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**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

**DEBTOR'S MOTION TO AMEND ORDER  
ESTABLISHING PROCEDURES FOR  
INTERIM COMPENSATION AND  
REIMBURSEMENT OF EXPENSES OF  
PROFESSIONALS**

Judge: Hon. William J. Lafferty

Date: May 21, 2025

Time: 10:30 a.m.

Place: United States Bankruptcy Court  
1300 Clay Street  
Courtroom 220  
Oakland, CA 94612

1 The Roman Catholic Bishop of Oakland, a California corporation sole, and the debtor and debtor  
2 in possession (the “Debtor” or “RCBO”) in the above-captioned chapter 11 bankruptcy case (the “Chapter  
3 11 Case” or the “Bankruptcy Case”), hereby files this motion (the “Motion to Amend”), pursuant to  
4 sections 105, 330, and 331 of the United States Code (the “Bankruptcy Code”), for entry of an order  
5 amending the previously-approved *Order Authorizing Procedures for Interim Compensation and*  
6 *Reimbursement of Expenses of Professionals* (the “Interim Compensation Order”) [Dkt. No. 170]. The  
7 Interim Compensation Order established the process whereby professionals retained in this Chapter 11  
8 Case are paid for their professional fees and expenses. The Debtor files this Motion to Amend seeking to  
9 (i) increase the Monthly Fee Holdback<sup>1</sup> for Professional fees due and payable by the Debtor from and  
10 after June 1, 2025, from 20% to 40%, and (ii) reserve payment of the Monthly Fee Holdback for each  
11 Professional until approval of a final fee application in the Bankruptcy Case for each such Professional.

12 The Debtor strongly believes the requested amendment is reasonable, necessary and in the best  
13 interests of the estate. This is true in light of the circumstances of this particular case (including the amount  
14 of more than approximately \$30 million already paid by the Debtor for Professional fees during the last  
15 approximately 23 months since the Petition Date), the Debtor’s current cash forecast (the “Cash  
16 Forecast”), which is attached hereto as **Exhibit B**, and the now-fixed schedule for the confirmation hearing  
17 in this case. The amendment will enable the Debtor to pay all of the administrative costs of the case  
18 through the now-scheduled confirmation hearing for the Debtor’s Third Amended Plan of Reorganization  
19 (the “Plan”) [Dkt. No. 1830] which will occur in late August/early September. The Debtor recently  
20 updated its cash forecast (described in detail below) to account for a recent increase in actual Professional  
21 fees and to account for the schedule for discovery and confirmation in this Bankruptcy Case.

22 The Debtor has reached out to the United States Trustee, the Committee and the Fee Examiner  
23 regarding the relief requested in the Motion to Amend. The United States Trustee has not responded to  
24 the Debtor’s inquiry as of the filing of this Motion. The Fee Examiner has stated that he does not object  
25 to the relief sought herein. The Committee has not yet provided a final response on the Motion to Amend.

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28 <sup>1</sup> Capitalized terms not defined herein have the meaning ascribed to them in the Interim Compensation Order.

1 A proposed order granting the requested relief is attached hereto as Exhibit A (the “Proposed  
2 Order”).

### 3 MEMORANDUM OF POINT AND AUTHORITIES

#### 4 I.

#### 5 INTRODUCTION

6 By this Motion to Amend, the Debtor seeks to amend the previously-approved procedures for the  
7 compensation and reimbursement of professionals whose retentions have been approved by the Court  
8 pursuant to sections 327 or 1103 of the Bankruptcy Code (each, a “Professional,” and collectively, the  
9 “Professionals”) on a monthly basis. Specifically, the Debtor seeks to (i) increase the Monthly Fee  
10 Holdback for Professional fees due and payable by the Debtor from and after June 1, 2025, from 20% to  
11 40%, and (ii) reserve payment of the Monthly Fee Holdback for each Professional until approval of a final  
12 fee application in the Bankruptcy Case for each such Professional. These changes are due to the Debtor’s  
13 financial position, more limited cash flow almost two years into the Chapter 11 Case, and recent run rates  
14 for Professional fees. The Debtor believes the requested amendment is in the best interests of the Debtor’s  
15 estate. *See* Declaration of Attila Bardos (the “Bardos Declaration”), filed contemporaneously herewith.  
16 In addition, the Debtor requests a technical amendment to the Interim Compensation Order to revise the  
17 timing of the Monthly Fee Statement filings to permit filings on the next business day when the 30<sup>th</sup> of a  
18 month falls on a weekend or holiday.

