ¶ 11; Adv. Pro. No. 3:22-ap-03029, ECF No. 1, ¶ 11.

Defendants dispute same. Venue for this matter is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

RELIEF REQUESTED

19. Pursuant to section 105(a) of title 11 of the Bankruptcy Code and Bankruptcy Rule 7026, Plaintiff hereby seeks the entry of the Plaintiff's Proposed Discovery Plan, substantially in the form attached hereto as **Exhibit A**.

20. Plaintiff's Proposed Discovery Plan seeks to establish a reasonable and proportional process to govern discovery in the Active Adversary Proceedings and to resolve the parties' remaining Disputes, namely (i) the number of depositions that Plaintiff may take in the Active Adversary Proceedings and (ii) the proper identification of individuals included on Defendants' privilege log, including identification of their roles.

I. Issue One: Plaintiff should be permitted to take thirty (30) fact witness depositions and seek additional depositions should the need arise.

21. Plaintiff's Proposed Discovery Plan sets the number of fact witness depositions in the two Active Adversary Proceedings at 30, while reserving Plaintiff's right to seek leave to take additional depositions should the need arise based on the course of discovery. Plaintiff's request is reasonable under the circumstances of the Active Adversary Proceedings. In fact, although the parties have not yet commenced document discovery, Plaintiff has demonstrated a need for these requested depositions by already identifying more than 30 individuals who may possess discoverable information regarding the Corporate Restructuring and Debtors' decisions to file for bankruptcy. Specifically, in its initial disclosures in the Active Adversary Proceedings, Plaintiff identified a combined total of 36 individual fact witnesses. In addition, there are nine corporate defendants in the Active Adversary Proceedings, and Plaintiff may seek to take depositions pursuant to Civil Rule 30(b)(6) of some or all of those entities. Together, the 36 individuals identified in Plaintiff's initial disclosures and the nine corporate defendants total 45 fact

depositions, 15 more than the number of fact depositions that Plaintiff is currently seeking. Moreover, Plaintiff could become aware of potential fact witnesses during the course of discovery, causing Plaintiff to need even more than 45 fact depositions.

22. Further, considering the breadth and complexity of the transactions that occurred prior to and during the Corporate Restructuring, and the numerous affiliated entities in the Trane Organization involved in those transactions—including nine corporate defendants—these depositions are necessary for a proper examination of the facts and issues in the Adversary Proceedings. *See, e.g.*, *United States v. Duke Energy Corp.*, No. CIV. 100CV01262, 2002 WL 31844699, at *1 (M.D.N.C. Dec. 18, 2002) (noting that "the parties have taken more than forty-five [fact] depositions"); *Davis v. Rouse*, No. WDQ-08-CV-3106, 2012 U.S. Dist. LEXIS 34154, at *4-5 (D. Md. Mar. 13, 2012) (permitting plaintiff to take 35 depositions).

23. Defendants, however, seek to limit the number of depositions Plaintiff may take, despite offering no legal justification for such limitation and ignoring the extensive issues raised in the two separate Active Adversary Proceedings. The Fraudulent Transfer Proceeding and the SubCon Proceeding are two separate proceedings with distinct causes of action and different defendants, which were filed *after* the Preliminary Injunction Proceeding. The two Active Adversary Proceedings also have not been consolidated; and even if they were, that alone would not justify limiting the number of depositions. *See Intown Properties Mgmt., Inc. v. Wheaton Van Lines, Inc.*, 271 F.3d 164, 168 (4th Cir. 2001) (providing that consolidation "'does not merge the suits into a single cause, or change the rights of the parties, or make those who are parties in one suit parties in another'") (citations omitted); *Nicolosi v. Bell Sports, Inc.*, No. 18CV1452SJCLP, 2018 WL 10561915, at *1 (E.D.N.Y. Oct. 15, 2018) ("[C]onsolidation does not merge the suits into a single cause. . . . The Court has not found any case authority suggesting that plaintiff's requests for discovery should be limited . . . simply because it is consolidated with another case.") (internal quotation marks omitted).

24. Defendants contend that the depositions taken in connection with the Preliminary Injunction Proceeding should result in a limit to the number of depositions that may be taken in the Active Adversary Proceedings. This contention is legally untenable. Putting aside that the Preliminary Injunction Proceeding is another *separate* proceeding, Plaintiff limited the purpose and scope of those depositions to the issues relevant to *that* specific proceeding. Indeed, because the Preliminary Injunction Proceeding involved preliminary relief, the relevant parties to that proceeding reached compromises regarding the scope of discovery (including depositions) based on relevance and proportionality under the Federal Rules. When those depositions were taken, Plaintiff had not yet even commenced the Fraudulent Transfer and SubCon Proceedings. Although some issues in the Active Adversary Proceedings will certainly overlap with those present in the Preliminary Injunction Proceeding (and Plaintiff will make every effort to avoid duplication in the interest of efficiency), that alone cannot preclude Plaintiff from exercising its rights to prosecute the Active Adversary Proceedings and to fully engage in discovery relevant to the issues present in those proceedings.[11] Moreover, where, as here, causes of action involve questions about intent and motive (including, for example, as to fraudulent transfer claims), courts are especially inclined to allow for broader discovery. *See, e.g., Harrods Ltd. v. Sixty Internet Domain Names*, 302 F.3d 214, 246-47 (4th Cir. 2002) (permitting additional discovery where the case involved "complex factual questions about intent and motive"); *see also McCray v. Maryland Dep't of Transp., Maryland Transit Admin.*, 741 F.3d 480, 484 (4th Cir. 2014) (citing motive as a justification for permitting more time to conduct discovery, including deposition discovery); *Delta Air Lines, Inc. v. Wunder*, No. 1:13-CV-3388-TCB, 2014 WL 11970542, at *2 (N.D. Ga. June 10, 2014)

[11] Indeed, in the same section that provides that all prior discovery in the Preliminary Injunction Proceeding and the chapter 11 cases shall be deemed to have been conducted in connection with the Adversary Proceedings, the CMO expressly reserves the parties' "right to object to any . . . Post-CMO Discovery on any ground." CMO ¶ C.2.ii.

(allowing depositions where "claims focuse[d] on the actions of multiple Defendants and their states of minds").

