

1 **LOWENSTEIN SANDLER LLP**  
 2 JEFFREY D. PROL (admitted *pro hac vice*)  
 3 [jprol@lowenstein.com](mailto:jprol@lowenstein.com)  
 4 BRENT WEISENBERG (admitted *pro hac vice*)  
 5 [bweisenberg@lowenstein.com](mailto:bweisenberg@lowenstein.com)  
 6 COLLEEN M. RESTEL (admitted *pro hac vice*)  
 7 [crestel@lowenstein.com](mailto:crestel@lowenstein.com)  
 8 One Lowenstein Drive  
 9 Roseland, New Jersey 07068  
 10 Telephone: (973) 597-2500

11 **KELLER BENVENUTTI KIM LLP**  
 12 TOBIAS S. KELLER (Cal. Bar No. 151445)  
 13 [tkeller@kbkllp.com](mailto:tkeller@kbkllp.com)  
 14 JANE KIM (Cal. Bar No. 298192)  
 15 [jkim@kbkllp.com](mailto:jkim@kbkllp.com)  
 16 GABRIELLE L. ALBERT (Cal. Bar No. 190895)  
 17 [galbert@kbkllp.com](mailto:galbert@kbkllp.com)  
 18 425 Market St., 26th Floor  
 19 San Francisco, California 94105  
 20 Telephone: (415) 496-6723  
 21 Facsimile: (650) 636-9251

22 *Counsel for the Official Committee of Unsecured*  
 23 *Creditors*

24 **UNITED STATES BANKRUPTCY COURT**  
 25 **NORTHERN DISTRICT OF CALIFORNIA**  
 26 **OAKLAND DIVISION**

<p>27 <i>In re:</i></p> <p>28 THE ROMAN CATHOLIC BISHOP OF          OAKLAND, a California corporation sole,            Debtor.</p>	<p>Case No. 23-40523 WJL</p> <p>Chapter 11</p> <p><b>SUPPLEMENTAL APPLICATION TO          EMPLOY BERKELEY RESEARCH          GROUP, LLC AS CONSULTANT AND          EXPERT WITNESS</b></p>
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Lowenstein Sandler LLP (“**Applicant**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the Roman Catholic Bishop of Oakland (the “**Debtor**”), files this supplemental application (this “**Application**”) for entry of an order, substantially in the form attached hereto as **Exhibit A**, under sections 327, 330 and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), authorizing Applicant to amend the scope of employment of Berkely Research Group, LLC (“**BRG**”) to include BRG’s provision of consulting and expert witness



1 services *nunc pro tunc* to April 1, 2025. In support of this Application, Applicant submits the  
2 Declaration of Paul N. Shields, a Managing Director with BRG (the “**Shields Declaration**”) filed  
3 contemporaneously. In further support of this Application, Applicant states as follows:

4 **I.**

5 **JURISDICTION**

6 The Court has jurisdiction to consider this Application pursuant to 28 U.S.C. §§ 157 and  
7 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b) and venue is proper in this district  
8 pursuant to 28 U.S.C. §§ 1408 and 1409.

9 **II.**

10 **BACKGROUND**

11 On May 8, 2023 (the “**Petition Date**”), the Debtor filed a voluntary petition for relief under  
12 chapter 11 of the Bankruptcy Code, commencing the above-captioned chapter 11 case (the  
13 “**Chapter 11 Case**”).

14 On May 23, 2023, the Office of the United States Trustee appointed the Committee. On  
15 May 30, 2023, the Court appointed Lowenstein Sandler LLP to be lead counsel for the Committee  
16 and on June 1, 2023, it selected Keller Benvenuti Kim LLP to be local counsel.

17 On July 24, 2023, the Committee filed the *Application to Employ Berkeley Research*  
18 *Group, LLC as Financial Advisor for the Official Committee of Unsecured Creditors Effective as*  
19 *of June 23, 2023* [Dkt. No. 289] (the “**Retention Application**”). In support of the Retention  
20 Application, the Committee submitted the Declaration of Matthew K. Babcock [Dkt. No. 290] (the  
21 “**Babcock Declaration**”) and subsequently, the Supplemental Declaration of Matthew K. Babcock  
22 [Dkt. 323] (the “**Second Babcock Declaration**,” and together with the Babcock Declaration, the  
23 “**Declarations**”).

24 On August 4, 2023, the Court entered an order approving the Retention Application [Dkt.  
25 No. 330] (the “**Original BRG Retention Order**”).

1 On April 3, 2025, the Debtor filed its *Third Amended Disclosure Statement for Debtor's*  
2 *Third Amended Plan of Reorganization* [Dkt. No. 1874] (the "**Disclosure Statement**") describing  
3 *The Debtor's Third Amended Plan of Reorganization* [Dkt. No. 1830] (the "**Plan**").