#### 19 II.

#### 20 JURISDICTION AND VENUE

21 This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is  
22 a core proceeding pursuant to 28 U.S.C. § 157(b), the *Order Referring Bankruptcy Cases and Proceedings*  
23 *to Bankruptcy Judges*, General Order No. 24 (N.D. Cal.), and Local Rule of Bankruptcy Procedure for the  
24 Northern District of California 5011-1(a). Venue for this matter is proper in this District pursuant to 28  
25 U.S.C. §§ 1408 and 1409. The statutory bases for this Motion to Amend are sections 105(a), 330, and  
26 331 of the Bankruptcy Code.

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**III.**

**BACKGROUND**

**A. General Background**

On May 8, 2023 (the “Petition Date”), the Debtor caused its attorneys to file a voluntary petition for chapter 11 bankruptcy relief under the Bankruptcy Code. The Debtor continues to operate its ministry and manage its properties as a debtor in possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this Chapter 11 Case.

On May 23, 2023, the Office of the United States Trustee for Region 17 (the “US Trustee”) appointed an official Committee of Unsecured Creditors (the “Committee”) in this Chapter 11 Case.

On June 23, 2023, the Court entered the Interim Compensation Order, which provided that Professionals could file monthly fee statements and if there were no objections lodged, receive 80% of the fees and 100% of the expenses incurred during the month. Interim Compensation Order, ¶2(g). The Interim Compensation Order also provides that monthly fee statements must be filed on or before the 30<sup>th</sup> day of the month. *Id.* at ¶2(b). The Interim Compensation Order expressly and appropriately recognized that “[t]his Court retains the ability to modify or otherwise reconsider this Order at any time.” *Id.* at ¶5.

The Court recently entered its Order (I) Approving Third Amended Disclosure Statement; (II) Establishing Procedures for Plan Solicitation, Notice, and Balloting [Dkt. No. 1877], which permitted the Debtor to send its Plan to creditors and set the hearing on confirmation of the Plan for August 25, 2025 in order to allow for discovery.

The Debtor recently updated its cash forecast based on the recent actual run rates for Professionals and the discovery and confirmation schedule. See Cash Forecast, Ex. B. This is discussed in greater detail below.

At the time the Debtor presented the Interim Compensation Order for entry, the Debtor had forecast professional fees and administrative expenses for the Bankruptcy Case based on a hoped-for exit within two years of the Petition Date. The Debtor and Committee have previously commented to the Court that professional fees were slightly front-loaded, or heavier, in the early days of the case based on the parties’ cooperation with respect to accelerated, informal discovery pursuant to which the Debtor provided documents and information to the Committee. Jeff Prol, lead counsel for the Committee, commented to

1 this Court his hopes to establish a “new paradigm” in diocese chapter 11 cases working toward a faster  
2 exit from chapter 11 than many other diocese cases which have been filed and have pended throughout  
3 the country for three, four, or five years or more. Unfortunately, these early hopes have not resulted in a  
4 fast resolution of this Bankruptcy Case. The current schedule has caused the Debtor to revisit its cash  
5 forecast. Recognizing the professionals in this Chapter 11 case have already been paid the total sum of  
6 approximately \$30 million dollars, and recognizing the scheduled discovery and Plan confirmation  
7 proceedings which will conclude by early September, the Debtor has now determined the proposed  
8 amendment which would increase and defer the Professional Fee Holdback is in the best interests of the  
9 Debtor’s estate.

10 **IV.**

11 **RELIEF REQUESTED**

12 The Debtor respectfully requests that the Court amend the Interim Compensation Order to (i)  
13 increase the Monthly Fee Holdback for Professional fees due and payable by the Debtor from and after  
14 June 1, 2025, from 20% to 40%; (ii) reserve payment of the Monthly Fee Holdback for each Professional  
15 until approval of a final fee application in the Bankruptcy Case for each such Professional; and (iii) make  
16 a technical amendment which allows for the filing of the Monthly Fee Statements filings on the next  
17 business day when the 30<sup>th</sup> of a month falls on a weekend or holiday.

18 **V.**

19 **BASIS FOR RELIEF**

20 Section 331 of the Bankruptcy Code provides, in relevant part, as follows:

21 A trustee, an examiner, a debtor’s attorney, or any professional person  
22 employed under section 327 or 1103 of this title may apply to the court not  
23 more than once every 120 days after an order for relief in a case under this  
24 title, or more often if the court permits, for such compensation for services  
25 rendered before the date of such an application or reimbursement for  
26 expenses incurred before such date as is provided under section 330 of this  
27 title. After notice and a hearing, the court may allow and disburse to such  
28 applicant such compensation or reimbursement.

U.S.C. § 331.