25. Plaintiff's request to be able to conduct 30 depositions for the two Active Adversary Proceedings is also reasonable considering the agreement reached in *DBMP* that permits the plaintiffs in that matter to take the same number of fact depositions as Plaintiff request here—30. Compared to *DBMP*, the Active Adversary Proceedings involve twice as many defendants, transactions, and debtors, yet Plaintiff here seeks the same number of depositions. As such, any claims by Defendants that the number of depositions Plaintiff seeks somehow imposes an undue burden upon them ring hollow.

26. Further, to the extent Defendants argue that Plaintiff's request for 30 depositions is unnecessarily duplicative, that is simply not true. Time and time again, Plaintiff has reiterated to Defendants that it does not intend to seek duplicative discovery and intends to work in good faith in that regard. For that very reason, in response to Defendants' request, Plaintiff has agreed to include the following language in Paragraph 6 of Plaintiff's Proposed Discovery Plan: "Prior to the commencement of any depositions, the Parties will agree to meet and confer in good faith to discuss the parameters of a deposition protocol." Moreover, this Court has rightly been hesitant to preemptively limit discovery on duplication grounds, instead evaluating whether discovery is duplicative if and when a party asserts it. *See* Dec. 15, 2022 Hr'g Tr., *In re DBMP*, Case No. 3:20-bk-30080 (JCW), at 102:22-103:11.

II. <u>Issue Two:</u> Defendants should be required to provide basic, yet critical, information about the roles of employees within the Trane Organization (including dates) identified on their privilege log so that Plaintiff may properly assess Defendants' privilege assertions.

27. For any individual employed by an entity in the Trane Organization that is listed in Defendants' privilege log, Plaintiff requests that Defendants provide the individual's (i) dates of employment and/or affiliation to each Defendant and (ii) the relationship(s) (i.e., title(s) and

role(s)) to each Defendant. As contemplated by Plaintiff's Proposed Discovery Plan, this information is to be included in the "Players' List" (*see* Ex. A, ¶ 13(b)).

28. Given the factual complexity of these proceedings, the multiple entities involved in the Corporate Restructuring, and the fact that Defendants' managers and officers simultaneously held multiple roles at different entities within the Trane Organization, Plaintiff requests that Defendants provide sufficient information about each individual's role within any given entity to allow a meaningful assessment of Defendants' privilege assertions. For example, in the corporate context, it is black-letter law that "privilege may be waived where a confidential communication is disclosed to employees who did not need access to the communication." *Hepburn v. Workplace Benefits, LLC*, No. 5:13-CV-00441-BO, 2014 WL 12623294, at *5 (E.D.N.C. Apr. 18, 2014). In determining whether a communication was shared with an employee "who did not need access to the communication," Plaintiff needs sufficient information to assess the relevant roles of each such employee. *See id.* ("[T]he scope of an individual's employment is highly relevant to the question of maintenance of confidentiality.") (citations omitted). In that same vein, the roles of Trane Organization employees during the relevant time periods are critical in evaluating whether and to what extent any of the Defendants and their affiliates shared a common legal interest.

29. Plaintiff's request is not uncommon or unprecedented. Courts routinely require parties to provide information about the scope of employment for individuals identified in a privilege log. *See, e.g., Progressive Se. Ins. Co. v. Arbormax Tree Serv., LLC*, No. 5:16-CV-662-BR, 2018 WL 4431320, at *8 (E.D.N.C. Sept. 17, 2018) ("Also missing is any identification of the persons listed that makes clear their role with respect to the events in question. While the identity and role of many persons listed in the log are apparent, that is not true for many others."); *Mt. Hawley Ins. Co. v. Adell Plastics, Inc.*, No. CV 17-00252-JKB, 2017 WL 3621184, at *4 (D. Md. Aug. 22, 2017) ("Mt. Hawley is further directed to modify its privilege log to fully identify the individuals referenced and their job titles, and to provide enough detail in the description to

allow Adell to challenge the assertion of privilege with specificity."); *Brainware, Inc. v. Scan-Optics, Ltd.*, No. 3:11CV755, 2012 WL 2872812, at *3 (E.D. Va. July 12, 2012) ("Here, not only do the descriptions in the privilege log fail to identify and explain the relationship Patriarch has with each defendant, but the descriptions failed to differentiate between companies, or describe the role of the persons to whom each communication was sent."); *In re Fresh & Process Potatoes Antitrust Litig.*, No. 4:10-MD-02186-BLW, 2014 WL 2435581, at *5 (D. Idaho May 30, 2014) (privilege logs were inadequate in dispute involving executives holding multiple roles in distinct entities when court had to "parse" information "by reading the email attachments" and "reviewing the email exchanges between the attorneys to this dispute" where information was "not apparent from the privilege logs themselves").

30. Defendants broadly claim that it is unduly burdensome to provide Plaintiff with the requested information regarding roles and dates of each Trane Organization employee identified on the privilege log. However, assuming each Defendant maintains adequate records of its own employees, the burden here should be minimal and provides no basis for denying Plaintiff's request for basic information needed to properly evaluate Defendants' privilege claims. Moreover, Plaintiff here seeks the same information agreed to by the parties and approved by this Court in the *Order Establishing Joint Discovery Plan and Report (ESI Protocol)* in the *DBMP* adversary proceedings.

BASIS FOR RELIEF

31. Section 105(a) of the Bankruptcy Code provides that bankruptcy courts "may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code]." 11 U.S.C. § 105(a). This section thus grants bankruptcy courts broad authority and discretion to enforce the provisions of the Bankruptcy Code either under specific statutes or under equitable common law principles. This Court entered the CMO on January 10, 2023, and instructed the parties to meet and confer in order to attempt to reach an agreement on

the terms of a Discovery Protocol and submit briefing on the issue should that process fail to reach agreement. CMO at 6-7. Plaintiff now seeks the assistance of this Court to resolve the Disputes between the parties pursuant to its powers to approve case management procedures to promote the efficient administration of cases.

NOTICE AND NO PRIOR REQUEST

32. Notice of this Motion has been provided to the Defendants via ECF and by electronic mail. Plaintiff submits that, in light of the nature of the relief requested, no other or further notice need be provided.

33. No prior motion for the relief requested herein has been made to this or any other Court in connection with the Adversary Proceedings.

CONCLUSION

34. WHEREFORE for the reason set forth herein Plaintiff respectfully requests that this Court (a) enter Plaintiff's Proposed Discovery Plan, substantially in the form attached hereto as **Exhibit A** and (b) grant such other and further relief as is just and proper.

