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The following constitutes the order of the Court.  
Signed: July 20, 2023

William J. Lafferty, III  
U.S. Bankruptcy Judge

*Counsel for the Debtor  
and Debtor in Possession*

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

In re:  
  
THE ROMAN CATHOLIC BISHOP OF  
OAKLAND, a California corporation sole,  
  
Debtor.

Case No. 23-40523 WJL  
  
Chapter 11

**ORDER (I) AUTHORIZING THE  
RETENTION AND PAYMENT, EFFECTIVE  
AS OF THE PETITION DATE, OF  
PROFESSIONALS UTILIZED BY THE  
DEBTOR IN THE ORDINARY COURSE OF  
BUSINESS AND (II) GRANTING RELATED  
RELIEF**

Judge: Hon. William J. Lafferty  
  
Date: July 18, 2023  
Time: 9:00 a.m.  
Place: United States Bankruptcy Court  
1300 Clay Street  
Courtroom 220  
Oakland, CA 94612



1 This Court has considered the *Debtor's Motion for an Order (I) Authorizing the Retention and*  
2 *Payment, Effective as of the Petition Date, of Professionals Utilized by the Debtor in the Ordinary Course*  
3 *of Business and (II) Granting Related Relief* (the "Motion"),<sup>1</sup> the First Day Declaration, and the statements  
4 of counsel and the evidence adduced with respect to the Motion at a hearing before this Court, if any (the  
5 "Hearing"). This Court has found that (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C.  
6 §§ 157 and 1334, (ii) venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409 and (iii)  
7 notice of the Motion and the Hearing was sufficient under the circumstances. After due deliberation, this  
8 Court has determined that the relief requested in the Motion is in the best interests of the Debtor, its estate  
9 and its creditors, and good and sufficient cause having been shown;

10 **IT IS HEREBY ORDERED THAT:**

- 11 1. The Motion is GRANTED as set forth herein.
- 12 2. Pursuant to sections 105(a), 327, 328 and 330 of the Bankruptcy Code and Bankruptcy  
13 Rule 2014(a), to the extent deemed necessary or appropriate by the Debtor, the Debtor is authorized to  
14 employ Ordinary Course Professionals in the ordinary course of the Debtor's business, effective as of the  
15 Petition Date.
- 16 3. The Debtor is hereby permitted to retain and pay each Ordinary Course Professional,  
17 including but not limited to those identified on the OCP List attached to the Motion as Exhibit 2, without  
18 prior application to this Court, pursuant to the following OCP Procedures:
  - 19 (a) During the pendency of this case: (i) no Ordinary Course Professional listed on the  
20 OCP List will be paid more than \$40,000 per month, calculated on a rolling three-  
21 month average for services rendered to the Debtor without obtaining approval of a  
22 fee application as described below; and (ii) the aggregate amount paid to all  
23 Ordinary Course Professionals shall not exceed \$100,000 per month calculated on  
24 a rolling three-month average; *provided, however*, that the Debtor may petition the  
25 Court to increase the aforementioned caps if necessary under the circumstances.
  - 26 (b) Each Ordinary Course Professional wishing to be retained in this Chapter 11 Case  
27 shall file with the Court and serve via electronic mail the Declaration and  
28 Questionnaire, substantially in the form attached as Exhibits 3 and 4 to the Motion,  
on the following parties (each, a "Notice Party" and collectively, the "Notice  
Parties"): (i) the Office of the United States Trustee for Region 17 (the "U.S.

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

1 Trustee”); (ii) the Debtor; (iii) counsel for the Debtor; (iv) counsel for the  
2 Committee; (v) those persons who have formally appeared in this Chapter 11 Case  
3 by filing a Notice of Appearance, a Request for Notice, or a similar document and  
4 requested notice in this case under Bankruptcy Rule 2002; (vi) the California  
Attorney General’s Office; and (vii) Roman Catholic Cemeteries of the Diocese of  
Oakland or its counsel.

5 (c) The Notice Parties shall have 14 days after an Ordinary Course Professional’s filing  
6 of its completed Declaration and Questionnaire (the “Objection Deadline”) to  
7 object to the retention of the Ordinary Course Professional. Objections, if any, shall  
8 be filed with the Court and served upon the Notice Parties and the respective  
9 Ordinary Course Professional on or before the Objection Deadline. If no objections  
10 are timely filed (or if any objection is resolved as described below), the Ordinary  
Course Professional will be deemed approved without further order of the Court.  
If an objection cannot be resolved and withdrawn within 10 days after service, the  
matter will be scheduled for hearing before the Court.

11 (d) Should the Debtor need to supplement the list of Ordinary Course Professionals to  
12 add additional Ordinary Course Professionals from time to time, the Debtor shall  
13 file a supplemental list with this Court describing the additional Ordinary Course  
14 Professionals (the “Supplement”), and shall serve the Supplement on the Notice  
Parties. Any additional Ordinary Course Professionals shall file and serve a  
completed Declaration and Questionnaire on the Notice Parties.