1 Section 331 of the Bankruptcy Code establishes the general rule that professionals may apply to  
2 the court for compensation for services and/or reimbursement of expenses only three times per year.  
3 Section 331 of the Bankruptcy Code, however, also expressly allows a court to permit the more frequent  
4 filing of such applications. Though payment of 80% of the fees incurred by Professionals on a monthly  
5 basis is a commonly used arrangement, it is not mandated. As one example, in the Rockville Centre  
6 diocese case, the court reduced the monthly payment percentage from 80% to 50% for a period of time  
7 because of the debtor’s cash flow situation and the high amount of professional fees incurred in the case  
8 before the case resolved. *See Order Regarding Holdback of Professional Fees and related Transcript, In*  
9 *re Roman Catholic Diocese of Rockville Centre, New York*, Case No. 20-12345, Dkt. Nos. 2743 and 2753.

10 The attached Cash Forecast reflects the actual Professional fees incurred thus far in the Chapter 11  
11 Case, which have increased since the Debtor filed its Plan in November 2024. The Cash Forecast also now  
12 reflects an assumed exit date of September 30, 2025 based on the schedule ordered by this Court for  
13 discovery and the confirmation hearing on the Debtor’s Third Amended Plan. The Cash Forecast reflects  
14 the requested 40% holdback, which would result in a deferral of over \$1.67 million in Professional fees  
15 until final fee applications are decided at the end of the Bankruptcy Case.

16 Attached to this Motion to Amend as **Exhibit C** is a chart which reflects the Professional fees in  
17 this Bankruptcy Case since its inception, showing the total sum of \$30,314,733.42 in Professional Fees  
18 requested for time through February 2025. The Debtor has timely paid all amounts as and when due  
19 pursuant to the existing Interim Compensation Order. This chart confirms a recent increase in the fees  
20 being charged by the Committee, which the Debtor recently addressed with lead counsel for the  
21 Committee. The Debtor noted, for example, the Committee’s fees for its three law firms for the month of  
22 February *exceeded* the amount of Foley’s fees as lead counsel for the Debtor – the Committee charged the  
23 total sum of \$803,380.50 for its attorney fees in February compared to Foley’s fees in the amount of  
24 \$637,824.00.<sup>2</sup> In addition, the Committee’s Monthly Fee Statements show the Committee has charged the  
25 estate at least the sum of \$1.4 million for its work related to the three motions and two adversary  
26

27 \_\_\_\_\_  
28 <sup>2</sup> See Dkt. Nos. 1858 (Lowenstein Sandler LLP (“Lowenstein”)); 1857 (Keller Benvenuti Kim (“KBK”)), 1859 (Burns Bair  
LLP (“Burns”); and 1848 (Foley & Lardner LLP (“Foley”)).

1 proceedings the Committee filed against the Debtor and various non-debtors following the filing of the  
2 Debtor's initial Plan in November 2024.<sup>3</sup> This in turn caused the Debtor to spend just over \$600,000.00  
3 in attorney fees to defend the Committee's filings – much less than the Committee spend on this litigation.<sup>4</sup>  
4 Although the Debtor takes great exception to the Committee charging Professional fees which exceed the  
5 Debtor's Professional fees<sup>5</sup>, the Debtor has advised the Committee it will reserve any objection to the  
6 Committee's previously-charged fees for the final fee application stage, because the Debtor believes at  
7 this stage of the Bankruptcy Case that is in the best interests of the Debtor's estate.

8 Even without consideration of the specific amounts recently charged by the Committee in this  
9 Bankruptcy Case, both the total amount of Professional fees incurred to date for all Professionals  
10 (including the mediators) and the Debtor's current financial position support the relief requested in this  
11 Motion to Amend. Deferring an additional 20% in Professional fees and holding these amounts until final  
12 fee applications are approved is in the best interests of the Debtor's estate. This will help to ensure the  
13 Debtor can pay administrative expenses through confirmation and will not unduly prejudice the  
14 Professionals.

15 In addition, for administrative convenience, the Debtor requests that the Court amend the Interim  
16 Compensation Order to provide that if the 30<sup>th</sup> day of the month falls on a weekend or holiday, then the  
17 Professional may file its Monthly Fee Statement on the next business day following the 30<sup>th</sup>.

## 18 VI.

### 19 RESERVATION OF RIGHTS

20 Nothing contained in this Motion to Amend is intended to be or shall be construed as (i) an  
21 admission as to the validity of any claim against the Debtor, (ii) a waiver of the Debtor's or any appropriate  
22 party in interest's rights to dispute any claim, or (iii) an approval or assumption of any agreement, contract,  
23

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24 <sup>3</sup> See Dkt. Nos. 1558, 1677, 1789, 1858 (Lowenstein); 1557, 1675, 1787, 1857 (KBK); 1578, 1682, 1791, 1859 (Burns); and  
25 1559, 1678, 1790, 1859 (Berkeley Research Group).