[signature page to follow]

Dated: March 9, 2023

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EXHIBIT A

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re ALDRICH PUMP LLC, *et al.*,[1] Debtors.	Chapter 11 Case No. 20-30608 (JCW) (Jointly Administered)
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS Plaintiff, v. ALDRICH PUMP LLC, MURRAY BOILER LLC, TRANE TECHNOLOGIES COMPANY LLC, and TRANE U.S. INC., Defendants.	Adv. Pro. No. 21-03029
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS, on behalf of the estates of Aldrich Pump LLC and Murray Boiler LLC, Plaintiff, v. INGERSOLL-RAND GLOBAL HOLDING COMPANY LIMITED, TRANE TECHNOLOGIES HOLDCO INC., TRANE TECHNOLOGIES COMPANY LLC, TRANE INC., TUI HOLDINGS INC., TRANE U.S. INC., and MURRAY BOILER HOLDINGS LLC, Defendants.	Adv. Pro. No. 22-03028

[1] 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.

[PROPOSED] ORDER ESTABLISHING
JOINT DISCOVERY PLAN AND REPORT (ESI PROTOCOL)

In accordance with Rule 26(f) of the Federal Rules of Civil Procedure (the "**Civil Rules**"), made applicable in these cases by Rule 7026 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), a conference was held for the above-captioned adversary proceedings (collectively, the "**Proceedings**")[2] on February 1 and 15, 2023 and March 2, 2023. Representatives attended the conference on behalf of Plaintiff Official Committee of Asbestos Personal Injury Claimants ("**Committee**") in the above-captioned chapter 11 case (the "**Bankruptcy Case**") and the above-captioned defendants ("**Defendants**," and together with Plaintiff, the "**Parties**" and each of them a "**Party**"). Following the conference, the Parties agreed that the following *Joint Discovery Plan and Report (ESI Protocol)* ("**Discovery Plan**" or "**Order**") shall govern discovery in these Proceedings, including discovery of electronically stored information ("**ESI**").

The Case Management Order (the "**CMO**") entered in the Proceedings[3] shall continue in full force and effect.

1. **Discovery Subjects, Commencement, and Schedule**. The Parties intend to engage in discovery related to the claims and defenses raised in the Proceedings. The Parties may commence discovery in the Proceedings following the entry of this Discovery Plan.

2. **Initial Disclosures**. The initial disclosures pursuant to Civil Rule 26(a)(1) were made by the February 8, 2023 deadline set forth in the CMO.

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[2] The Proceedings are comprised of (a) Adversary Proceeding No. 21-03029 and (b) Adversary Proceeding No. 22-03028. The Defendants in Adversary Proceeding No. 22-03029 reserve their rights as set forth in the Case Management Order entered in the Proceedings and in Adversary Proceeding No. 22-03029. *See infra* n.3.

[3] Adv. Pro. No. 3:21-ap-03029, Dkt. No. 117; Adv. Pro. No. 3:22-ap-03028, Dkt. No. 39; Adv. Pro. No. 3:22-ap-03029, Dkt. No. 35.

3. **Cooperation**. The Parties shall cooperate in good faith throughout the discovery process in the Proceedings and in accordance with the CMO and this Order. The Parties recognize that discovery of ESI is governed by the proportionality standard as set forth in Civil Rule 26(b)(1).

4. **Search and Identification of ESI**. In responding to future requests for the production of documents[4] and things, the Parties shall follow the methods to search ESI for documents that will be reviewed for responsiveness, privilege, confidentiality, and production as established in this Order. Past production of documents and things in the adversary proceeding captioned *Aldrich Pump LLC and Murray Boiler LLC v. Those Parties Listed on Appendix A to Complaint and John and Jane Does 1-1000*, Adv. Pro. No. 20-03041 (JCW) (Bankr. W.D.N.C.) (the "**Preliminary Injunction Proceeding**") shall remain subject to the *Joint Discovery Plan and Report (ESI Protocol)* [Dkt. 415] entered in the Preliminary Injunction Proceeding. Past production of documents and things in the estimation proceeding ordered in the main bankruptcy case (the "**Estimation Proceeding**") [Dkt. 1127] shall remain subject to the *Joint Discovery Plan and Report (ESI Protocol)* entered in relation to the Estimation Proceeding [Dkt 1302, Ex. 1]. As set forth herein and in the CMO, the Parties reserve all rights to seek, and to oppose, further discovery in these Proceedings consistent with the Civil Rules.

5. **Written Discovery Requests**. Each Party may serve interrogatories, requests for production of documents, and requests for admission (collectively, "**Requests**," and the Party serving the Requests, the "**Requesting Party**"), subject to the terms of this Discovery Plan, the Bankruptcy Rules, the Civil Rules, the CMO, and any other applicable order of the Court.

[4] For the purposes of this Discovery Plan, "Document" shall have the meaning set forth in Civil Rule 34 but shall exclude Documents that the Parties agree are not reasonably accessible as described in paragraph 11(b) hereof.

6. **Limitations on Discovery**. The Parties agree to the following modifications to the limitations on discovery:[5]

(a) Interrogatories

(1) Maximum of 45 interrogatories, including subparts, by the Defendants (as a group) cumulative to all Parties.

(2) Maximum of 45 interrogatories, including subparts, by the Plaintiff cumulative to all Parties.

(b) Requests for Admission

(1) Maximum of 35 requests for admission by the Defendants (as a group) cumulative to all Parties.

(2) Maximum of 35 requests for admission by the Plaintiff cumulative to all Parties.

(c) Depositions[6]

(1) Maximum of 30 depositions for the Defendants (as a group).

(2) Maximum of 30 depositions for the Plaintiff.

(3) Prior to the commencement of any depositions, the Parties will agree to meet and confer in good faith to discuss the parameters of a deposition protocol.

7. **Document Production**. Within 30 days after (a) a Party responding to a set of Requests for production (the "**Responding Party**") has served its responses and objections, (b) the Parties have agreed to the identity of those Custodians (as that term is defined in paragraph 8 below) whose ESI and hard-copy documents are to be searched in connection with that set of Requests and the non-Custodian files, repositories, and share drives to be searched, and (c) the Parties have agreed to the search terms to be applied in that effort, productions of documents that

[5] For the avoidance of doubt, the above-referenced limitations shall not apply to expert discovery (including, without limitation, depositions of expert witnesses), which shall be addressed in a separate order.