4 On April 4, 2025, the Court entered an order approving the adequacy of the Disclosure  
5 Statement [Dkt. No. 1877].

### 6 III.

#### 7 **RELIEF REQUESTED**

8 By this Application, Applicant seeks entry of an order authorizing Applicant to supplement  
9 the Retention Application and the Original BRG Retention Order to authorize BRG to provide  
10 expert consultant and witness services (the "**Additional Services**") on behalf of the Committee,  
11 *nunc pro tunc* to April 1, 2025. The Additional Services to be rendered include, but are not limited  
12 to, the following:

- 13 (i) Expert analysis and valuation of assets titled in the name of the Debtor, as well as  
14 the Debtor's affiliates (if needed);
- 15 (ii) Expert analysis and testimony regarding the Plan, including, but not limited to, its  
16 treatment of creditors and whether the Debtor has met the requirements for a plan  
of reorganization to be confirmed under the Bankruptcy Code and applicable law;
- 17 (iii) Expert testimony in connection with any contested matters and/or litigation arising  
18 in this case, including, but not limited to, the requested approval of the Plan or any  
amendments thereto;
- 19 (iv) Expert testimony in the review and evaluation of reports prepared by or on behalf  
20 of the Debtor, its professionals or any other entities;
- 21 (v) Prepare for and provide both deposition and court testimony regarding the issues  
for which BRG is being engaged; and
- 22 (vi) Any other services that the Applicant deems necessary related to the Additional  
23 Services.

24 As set forth in numerous pleadings, the Committee believes the Plan is unfair and  
25 inequitable and should not be confirmed by this Court. At Plan confirmation, expert testimony  
26 may be necessary to (i) respond to any expert the Debtor may retain to attempt to establish that its  
27 Plan is fair and equitable, and/or (ii) establish the fact that the Debtor has extensive assets and/or  
28 borrowing capacity which it is not using to pay survivor claims. While the scope of the Retention

1 Application and Original BRG Retention Order are broad, in an abundance of caution, Applicant  
2 seeks entry of an order specifically stating that BRG may provide the Additional Services on behalf  
3 of the Committee.

4 Information regarding BRG's qualifications is in the Retention Application, which is  
5 incorporated by reference. Applicant selected BRG to provide the Additional Services described  
6 above because of the firm's extensive expert witness experience in complex financial matters  
7 and/or not-for-profit cases with similar complex issues (particularly a number of diocesan or  
8 religious order bankruptcy cases).

9 BRG's fee structure and terms of its professional compensation are set forth in the  
10 Retention Application, which is incorporated by reference.

11 For the avoidance of doubt, BRG intends to apply to the Court for allowance of  
12 compensation for services provided and reimbursement of out-of-pocket expenses incurred in  
13 connection with the Additional Services in accordance with applicable provisions of the  
14 Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the terms of the *Order Authorizing*  
15 *Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No.  
16 170].

17 No other changes to the Retention Application are contemplated.

18 **IV.**

19 **DISINTERESTEDNESS**

20 To the best of Applicant's knowledge and except to the extent disclosed in the Declarations,  
21 BRG (a) is a "disinterested" person within the meaning of section 101(14) of the Bankruptcy Code,  
22 and (b) does not hold or represent an interest adverse to the Debtor, or other parties in interest in  
23 the Chapter 11 Case.

24 **V.**

25 **NOTICE**

26 Notice of this Application will be provided to (i) the Debtor; (ii) Debtor's counsel; (iii) the  
27 Office of the United States Trustee Region 17; and (iv) all parties that have requested to receive  
28

1 notice under Bankruptcy Rule 2002. Given the nature of the requested relief, Applicant submits  
2 that no other or further notice is required.

3           **WHEREFORE**, Applicant submits that for the reasons stated above, the retention and  
4 employment of BRG to provide the Additional Services should be approved, and requests that the  
5 Court enter an order authorizing Applicant to retain BRG to provide the Additional Services *nunc*  
6 *pro tunc* to April 1, 2025, and granting Applicant such other and further relief as may be just and  
7 proper.

8 Dated: April 17, 2025

**LOWENSTEIN SANDLER LLP**

9 By: /s/ Jeffrey D. Prol

10 Jeffrey D. Prol (admitted pro hac vice)  
11 Brent Weisenberg (admitted pro hac vice)  
12 Collen M. Restel (admitted pro hac vice)  
13 Lowenstein Sandler LLP  
14 One Lowenstein Drive  
15 Roseland, New Jersey 07068  
16 Telephone: (973) 597-2500  
17 Facsimile: (973) 597-2400  
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**Exhibit A**

1 **LOWENSTEIN SANDLER LLP**  
JEFFREY D. PROL (admitted *pro hac vice*)  
2 [jprol@lowenstein.com](mailto:jprol@lowenstein.com)  
BRENT WEISENBERG (admitted *pro hac vice*)  
3 [bweisenberg@lowenstein.com](mailto:bweisenberg@lowenstein.com)  
COLLEEN M. RESTEL (admitted *pro hac vice*)  
4 [crestel@lowenstein.com](mailto:crestel@lowenstein.com)  
One Lowenstein Drive  
5 Roseland, New Jersey 07068  
Telephone: (973) 597-2500  
6