26 <sup>4</sup> See Docket Nos. 1565, 1680, 1786, 1848 (Foley); 1567, 1672, 1785, 1853 (Breall & Breall LLP); and 1566, 1681, 1849  
27 (Alvarez & Marsal).

28 <sup>5</sup> Generally, a committee's professional fees in a chapter 11 case approximate 35-50% of a debtor's professional fees, and in  
some cases may approach 2/3 of a debtor's professional fees. The Debtor is not familiar with any string of cases in which a  
committee's professional fees actually exceed the fees being charged by professionals for the debtor. For comparison, see  
**Exhibit D** which reflects the professional fees charged in the hard fought and contested Rockville Centre case, where the  
committee's fees were approximately 45% of the debtor's fees.

1 program, policy, or lease under section 365 of the Bankruptcy Code. Likewise, if the Court grants the  
2 relief sought in this Motion to Amend, any payment made pursuant to the Court's order is not intended to  
3 be, and should not be construed as, an admission to the validity of any claim or a waiver of the Debtor's  
4 rights to dispute such claim subsequently.

5 Nothing contained in this Motion to Amend is intended to be or shall be construed as a waiver of  
6 any of the Debtor's rights under any applicable law, including, without limitation, the Code of Canon  
7 Law, the First Amendment of the United States Constitution, the Constitution of the State of California,  
8 the California Corporations Code §§ 10000-10015, the Religious Freedom Restoration Act of 1993 (42  
9 U.S.C. §§ 2000bb-2000bb-4), the church autonomy doctrine, charitable trust law, California trust law, and  
10 the Debtor's rights under any insurance policies and to proceeds thereof, and to object to disclosure of  
11 information and contend that certain assets discussed in this Motion to Amend are not property of the  
12 estate. Furthermore, nothing contained in this Motion to Amend limits the rights of the Debtor to seek  
13 further modifications to the Interim Compensation Order.

#### 14 **VII.**

#### 15 **NOTICE**

16 Notice of this Motion to Amend is being provided to the Core Service List pursuant to the Court's  
17 *Interim Order Approving Debtor's Motion For an Order Authorizing and Approving Special Noticing and*  
18 *Confidentiality Procedures* [Docket No. 35], pursuant to which no further notice is required.

#### 19 **VIII.**

#### 20 **CONCLUSION**

21 WHEREFORE, the Debtor respectfully requests that the Court enter the Proposed Order and grant  
22 such other and further relief as may be just and proper.

23 //

24 //

1 DATED: April 23, 2025

**FOLEY & LARDNER LLP**

2 Shane J. Moses  
3 Ann Marie Uetz  
4 Matthew D. Lee  
5 Geoff S. Goodman  
6 Mark C. Moore

*/s/ Shane J. Moses*

SHANE J. MOSES

*Counsel for the Debtor  
and Debtor in Possession*

# EXHIBIT A

1 **FOLEY & LARDNER LLP**

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14 *Counsel for the Debtor*  
15 *and Debtor in Possession*

16 **UNITED STATES BANKRUPTCY COURT**  
17 **NORTHERN DISTRICT OF CALIFORNIA**  
18 **OAKLAND DIVISION**

19 In re:

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

22 Debtor.

23 Case No. 23-40523 WJL

24 Chapter 11

25 **[PROPOSED] ORDER AMENDING**  
26 **PROCEDURES FOR INTERIM**  
27 **COMPENSATION AND REIMBURSEMENT**  
28 **OF EXPENSES OF PROFESSIONALS**

Judge: Hon. William J. Lafferty

29 Upon the *Debtor's Motion to Amend Order Establishing Procedures for Interim Compensation*  
30 *and Reimbursement of Expenses of Professionals* (the "Motion"),<sup>1</sup> filed by the Roman Catholic Bishop of  
31 Oakland, a California corporation sole, and the debtor and debtor in possession (the "Debtor" or "RCBO")  
32 in the above-captioned chapter 11 bankruptcy case (the "Chapter 11 Case" or the "Bankruptcy Case") for  
33 amendments to the Court's prior *Order Authorizing Procedures for Interim Compensation and*  
34 *Reimbursement of Expenses of Professionals* (the "Interim Compensation Order") [Dkt. No. 170]; the  
35 Court having reviewed and considered the Motion, all other filings in support of any opposition to the

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

1 Motion, and all arguments made in support of or opposition to the Motion; the Court finding that it has  
2 jurisdiction over this matter, that venue in this Court is proper, and that notice of the Motion was  
3 reasonable and sufficient under the circumstances; and the Court further finding that the relief requested  
4 in the Motion is in the best interests of the Debtor, its creditors, and other parties in interest; and after due  
5 deliberation and good cause appearing,

6 **ACCORDINGLY, IT IS HEREBY ORDERED THAT:**

7 1. The Motion is GRANTED as set forth herein.