[6] The Parties reserve their rights to seek authorization to conduct additional depositions upon a showing of good cause.

are not duplicative of the documents produced in the Preliminary Injunction Proceeding shall commence (the "**Production Commencement Date**") and be made on a rolling basis until complete. Such Production Commencement Date shall be subject to extension or enlargement by agreement of the respective Requesting Party(ies) and the Responding Party(ies) or order of this Court. The Parties shall meet and confer to agree upon production completion deadlines. Absent agreement, such disputes may be brought to the Court for resolution.

8. **Custodians**. The Parties previously have identified and agreed upon certain custodians for purposes of production of documents in connection with the Preliminary Injunction Proceeding and related search terms. If additional custodians are agreed upon, or ordered, and subject to the procedures set out in paragraphs 9, 11, and 12 below, in response to Requests for production, a Responding Party shall search the ESI and, where not unduly burdensome, the hard-copy documents of current and/or former employees, other individuals or organizations whose ESI or documents are in the Responding Party's possession, custody, or control (each a "**Custodian**"), whether or not the Custodian was identified in the Rule 26(a)(1) initial disclosures. Nothing in this paragraph or this Order affects any Party's rights in negotiating additional search terms or parameters for custodians previously agreed to in the Preliminary Injunction Proceeding or new custodians as contemplated in Paragraph 9. Nor is there any obligation to re-produce documents that were previously produced in connection with the Preliminary Injunction Proceeding.

9. **Identification of Custodians and Files to Be Searched**. The Parties shall meet and confer to identify Custodians not previously identified and agreed upon in the Preliminary Injunction Proceeding likely to have discoverable, responsive, and non-duplicative documents, data, or communications and the files of each Custodian where such information is stored. The Requesting Party may designate Custodians whom it believes in good faith to have responsive

documents, data, or communications.[7] The Responding Party may in good faith challenge any such designation within five business days. The Parties shall negotiate in good faith to reach agreement as to the number and identity of Custodians whose files will be searched in connection with the Proceedings and which files will be searched for each Custodian (*e.g.*, and without limitation, hard-copy documents, electronic files, and emails). After reaching agreement on the number and identity of Custodians and the files to be searched for each Custodian, the Requesting Party may request additional Custodians and/or additional files if, in its view, it becomes apparent that such other Custodians or files are likely to have responsive documents. The Parties shall meet and confer in good faith regarding such a request. If the Parties are unable to resolve any dispute regarding Custodian designation, whether concerning the number or identity of Custodians or the files to be searched, the Requesting Party may seek relief from the Court.

10. **Preservation Obligations**. Nothing in this Discovery Plan shall limit or expand the Parties' respective preservation obligations imposed by rule or law.

11. **Search and Identification of Responsive Documents**. In connection with a Responding Party's responses to Requests for production, the Parties shall meet and confer about methods to search for documents that will be reviewed for responsiveness, privilege, confidentiality, and production.

(a) ***Application of Search Methodology***. The Parties shall meet and confer to develop a search methodology to be applied to identify and limit the volume of documents to be reviewed for responsiveness, including with respect to ESI. The Parties shall use the search terms previously agreed to in connection with the Preliminary Injunction Proceeding as a starting point, and to the extent any Party desires to modify and/or add search terms, the Party seeking the

[7] All parties reserve their rights with respect to whether and to what extent such Custodians may include a Responding Party's respective professionals.

modification and/or addition shall propose search terms to apply to the search of Custodial files, Shared Repositories, or other files, as appropriate, and meet and confer in an attempt to reach agreement as to those terms. If the Responding Party objects to any search terms proposed by the Requesting Party (including because the terms identified return an unmanageable volume of ESI for review), the Responding Party may propose modifications to the terms and, if the volume of ESI is of concern, the Responding Party shall provide a hit report identifying the number of unique hits for such terms. Ultimately, the Requesting Party(ies) and Responding Party must come to an agreement as to the proposed modification of terms, or otherwise the Requesting Party(ies) may seek Court relief. As specified in paragraphs 11(e) and 11(f), the Parties may use certain additional search methods and analytics tools to manage the volume of ESI for review.

(b) ***Not Reasonably Accessible ESI***. The Parties agree that they will work cooperatively to determine what ESI is reasonably accessible and what is not and agree to consider in good faith reasonable requests for information on ESI management in that effort. ESI of limited accessibility may include those documents created or used by electronic media no longer in use, maintained in redundant electronic storage media, or for which retrieval involves substantial cost. For purposes of this paragraph, the Parties agree that the following sources of ESI are not reasonably accessible:

(i) Data stored in a backup system for the purpose of system recovery or information recovery, including, without limitation, disaster recovery backup tapes and media, continuity of operations systems, and data or system mirrors or shadows.

(ii) Voicemail recording, subject to the Requesting Party's reservation of rights to seek such data for individual Custodians where discovery indicates that voicemails may exist responsive to the information requested.

(iii) Mobile devices and ESI or other data stored on mobile devices, including smart phones and tablets,[8] subject to each Custodian certifying (the "**Mobile Telephone Certification**") under penalty of perjury either that (A) they did not use a mobile telephone for business purposes[9] during the relevant date range other than making or receiving calls, or (B) if they use a mobile telephone for such business purposes, that all data and information used for such purposes is otherwise stored in the Responding Party's systems and will be collected from another source or was *de minimis*.[10] This Mobile Telephone Certification shall be provided to the Requesting Party within 30 days of service of written discovery or within 30 days after such later date that the Custodian is identified and agreed upon or ordered by the Court. In any case, this subparagraph also is subject to the Requesting Party's reservation of right to seek such data from individual Custodians where discovery indicates that data or information on mobile devices may exist and may be responsive to the information requested and the Responding Party's reservation of right to object to any such request.

(iv) Legacy data (*e.g.*, data stored on floppy discs).

(v) Deleted, erased, or overwritten computer files, whether fragmented or whole, which were deleted in the regular course of business before the duty arose to preserve.

(vi) Data stored in Random Access Memory (*i.e.*, RAM), cache memory, or in temporary or cache files, including internet history, web browser cache, and cookie files, wherever located.

(vii) Encrypted data/password protected files, where the key or password cannot be ascertained without extraordinary efforts.

(viii) Data stored on printers, photocopiers, scanners, and fax machines.

(ix) Data stored as server, system, or network logs.