15 (e) The Notice Parties shall have 14 days after the filing of the Supplement and any  
16 applicable Declarations and Questionnaires prepared by an Ordinary Course  
17 Professional listed for the first time on the Supplement (the “Additional OCP  
18 Objection Deadline”) to object to the retention of the additional Ordinary Course  
19 Professional. If no objections are timely filed, the additional Ordinary Course  
20 Professional will be deemed approved without further order of the Court.  
Objections, if any, shall be filed with the Court and served upon the Notice Parties  
and the respective additional Ordinary Course Professional by the Additional OCP  
Objection Deadline. If an objection cannot be resolved and withdrawn within 10  
days after service, the matter will be scheduled for hearing before the Court.

21 (f) No Ordinary Course Professional may be paid any amount for invoiced fees and  
22 expenses until the Ordinary Course Professional has been retained in accordance  
with these procedures.

23 (g) The Debtor is hereby authorized to pay each approved Ordinary Course  
24 Professional, without a prior application to the Court, 100% of the fees and  
25 disbursements incurred by the Ordinary Course Professional in the ordinary course  
26 of business. Such payments shall only be made following the submission to, and  
27 approval by, the Debtor of an appropriate invoice setting forth in reasonable detail  
28 the nature of the services rendered and disbursements actually incurred up to  
\$40,000 per month per Ordinary Course Professional calculated on a rolling three-  
month average. In the event that an Ordinary Course Professional seeks more than  
\$40,000 in a single month, calculated on a rolling three-month average, such

1 professional must file a fee application for the full amount of its fees and expenses  
2 in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy  
3 Rules, the Local Rules, and orders of the Court applicable to chapter 11  
4 professionals retained under section 327 of the Bankruptcy Code, and any  
5 applicable guidelines, unless the U.S. Trustee and Committee agree otherwise.

6 (h) Within thirty (30) days after the end of each quarterly period, the Debtor will file a  
7 statement with the Court and serve the same on the Notice Parties, certifying the  
8 Debtor's compliance with the terms of the relief requested herein. The statement  
9 shall include for each Ordinary Course Professional: (a) the name of such Ordinary  
10 Course Professional; (b) the amount paid as compensation for services rendered  
11 and reimbursement of expenses incurred by each Ordinary Course Professional  
12 during the previous quarter; (c) a general description of the services rendered by  
13 each Ordinary Course Professional during the previous quarter; and (d) the total  
14 amount paid post-petition to each Ordinary Course Professional. The Debtor will  
15 continue to file such statements through the earlier of dismissal or conversion of  
16 the instant chapter 11 case or the confirmation of a chapter 11 plan.

17 (i) The Debtor shall file with the Court a final statement within the time established  
18 for professionals to file their final fee applications (the "Final Statement") and such  
19 statement shall include the following information: (a) the aggregate amount paid to  
20 each Ordinary Course Professional during the previous 90 days; (b) a general  
21 description of the services rendered by each Ordinary Course Professional during  
22 such period; and (c) the total amount paid post-petition to each Ordinary Course  
23 Professional.

24 4. The relief effective as of the Petition Date set forth in paragraph 2, above, shall not apply  
25 to any Ordinary Course Professional listed for the first time in a Supplement.

26 5. Notwithstanding any of the foregoing, the Debtor shall separately file an application to  
27 retain any Ordinary Course Professional that becomes materially involved in the administration of this  
28 Chapter 11 Case pursuant to section 327 of the Bankruptcy Code.

1 Nothing in the Motion or this Order shall be deemed or construed as: (a) an admission as  
2 to the validity of any claim against the Debtor; (b) a waiver of the Debtor's or any appropriate party in  
3 interest's rights to dispute any claim on any grounds; (c) a promise to pay any claim; (d) an implication  
4 or admission that any particular professional is an Ordinary Course Professional; or (e) the assumption of  
5 any executory contract or unexpired lease.

6 7. Entry of this Order and approval of the OCP Procedures does not affect the Debtor's right  
7 to dispute any invoice submitted by an Ordinary Course Professional.

1           8.       The Debtor is hereby authorized to take such actions and to execute such documents as  
2 may be necessary to implement the relief granted by this Order.

3           9.       This Court shall retain jurisdiction to hear and determine all matters arising from or related  
4 to the interpretation, implementation and/or enforcement of this Order.

5 **APPROVED AS TO FORM:**

6 OFFICE OF THE UNITED STATES TRUSTEE

7 By: /s/ Jason Blumberg  
8 Jason Blumberg  
9 Trial Attorney

10 **APPROVED AS TO FORM:**

11 LOWENSTEIN SANDLER LLP

12 By: /s/ Brent I. Weisenberg  
13 Brent I. Weisenberg  
14 Attorneys for the  
15 Official Committee of Unsecured Creditors

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**\*\*END OF ORDER\*\***

**COURT SERVICE LIST**

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