8 2. Paragraph 2(a) of the Interim Compensation Order is amended to provide that a  
9 Professional may file its Monthly Fee Statement on or before thirtieth (30th) day of each month following  
10 the month for which compensation is sought, unless the thirtieth day falls on a weekend or Court holiday,  
11 in which case the deadline to file the Monthly Fee Statement shall be the next business day after the  
12 thirtieth.

13 3. Paragraph 2(g) of the Interim Compensation Order is amended to provide payment of 60%  
14 of the fees and 100% of the expenses requested in any Professional's Monthly Fee Statement, increasing  
15 the Monthly Fee Holdback to 40% for payments due and owing by the Debtor from and after June 1, 2025  
16 (even if the fees which comprise the Monthly Fee Holdback were incurred prior to June 1, 2025).

17 4. Paragraph 2(h) of the Interim Compensation Order is amended to state that the Monthly  
18 Fee Holdback shall not be paid to any Professional until approval of a final fee application in the  
19 Bankruptcy Case for each such Professional.

20 5. Nothing in this Order shall limit the Debtor's right to seek further modifications of the  
21 Interim Compensation Order.

22 6. This Court shall retain jurisdiction with respect to all matters arising from or related to the  
23 implementation and/or interpretation of this Order.

24  
25 **\*\*END OF ORDER\*\***  
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**COURT SERVICE LIST**

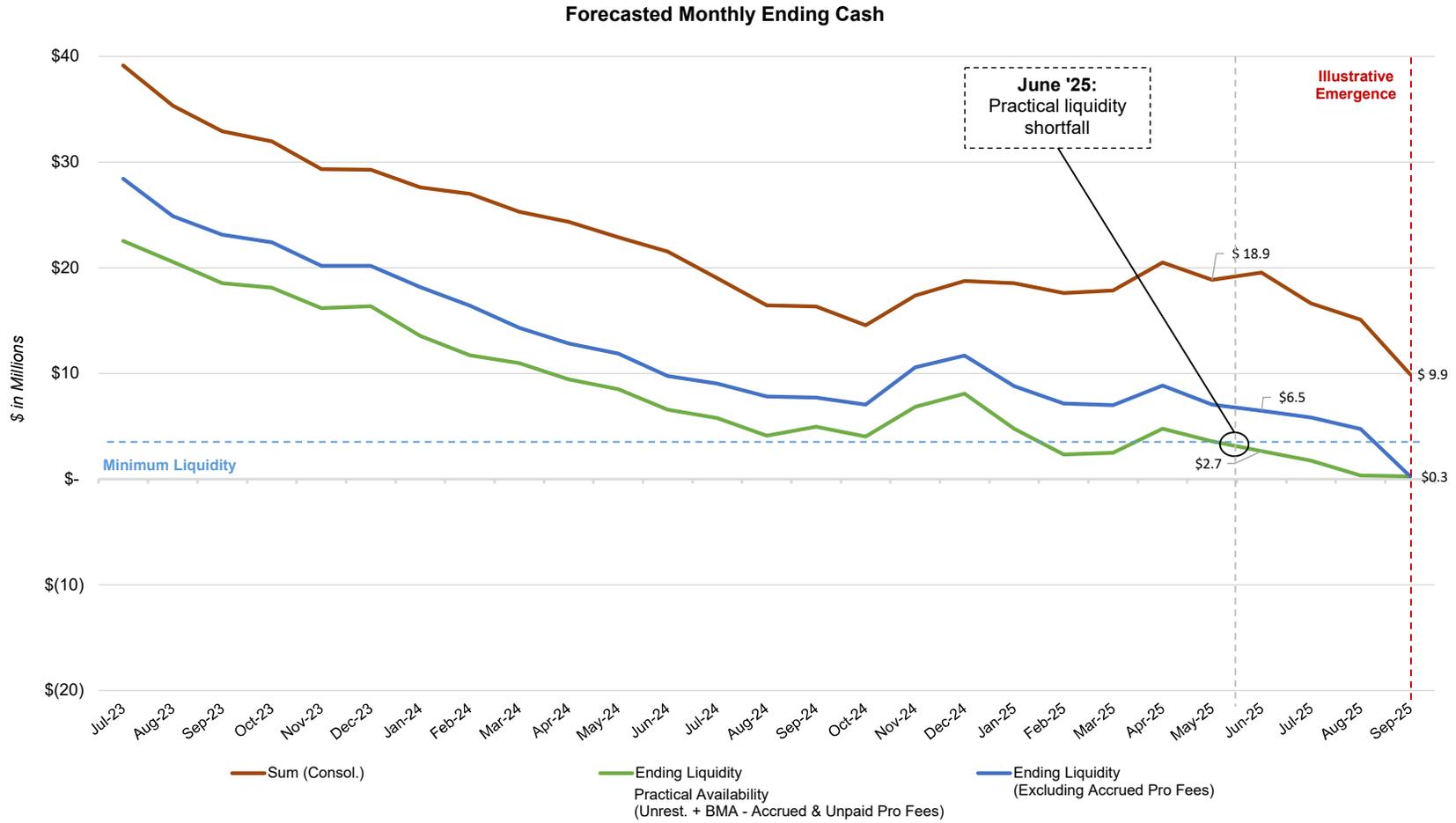
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# EXHIBIT B