**KELLER BENVENUTTI KIM LLP**  
7 TOBIAS S. KELLER (Cal. Bar No. 151445)  
[tkeller@kbkllp.com](mailto:tkeller@kbkllp.com)  
8 JANE KIM (Cal. Bar No. 298192)  
[jkim@kbkllp.com](mailto:jkim@kbkllp.com)  
9 GABRIELLE L. ALBERT (Cal. Bar No. 190895)  
[galbert@kbkllp.com](mailto:galbert@kbkllp.com)  
10 425 Market Street, 26th Floor  
San Francisco, California 94105  
11 Telephone: (415) 496-6723

12 *Counsel for the Official Committee of Unsecured*  
13 *Creditors*

14 **UNITED STATES BANKRUPTCY COURT**  
15 **NORTHERN DISTRICT OF CALIFORNIA**  
16 **OAKLAND DIVISION**

17  
18 *In re:*

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

21 Debtor.

Case No. 23-40523 WJL

Chapter 11

**[PROPOSED] ORDER GRANTING THE  
SUPPLEMENTAL APPLICATION TO  
EMPLOY BERKELEY RESEARCH  
GROUP, LLC AS CONSULTANT AND  
EXPERT WITNESS**

22  
23 Upon consideration of the *Supplemental Application to Employ Berkeley Research Group,*  
24 *LLC as Consultant and Expert Witness* (the “**Supplemental Application**”), through which  
25 Lowenstein Sandler LLP (“**Applicant**”), as counsel to the Official Committee of Unsecured  
26 Creditors (the “**Committee**”) of the Roman Catholic Bishop of Oakland (the “**Debtor**”) requests  
27 entry of a supplemental order, under sections 327, 330 and 1103 of title 11 of the United States  
28 Code (the “**Bankruptcy Code**”) and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the

1 **“Bankruptcy Rules”**), authorizing and approving the retention and employment of Berkeley  
2 Research Group (**“BRG”**) to provide the Additional Services on behalf of the Committee; and  
3 upon the (i) *Declaration of Paul N. Shields in Support of the Supplemental Application* (the  
4 **“Supplemental Declaration”**); (ii) *Application to Employ Berkeley Research Group, LLC as*  
5 *Financial Advisor for the Official Committee of Unsecured Creditors Effective as of June 23, 2023*  
6 (the **“Retention Application”**) [Dkt. No. 289]; (iii) *Declaration of Matthew K. Babcock in Support*  
7 *of the Application* [Dkt. No. 290]; and (iv) *Supplemental Declaration of Matthew K. Babcock in*  
8 *Support of the Application* [Dkt. No. 323]; and this Court having jurisdiction to consider the  
9 Supplemental Application and the relief requested therein in accordance with 28 U.S.C. §§ 157  
10 and 1334; and consideration of the Supplemental Application and the relief requested therein being  
11 a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court  
12 pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court being satisfied that BRG represents no  
13 interest adverse to the Debtor’s estate; and it appearing that the Additional Services to be provided  
14 by BRG are required; and after due deliberation thereon, and good and sufficient cause appearing  
15 therefor:<sup>1</sup>

16 **IT IS HEREBY ORDERED THAT:**

- 17 1. The Supplemental Application is granted.
- 18 2. The *Order Approving the Employment of Berkeley Research Group, LLC as*  
19 *Financial Advisor for the Official Committee of Unsecured Creditors Effective as of June 23, 2023*  
20 [Dkt. No. 330] is hereby supplemented and amended as set forth herein.
- 21 3. Applicant is authorized to retain and employ BRG to provide the Additional  
22 Services as described in the Supplemental Application, with such employment effective as of April  
23 1, 2025.
- 24 4. BRG shall continue to apply for compensation of professional services rendered  
25 and reimbursement of expenses incurred in connection with the Chapter 11 Case as set forth in the  
26 Supplemental Application and the Original BRG Retention Order and in compliance with the

27 \_\_\_\_\_  
28 <sup>1</sup> Capitalized terms not defined herein have the same meaning as ascribed to them in the Supplemental Application.

1 provisions of the Bankruptcy Rules, the Local Rules, and any other applicable procedures and  
2 orders of this Court.

3 5. Notwithstanding anything to the contrary in this Order, or the Supplemental  
4 Application, the Court is not approving terms and conditions of BRG's employment under 11  
5 U.S.C. § 328(a).

6 6. BRG shall provide reasonable notice to the Debtor and the U.S. Trustee of any  
7 increase of BRG's hourly rates as set forth in the Retention Application.

8 7. All objections to the Supplemental Application or the relief requested therein that  
9 have not been made, withdrawn, waived or settled, and all reservations of rights included therein,  
10 are overruled.

11 8. This Court shall retain jurisdiction to hear and determine all matters arising from  
12 or related to the implementation of this Order.

13 9. Notwithstanding any provision in the Bankruptcy Rules to the contrary, this Order  
14 shall be immediately effective and affordable upon its entry.

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