(x) Instant/chat messaging (including, *e.g.*, Slack or WhatsApp), subject to each Custodian certifying (the "**Instant Message Certification**") under penalty of perjury that they did not, during the relevant date range, use any instant messaging program, application, or platform for business purposes, other than use that was *de*

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[8] For the avoidance of doubt, the term "mobile devices" does not include laptop computers.

[9] For the avoidance of doubt, business purposes include, without limitation, the taking of notes, creation or editing of documents, and communications thereto, in each case for work-related purposes.

[10] "*De minimis*," as used in this paragraph 11(b)(iii) and in paragraph 11(b)(x) below, refers to a use that is negligible and, in any event, unrelated to any substantive work on Project Omega or the Debtors' chapter 11 case.

> *minimis*. This Instant Message Certification shall be provided to the Requesting Party within 30 days of service of written discovery or within 30 days after such later date that the Custodian is identified and agreed upon or ordered by the Court. In any case, this subparagraph also is subject to the Requesting Party's reservation of right to seek such data and information from individual Custodians where discovery indicates that data or information in instant messaging programs, applications, or platforms may exist and may be responsive to the information requested and the Responding Party's reservation of right to object to any such request.

(c) ***Shared Repositories and Drives***. The Parties shall, in good faith and using reasonable measures, identify and search shared repositories, shared databases, and shared drives reasonably likely to contain discoverable documents or communications ("**Shared Repositories**").

(d) ***Date Range***. The Parties agree that the search of ESI, in either Custodian files or Shared Repositories, should be limited to the time period during which relevant information was most likely created or received. For the purposes of discovery in the Proceedings, the Requesting Party and the Responding Party will meet and confer to determine the applicable date range(s) applicable to the subject requests. The Requesting Party and the Responding Party each reserve the right to argue that a different date range should be applied to identify documents for review and potential production in response to a particular request for production. If the Requesting Party and the Responding Party are unable to resolve any dispute regarding the applicable date range(s), the Requesting Party may seek relief from the Court.

(e) ***Use of Predictive Coding, Clustering, or Technology Assisted Review***. Before a Responding Party employs culling tools, such as predictive coding, clustering, or Technology Assisted Review, to remove from review documents otherwise identified using the search terms and date range referenced herein, the Responding Party shall advise the Requesting Party of its intention to use such tools and, if utilized, timely provide the Requesting Party the parameters in which the Responding Party intends to use such tools. Within seven days of being

notified of the Responding Party's intention to use predictive coding or other analytic tools listed in this paragraph, the Requesting Party may object in writing. In the event of an objection, the Parties shall meet and confer and attempt to reach resolution. If no resolution is met, the Parties may raise disputed issues with the Court.

(f) ***Use of Other Review Analytics***. The Parties may use other reasonable analytics or tools, including, without limitation, de-duplication, email threading, inclusiveness-only review and production, and technology-assisted review to streamline the review of ESI, to the extent that those review analytics and tools are consistent with other provisions in this Discovery Plan, including provisions relating to the Form of Production (*see infra* paragraph 12). The analytic tools any Responding Party intends to use shall be timely disclosed to the Requesting Parties. Those analytics used for non-culling purposes need not be disclosed.

12. **Form of Production**. The Parties agree to produce responsive non-privileged documents in the manner set out in this Discovery Plan. The Parties agree to take reasonable steps not to degrade the searchability or legibility of any information as part of the document review and production processes. Documents previously produced in the Bankruptcy Case (including in connection with other adversary proceedings) shall be deemed to be reproduced as they were in those proceedings and their production need not be duplicated herein and the format need not be modified to meet any different requirements of this Discovery Plan. Additionally, if particular responsive information warrants a format different than those set out below, the Parties shall meet and confer in an effort to agree on a mutually acceptable format.

(a) ***Format of ESI***. The Parties shall produce responsive non-privileged ESI in the format set out in **Attachment A** hereto unless otherwise agreed in writing or ordered by the Court.

(b) ***Format of Electronically Scanned Hard Copies***. The Parties shall produce electronically scanned hard-copy documents in the applicable format set out in Attachment A unless otherwise agreed in writing or ordered by the Court. In particular, the Parties shall format such documents with optical character recognition, or OCR, as described in Attachment A and include the metadata fields identified in Attachment A where that metadata is available.

(c) ***Complete Families***. The Parties shall produce electronic documents and email communications as complete families. The Parties shall not dissociate attachments to emails or other documents from parent emails or documents even if the attachments are exact duplicates of other documents in the production. Parent documents and any attachments shall be assigned sequential Bates numbers. If a responsive, non-privileged email or document has a privileged attachment, a Party may replace the attachment with a Bates-numbered slip sheet indicating that it has been produced as a replacement for a document withheld in its entirety on privilege grounds or may redact from the face of the attachment privileged material that appears in or on an otherwise discoverable non-privileged document.

(d) ***Email Threading***. The Parties agree that email threading and inclusiveness-only review and production may be applied to production documents such that only the most inclusive version of any responsive, non-privileged email chain is produced; *provided that* the email-threading process is performed by an e-discovery vendor in a manner consistent with standard practices in the industry and that all independent responsive, non-privileged branches of the chain are produced (including any email within a chain containing any attachment) and *provided further that* entries for every email withheld appear on the privilege log regardless of where it appears in the chain. For the avoidance of doubt, if a thread has unique documents attached, that thread will be considered inclusive, and shall be produced.

(e) ***Global De-duplication***. The Responding Party shall apply automated document deduplication, performed by an e-discovery vendor in a manner consistent with standard practices in the industry, across ESI identified for review and production such that only one copy of any responsive document is produced; however, de-duplication shall be performed only at the document family level such that attachments are not de-duplicated against identical stand-alone versions of such documents and vice-versa.

(f) ***Related Metadata***. The Responding Party shall include in its production "Other Custodian" metadata, to the extent available, identifying each Custodian who appears from the available ESI to have maintained a copy of the produced document in his or her files (where such copy was removed from production through the de-duplication process).

(g) ***Privilege Redactions***. Where requested documents contain responsive information together with privileged or protected information, the Responding Party, to the extent it can do so without undue burden and while preserving for production the responsive information, shall produce the requested documents with only the privileged or protected information redacted. The words "Redacted – Privileged" shall appear over the redacted portion or portions of such documents. The Responding Party shall log all information redacted on the basis of privilege or protection on its privilege logs as provided in Paragraph 13. The Parties shall not redact responsive documents on the basis of relevance.