**Project Sole**

Forecasted Monthly Ending Cash - Total, Restricted, Unrestricted, and Practical Liquidity





Project Sole  
Professional Fees

(USD in 000s, unless otherwise noted)

		Actuals	Forecast																				
	Hold	2024												2025									
		Jan-24	Feb-24	Mar-24	Apr-24	May-24	Jun-24	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	Jul-25	Aug-25	Sep-25	
Pre vs. Post	Petition	Post																					
<b>Debtor Advisors</b>																							
Foley & Lardner	Y	\$ 589	\$ 560	\$ 415	\$ 454	\$ 377	\$ 373	\$ 484	\$ 382	\$ 436	\$ 516	\$ 509	\$ 620	\$ 682	\$ 645	\$ 425	\$ 425	\$ 425	\$ 425	\$ 425	\$ 425	\$ 425	\$ 425
Breall & Breall	Y	10	15	6	4	20	5	10	16	13	5	13	4	5	15	12	12	12	12	12	12	12	12
Alvarez & Marsal	Y	398	157	201	21	21	21	17	46	19	60	22	18	-	46	60	200	200	60	60	60	60	60
VeraCruz	N	38	39	38	73	70	70	73	75	76	70	71	71	70	74	70	70	70	70	70	70	70	70
KCC	N	41	33	-	-	28	20	31	37	42	28	35	36	46	35	23	23	23	23	23	23	23	23
Sitrick	N	4	-	10	4	6	5	6	11	11	9	-	26	22	5	5	5	5	5	5	5	5	5
Sontchi, LLC	Y	36	40	48	40	34	40	6	24	46	73	41	7	-	57	4	5	5	5	5	5	5	5
Jeffrey Kravis	Y	25	-	45	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Matthew Kemner	N	24	83	37	69	58	51	33	69	66	59	58	58	59	60	60	60	60	60	60	60	60	60
Tim Gallagher	N	-	-	-	-	-	-	-	-	-	19	22	22	2	-	-	-	-	-	-	-	-	-
Judge Newsome	N	-	-	-	-	-	-	-	-	-	7	22	22	14	-	-	-	-	-	-	-	-	-
Hilco	N	-	-	-	-	-	-	-	-	-	-	-	-	-	98	-	-	-	-	-	-	-	-
<b>Total Debtor Advisors</b>		<b>\$ 1,163</b>	<b>\$ 928</b>	<b>\$ 799</b>	<b>\$ 664</b>	<b>\$ 612</b>	<b>\$ 585</b>	<b>\$ 659</b>	<b>\$ 659</b>	<b>\$ 710</b>	<b>\$ 847</b>	<b>\$ 792</b>	<b>\$ 884</b>	<b>\$ 901</b>	<b>\$ 1,036</b>	<b>\$ 658</b>	<b>\$ 800</b>	<b>\$ 800</b>	<b>\$ 660</b>				
<b>Lender Advisors</b>																							
Norton Rose	N	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
[Operational Advisor]	N	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
[Financial Advisor 1]	N	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
[Other]	N	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Lender Advisors</b>		<b>\$ -</b>																					
<b>Creditor Advisors</b>																							
Lowenstein Sandler	Y	\$ 314	\$ 277	\$ 367	\$ 365	\$ 252	\$ 158	\$ 127	\$ 245	\$ 186	\$ 245	\$ 566	\$ 432	\$ 622	\$ 712	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300	\$ 300
Keller Benvenuti Kim	Y	23	35	30	19	14	19	8	7	8	40	56	33	56	22	20	20	20	20	20	20	20	20
Berkeley Research Group	Y	248	216	113	183	94	112	119	172	57	42	51	62	77	100	75	75	75	75	75	75	75	75
Burns Bair	Y	80	50	121	113	70	100	113	79	120	140	96	116	183	81	100	100	100	100	100	100	100	100
UCC Member Expenses	Y	5	-	-	-	-	2	-	-	1	-	1	0	-	6	0	2	2	2	2	2	2	2
Stout Risius Ross	Y	27	57	9	55	73	10	4	54	28	12	32	14	16	16	10	10	10	10	10	10	10	10
Douglas Wilson Companies	N	-	-	-	-	-	-	-	30	33	65	33	-	-	-	-	-	-	-	-	-	-	-
<b>Total Creditor Advisors</b>		<b>\$ 696</b>	<b>\$ 635</b>	<b>\$ 640</b>	<b>\$ 734</b>	<b>\$ 503</b>	<b>\$ 400</b>	<b>\$ 372</b>	<b>\$ 587</b>	<b>\$ 433</b>	<b>\$ 544</b>	<b>\$ 836</b>	<b>\$ 657</b>	<b>\$ 954</b>	<b>\$ 938</b>	<b>\$ 505</b>	<b>\$ 507</b>						
UST Fees	N	\$ 46	\$ 46	\$ 46	\$ 43	\$ 43	\$ 43	\$ 47	\$ 47	\$ 47	\$ 46	\$ 46	\$ 46	\$ 40	\$ 40	\$ 40	\$ 39	\$ 39	\$ 39	\$ 39	\$ 47	\$ 47	\$ 47
Fee Examiner	N	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Professional Fees</b>		<b>\$ 1,906</b>	<b>\$ 1,610</b>	<b>\$ 1,485</b>	<b>\$ 1,442</b>	<b>\$ 1,158</b>	<b>\$ 1,028</b>	<b>\$ 1,079</b>	<b>\$ 1,293</b>	<b>\$ 1,190</b>	<b>\$ 1,437</b>	<b>\$ 1,673</b>	<b>\$ 1,587</b>	<b>\$ 1,896</b>	<b>\$ 2,015</b>	<b>\$ 1,204</b>	<b>\$ 1,345</b>	<b>\$ 1,345</b>	<b>\$ 1,205</b>	<b>\$ 1,214</b>	<b>\$ 1,214</b>	<b>\$ 1,214</b>	<b>\$ 1,214</b>

**Project Sole**  
**Professional Fees**

(USD in 000s, unless otherwise noted)

	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Actuals	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
	2024												2025									
	Jan-24	Feb-24	Mar-24	Apr-24	May-24	Jun-24	Jul-24	Aug-24	Sep-24	Oct-24	Nov-24	Dec-24	Jan-25	Feb-25	Mar-25	Apr-25	May-25	Jun-25	Jul-25	Aug-25	Sep-25	
<b>Debtor Advisors</b>																						
Foley & Lardner	\$ 419	\$ 332	\$ 888	\$ 451	\$ 333	\$ 365	\$ 304	\$ 299	\$ 774	\$ 330	\$ 352	\$ 703	\$ 409	\$ 499	\$ 547	\$ 518	\$ 747	\$ 255	\$ 255	\$ 340	\$ 1,798	
Breall & Breall	4	6	15	15	6	4	16	4	8	7	11	19	10	3	4	12	17	7	7	8	56	
Alvarez & Marsal	308	270	602	126	161	17	17	17	168	37	16	69	17	14	-	37	72	120	120	36	285	
VeraCruz	73	-	38	39	38	143	-	143	75	-	146	71	71	70	74	70	70	70	70	70	70	
KCC	29	73	-	33	-	28	20	31	37	42	28	35	36	44	34	25	23	23	23	23	20	
Sitrick	6	4	-	10	4	6	5	6	11	11	9	-	26	-	22	5	5	5	5	10	2	
Sontchi, LLC	-	-	63	40	33	28	33	-	34	57	59	19	34	-	6	49	35	3	3	15	16	
Jeffrey Kravis	-	-	20	-	-	-	-	-	49	-	-	-	-	-	-	-	-	-	-	-	-	
Matthew Kemner	-	24	83	37	69	58	51	33	69	66	1	58	58	58	59	60	60	60	60	60	180	
Tim Gallagher	-	-	-	-	-	-	-	-	-	-	-	19	-	-	-	22	24	-	-	-	-	
Judge Newsome	-	-	-	-	-	-	-	-	-	-	-	7	-	-	-	22	36	-	-	-	-	
Hilco	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	80	-	-	-	-	18	
<b>Total Debtor Advisors</b>	<b>\$ 838</b>	<b>\$ 707</b>	<b>\$ 1,710</b>	<b>\$ 750</b>	<b>\$ 645</b>	<b>\$ 647</b>	<b>\$ 445</b>	<b>\$ 533</b>	<b>\$ 1,224</b>	<b>\$ 551</b>	<b>\$ 622</b>	<b>\$ 1,001</b>	<b>\$ 662</b>	<b>\$ 688</b>	<b>\$ 746</b>	<b>\$ 899</b>	<b>\$ 1,088</b>	<b>\$ 543</b>	<b>\$ 543</b>	<b>\$ 563</b>	<b>\$ 2,446</b>	
<b>Creditor Advisors</b>																						
Lowenstein Sandler	\$ -	\$ 200	\$ 451	\$ 223	\$ 296	\$ 295	\$ 203	\$ 128	\$ 355	\$ 202	\$ 150	\$ 344	\$ 455	\$ 349	\$ 502	\$ 571	\$ 518	\$ 180	\$ 180	\$ 180	\$ 1,581	
Keller Benvenuto Kim	11	4	29	33	24	15	11	15	22	6	7	41	45	27	46	18	43	12	12	12	103	