(h) ***Personal Identifying Information Redactions***. Where requested documents contain responsive information together with personal identifying information that is required to be redacted for filings under Bankruptcy Rule 9037, the Responding Party shall apply any required redactions and produce the requested documents. A black bar shall appear over the redacted portion or portions of such documents. The Responding Party shall not be required to provide a log for documents redacted for personal identifying information.

13. **Privilege Logs**. Within 45 days after substantial completion of a Responding Party's document production has been made with respect to any particular set of requests for production of documents in the Proceedings, the Responding Party shall provide a privilege log in accordance with subparagraphs (a) through (d) below, identifying responsive documents withheld in whole or in part (*i.e.*, redacted) on the basis of privilege. All privilege logs must comply with applicable law, and nothing herein modifies or abridges the obligations thereto with respect to assertions of privilege or requirements for production of (including of detail in) a privilege log.

(a) ***Document-by-Document Privilege Log***. Except as provided in subparagraph (c) below, the Responding Party shall log documents on a document-by-document basis. The Responding Party shall include in its privilege logs the categories, or fields, of information identified in **Attachment B** hereto, to the extent available, unless agreed otherwise in writing or pursuant to an order of Court.

(b) ***Players' List.*** Within 5 business days after providing each privilege log, the Responding Party will provide a list of all individuals appearing on the privilege log (the "**Players' List**"). The Players' List shall identify each individual by relationship to the Responding Party. The Players' List will identify for each individual at least the following information to the extent applicable and reasonably available: individual's employer or organization, title, (as to employees, officers, and directors of the Defendants and/or their affiliates) the dates of employment or affiliation with Defendants, relationship with the Defendants, e-mail addresses appearing on the privilege log (including any personal e-mail addresses), and usernames appearing on the privilege log. The Players' List will note where information was not reasonably available.

(c) ***Categorical Privilege Logging***. The Parties shall meet and confer about the potential use of categorical privilege logs. Absent agreement on the use of categorical privilege logs, any Party may seek relief from the Court on this issue.

(d) ***Common Interest Assertions.*** If a Responding Party raises common interest or joint defense as a privilege/protection type on the privilege log, the Responding Party shall describe facts sufficient to make a *prima facie* showing of the applicability of the common interest or joint defense protection, including (as applicable) the identification of: (a) the parties to the common interest or joint defense arrangement; (b) whether it is a written, oral, or implied arrangement; (c) the date the common interest began or the common interest agreement was created and/or effectuated; and (d) the nature of the shared common interest(s) that are subject to the agreement.

(e) ***Post-Filing Documents***. Consistent and in connection with the discussion regarding applicable date ranges for production of responsive documents, the Requesting Party and Responding Party shall meet and confer regarding the requirement to log privileged documents, communications, or information or trial preparation material or work product generated after the filing of the petitions initiating the Bankruptcy Case (*i.e.*, June 18, 2020). If the Requesting Party and Responding Party are unable to resolve any dispute regarding the need to log such aforementioned privileged documents, communications, or information or trial preparation material or work product, the Requesting Party may seek relief from the Court.

(f) ***Privilege Disputes***. The Parties shall log documents consistent with any resolution of the privilege disputes set forth in paragraph C.4 of the CMO by order of the Court or agreement of the Parties.

14. **Meet and Confer**. If the Parties have a dispute regarding any discovery issue related to any of the Proceedings, the Parties must meet and confer in a reasonable timeframe prior to filing a discovery-related motion.

15. **Discovery-Related Motions**. All motion papers under Bankruptcy Rules 7026-7037 and 9016 shall be filed and served consistent with the *Order Establishing Certain Notice, Case Management and Administrative Procedures* [Dkt. 27].

16. **Scope of Discovery**. Nothing in this Discovery Plan constitutes an agreement regarding the appropriate substantive scope of discovery, the responsiveness of any document or category thereof, or the relevance or admissibility of any document or category thereof. The Parties reserve all objections as to discoverability, relevance, authenticity, use, and admissibility.

17. **Resolution of Disputes**. The Parties agree to meet and confer in good faith regarding matters related to the production of ESI set forth in this Discovery Plan, the production of ESI not set forth in this Discovery Plan, and the Parties' obligations, if any, in respect of both. If a Responding Party determines that it cannot comply with any material aspect of this Discovery Plan, such Party shall promptly inform the Requesting Party why compliance is impracticable. If the Parties are unable to resolve a dispute concerning interpretation of or compliance with this Discovery Plan or the production of ESI, whether or not pursuant to this Discovery Plan, the Parties shall submit the dispute to the Court for adjudication, *provided that* the Parties have previously met and conferred regarding the dispute. Nothing herein shall affect the Parties' respective burdens of proof or persuasion in connection with any motion or dispute submitted for resolution by the Court.

18. **No Waiver**. Nothing in this Discovery Plan, including any meet-and-confer obligation specified, constitutes a waiver of any privilege or protection available by law, including any Party's attorney-client privilege or the protection afforded to work product and trial preparation materials. Inadvertent production of information subject to a claim of privilege or protection is addressed in and shall be governed by paragraph M of the *Agreed Protective Order Governing Confidential Information* entered in the Bankruptcy Case (ECF No. 345).

19. **Modifications**. The Parties may, by agreement, modify any provision in this Discovery Plan. If the Parties are unable to agree on a proposed modification, the Party requesting the modification may seek relief from the Court.

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

United States Bankruptcy Court

ATTACHMENT A

ESI Production Format

The Parties shall produce responsive non-privileged ESI in the following format unless agreed otherwise or pursuant to an order of the Court:

1. **Format.** ESI shall be produced in Concordance, Opticon, or universal format.

2. **TIFFs.** Bates-branded, black and white, Group 4, single page TIFF files at 300 dpi, named according to sequential Bates number will be produced for all ESI documents except spreadsheet file types (*e.g.*, .xls, .xlt, .xml), database file types (*e.g.*, .csv), presentation file types (*e.g.*, .ppt, .pptx, .pptm), and software code file types. Single-page TIFF files will be delivered in unique sequentially numbered folders (*i.e.,* 001, 002, 003) and each folder shall not contain more than 5,000 images. No image file name shall contain spaces or underscore symbols. JPG format may be used for pages that require production of color images. If a document was not produced in color and a Party deems color necessary to understand the document, they may request a color image or native form of that document. All image files shall cross reference to both the log file for Opticon image base (.OPT) and Concordance delimited text file (.DAT). For word-processing file types other than email (*e.g.*, .doc), corresponding TIFF files will reflect any track changes or comments contained in the underlying word-processing documents. If a document is more than one page, the unitization of the document and any attachments and/or affixed note shall be maintained as it existed in the original when creating the image file.

3. **TIFF Reference File.** A log file for Opticon image base (.OPT) that lays out the document unitization of each discrete document will be produced.

4. **Native Format.** Spreadsheet file types, database file types, and presentation file types will be produced in native format. The Parties will provide native files, named according to ProdBegDoc, in a separate folder and provide the path to the native file in the DocLink field of the

.DAT file. Documents produced in native file format shall be produced in the manner such files were maintained electronically in the ordinary course of business. A placeholder TIFF shall be produced indicating the Bates number of the native file and confidentiality designation, if applicable. In the event any document produced in native format is to be used as an exhibit at deposition, trial, or otherwise, the Parties may request that the Party using such exhibit provide the MD5 programmatic hash value of the underlying electronic file from which the exhibit is derived to be provided to all Parties, and such information shall be provided promptly.

5. **Other File Formats.** Non-document files types (*e.g.*, .wav, .mp3, .aiff, .avi, .mov, .mp4) will be produced in native format with accompanying slip sheet.

6. **Request for Natives.** The Parties reserve the right to request native files for individual ESI documents produced in TIFF format.

7. **Redactions to Native Format.** To the extent redactions are necessary in a document to be produced in native form, and the ability to remove such redactions cannot reasonably be applied in native form, the document may be converted to TIFF format, or some comparable image file type, for redaction. To the extent that such conversion erodes the legibility or significant functionality of a document, the Parties agree to meet and confer in good faith to determine how such document can be produced without those limitations, and while still protecting the redacted information.

8. **Hard Copy Documents.** Hard-copy or paper documents shall be converted to Group IV, single page TIFF format image files. All hard copy paper documents shall be logically unitized prior to production. Therefore, when scanning or producing paper documents, distinct documents shall not be merged into a single file or database record, and distinct documents shall

not be split into multiple files or database records. All Parties shall make their reasonable best efforts to unitize documents correctly.

9. **Extracted Text Files.** For each item of ESI, and any hard-copy or paper document that has been converted to TIFF image file, document level TXT files shall be provided in a separate folder and shall have file names that are identical to the first TIFF image file of the corresponding images for a document. Text from native files shall be extracted directly from the native file, except that, where redaction is necessary for a document to be produced in native format, the text file corresponding to such document may be extracted from the OCR of the redacted image file (as opposed to from the native file). Redactions shall be reflected in the multipage TXT file containing OCR for searching purposes.

10. **Unique IDs.** Each TIFF image shall have a unique, sequential Bates number. Each Native file shall have a unique, sequential Bates number applied to the TIFF placeholder indicating that the file has been produced in native format.

11. **Metadata.** Where available, the Parties shall produce the following metadata fields for all ESI and scanned hard-copy or paper files produced, in an ASCII delimited text file (.DAT), using standard Concordance delimiters:

Field Name	**Description**	**Example**
ProdBegDoc	Start Bates value.	ABC0500
EndBegDoc	End Bates value.	ABC0500
ProdBegAtt	Start Bates of first attachment.	ABC0501
ProdEndAtt	End Bates of last attachment.	ABC0503
ImageCount	Total pages in document.	1
TO	Email TO recipients.	Smith, Mary; Tjones
FROM	Email sender (author).	Doe, John
CC	Email CC recipients.	Doe, Jane
BCC	Email BCC recipients.	Johnson, Mary
Subject	Email subject line.	Re: Draft Motion to Compel
DateTimeCrt	The date and time the file/email was created.	4/1/2003 8:12:32 AM

Field Name	Description	Example
DateCreated	The date the file/email was created.	4/1/2003
TimeCreated	The time the file/email was created.	8:12:32 AM
DateTimeSent	The date and time the email was sent.	4/1/2003 8:12:32 AM
DateSent	The date the email was sent.	4/1/2003
TimeSent	The time the email was sent.	8:12:32 AM
DateTimeRcv	The date and time the email was received.	4/1/2003 8:12:32 AM
DateReceived	The date the email was received.	4/1/2003
TimeReceived	The time the email was received.	8:12:32 AM
DateTimeMod	The date and time the file/email was last saved.	4/1/2003 8:12:32 AM
DateModified	The date the file/email was last saved.	4/1/2003
TimeModified	The time the file/email was last saved.	8:11:32 AM
FileExt	Extension of the file.	.doc
Filename	The name of the file.	Filename.doc
FileSize	The size of the file or message in bytes.	802
DocType	The file type determined by the file signature (Excel, Word etc.).	Microsoft Office Word
MD5HASH		
Custodian	The Custodian associated with the item.	Doe, John
Other Custodians	All custodians who retained a duplicative copy of the file in their ESI files, to the extent that copy was removed by de-duplication.	Doe, John; Doe, Jane; Smith, Mary
DocLink	The relative path to the associated native file.	\export\00000000000003E8.xls
ExtractText	The extracted text for an item. This field will populate with the path to the text file location and the text will be delivered separately.	"This is sample text. It can be extracted from a document or email or can be generated when converting to TIFF format."
Privilege Redaction	For documents containing both privileged and non-privileged information with only the privileged information redacted	Privilege Redaction

Field Name	Description	Example
Confidentiality	Confidentiality designation pursuant to protective order	Professional Eyes Only; Confidential; None

ATTACHMENT B

Privilege Log Requirements

The Responding Party (or Responding Parties) shall provide the following information, where available, for each document withheld on the basis of privilege or protection from disclosure and for all information withheld on the basis of privilege or protection from disclosure by use of redactions, to the extent that providing such information would not waive any privilege or protection:[11]

Preferred Field Name	Description	Example
Parent/Child	Identifying whether a document is the parent document or child document in a family.	Parent; Child
ProdBegDoc	Start Bates number for redacted documents.	[Bates Prefix]_0000500
EndAtt ID or ProdEndAtt	End identifier value of last attachment. Bates number for redacted documents.	[Bates Prefix]_0000503
DocType	The file type (Excel, Word, PowerPoint, Email, PDF, etc.).	Microsoft Office Word
Author/From	Who drafted or sent the document or message, as applicable.	Doe, Jane
TO	Email TO recipients and those who received the document, as applicable.	Smith, Mary; Doe, Jane
FROM	Email sender (author).	Doe, John
CC	Email CC recipients.	Jones, Thomas
BCC	Email BCC recipients.	Johnson, Mary

[11] In addition to the information set out in the table that follows, the privilege log will include a column that will state whether a document is a parent, child, or standalone document. The log also will include a column that identifies each logged document's "Attachment Index." Together, the information in these two columns will tell the Requesting Party where to locate on the privilege log the family members, if any, of a listed document that are themselves privileged. For logged documents that have non-privileged family members which the Debtors have produced, the Debtors will provide, either in another column on the log or in an accompanying list, the starting Bates number of at least one such produced family member. Using that Bates number, the Requesting Party may identify all additional produced family members.

Preferred Field Name	Description	Example
Date	The date and time the file was created, or if an email the date and time the email was received by the custodian.	4/1/2003 8:12:32 AM
Subject / Document Title	For emails, the subject line of the email including "re" or "fwd" as applicable, subject to redaction if it includes privileged or otherwise protected material; For documents other than emails, the title of the document including the file type signature, subject to redaction if it includes privileged or otherwise protected material.	Re: Settlement Conditions Fwd: Settlement Considerations Motion to Compel Draft 2.2.2022.docx Re: [REDACTED]
Emails	Number of emails in chain	3
Pages	Number of pages of information withheld for withheld documents (as	20
Custodian	The specific Custodian from which the document was collected.	Doe, John
Other Custodians	All Custodians who retained a duplicative copy of the file in their ESI files, to the extent known.	Doe, John; Doe, Jane; Smith, Mary
Redacted or Withheld	Identifying whether a document was withheld in its entirety or produced with redactions.	Produced with Redactions or Withheld Entirely
Privilege / Protection Type	Privilege and/or protection asserted.	Attorney-Client Privilege, Trial Preparation Material

Preferred Field Name	Description	Example
Description	Brief explanation of basis for withholding or redacting document with enough information for Requesting Party to assess claimed basis in accordance with Fourth Circuit law.	
Identification of Attorney(s) on E-mail	The specific attorney(s) or non-attorney legal personnel (at the direction of an attorney) appearing in a list of recipients will be specifically identified using an asterisk.	Doe, John*

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re ALDRICH PUMP LLC, *et al.*,[1] Debtors.	Chapter 11 Case No. 20-30608 (JCW) (Jointly Administered)
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS Plaintiff, v. ALDRICH PUMP LLC, MURRAY BOILER LLC, TRANE TECHNOLOGIES COMPANY LLC, and TRANE U.S. INC., Defendants.	Adv. Pro. No. 21-03029
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS, on behalf of the estates of Aldrich Pump LLC and Murray Boiler LLC, Plaintiff, v. INGERSOLL-RAND GLOBAL HOLDING COMPANY LIMITED, TRANE TECHNOLOGIES HOLDCO INC., TRANE TECHNOLOGIES COMPANY LLC, TRANE INC., TUI HOLDINGS INC., TRANE U.S. INC., and MURRAY BOILER HOLDINGS LLC,	Adv. Pro. No. 22-03028

[1] 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.

Defendants.	
OFFICIAL COMMITTEE OF ASBESTOS PERSONAL INJURY CLAIMANTS on behalf of the estates of Aldrich Pump LLC and Murray Boiler LLC, Plaintiff, v. TRANE TECHNOLOGIES PLC, INGERSOLL-RAND GLOBAL HOLDING COMPANY LIMITED, TRANE TECHNOLOGIES HOLDCO INC., TRANE TECHNOLOGIES COMPANY LLC, TRANE INC., TUI HOLDINGS INC., TRANE U.S. INC., MURRAY BOILER HOLDINGS LLC, SARA BROWN, RICHARD DAUDELIN, MARC DUFOUR, HEATHER HOWLETT, CHRISTOPHER KUEHN, MICHAEL LAMACH, RAY PITTARD, DAVID REGNERY, AMY ROEDER, ALLAN TANANBAUM, EVAN TURTZ, MANLIO VALDES, and ROBERT ZAFARI Defendants.	Adv. Pro. No. 22-03029

NOTICE OF HEARING

PLEASE TAKE NOTICE that on March 9, 2023, the Official Committee of Asbestos Claimants filed *Plaintiff's Motion on Discovery Procedures* (the "Motion") in this case.

PLEASE TAKE FURTHER NOTICE that your rights may be affected by the Motion. You should read the Motion carefully and discuss them with your attorney. If you do not have an attorney, you may wish to consult with one.

PLEASE TAKE FURTHER NOTICE that, pursuant to Fed. R. Bankr. P. 9006 and the Case Management Order, written responses, if any, must be filed on or before **March 23, 2023,** (the "Response Deadline"), in order to be considered. If you do not want the Court to grant the relief requested in the Motion, or if you oppose it in any way, you MUST:

1. File a formal, written response with the Bankruptcy Court at:

   Clerk, United States Bankruptcy Court
   Charles Jonas Federal Building

401 West Trade Street
Charlotte, North Carolina 28202

2. Serve a copy of your response on all parties in interest, including:

a) U.S. Bankruptcy Administrator
402 West Trade Street
Charlotte, NC 28202

b) HAMILTON STEPHENS STEELE + MARTIN, PLLC
Glenn C. Thompson
Robert A. Cox, Jr.
525 North Tryon Street, Suite 1400
Charlotte, North Carolina 28202

c) ROBINSON & COLE LLP
Natalie D. Ramsey
Davis Lee Wright
1000 N. West Street, Suite 1200
Wilmington, Delaware 19801

d) CAPLIN & DRYSDALE, CHARTERED
Kevin C. Maclay
Todd E. Phillips
James P. Wehner
One Thomas Circle NW, Suite 1100
Washington, DC 20005

e) WINSTON & STRAWN LLP
David Neier
Cristina Calvar
200 Park Avenue
New York, NY 10166

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion will be held on **March 30, 2023 at 9:30 a.m. (ET)** before the Honorable J. Craig Whitley at the United States Bankruptcy Court, Charles Jonas Federal Building, Courtroom 2B, 401 West Trade Street, Charlotte, North Carolina 28202.

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

Dated: March 9, 2023
Charlotte, North Carolina

HAMILTON STEPHENS
STEELE + MARTIN, PLLC

/s/ Glenn C. Thompson
Glenn C. Thompson (Bar No. 37221)
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Local Counsel for the Official Committee of Asbestos Personal Injury Claimants