Berkeley Research Group	-	579	332	173	91	147	76	90	243	138	46	133	41	50	62	80	102	45	45	45	366	
Burns Bair	76	31	144	40	97	91	57	81	160	65	96	183	77	94	148	66	171	60	60	60	491	
UCC Member Expenses	-	-	5	-	-	2	-	-	-	-	-	1	1	-	6	-	0	2	2	2	7	
Stout Risius Ross	73	-	164	46	6	44	58	8	34	44	22	37	25	11	12	13	25	6	6	6	50	
Douglas Wilson Companies	-	-	-	-	-	-	-	95	33	-	-	-	33	-	-	-	-	-	-	-	-	
<b>Total Creditor Advisors</b>	<b>\$ 161</b>	<b>\$ 813</b>	<b>\$ 1,125</b>	<b>\$ 514</b>	<b>\$ 515</b>	<b>\$ 593</b>	<b>\$ 406</b>	<b>\$ 321</b>	<b>\$ 910</b>	<b>\$ 487</b>	<b>\$ 321</b>	<b>\$ 739</b>	<b>\$ 678</b>	<b>\$ 530</b>	<b>\$ 776</b>	<b>\$ 748</b>	<b>\$ 858</b>	<b>\$ 305</b>	<b>\$ 305</b>	<b>\$ 305</b>	<b>\$ 2,597</b>	
UST Fees	\$ 128	\$ -	\$ -	\$ 138	\$ -	\$ -	\$ 130	\$ -	\$ -	\$ 142	\$ -	\$ -	\$ 137	\$ -	\$ -	\$ 121	\$ -	\$ -	\$ 116	\$ -	\$ 141	
Fee Examiner	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
<b>Total Professional Fees</b>	<b>\$ 1,126</b>	<b>1,520.6116</b>	<b>\$ 2,834</b>	<b>\$ 1,402</b>	<b>\$ 1,160</b>	<b>\$ 1,239</b>	<b>\$ 981</b>	<b>\$ 853</b>	<b>\$ 2,134</b>	<b>\$ 1,180</b>	<b>\$ 943</b>	<b>\$ 1,740</b>	<b>\$ 1,476</b>	<b>\$ 1,218</b>	<b>\$ 1,523</b>	<b>\$ 1,769</b>	<b>\$ 1,946</b>	<b>\$ 848</b>	<b>\$ 964</b>	<b>\$ 868</b>	<b>\$ 5,184</b>	
Less VeraCruz (OCP Through March 2024)	(73)	-	(38)	(39)	(38)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	
Less Kemner (OCP)	-	(24)	(83)	(37)	(69)	(58)	(51)	(33)	(69)	(66)	(1)	(58)	(58)	(58)	(59)	(60)	(60)	(60)	(60)	(60)	(180)	
<b>Total Professional Fees</b>	<b>\$ 1,053</b>	<b>\$ 1,497</b>	<b>\$ 2,712</b>	<b>\$ 1,326</b>	<b>\$ 1,053</b>	<b>\$ 1,182</b>	<b>\$ 930</b>	<b>\$ 820</b>	<b>\$ 2,065</b>	<b>\$ 1,114</b>	<b>\$ 941</b>	<b>\$ 1,683</b>	<b>\$ 1,418</b>	<b>\$ 1,160</b>	<b>\$ 1,463</b>	<b>\$ 1,709</b>	<b>\$ 1,886</b>	<b>\$ 788</b>	<b>\$ 904</b>	<b>\$ 808</b>	<b>\$ 5,004</b>	

# EXHIBIT C

*The Roman Catholic Bishop of Oakland*  
Summary of Fees Expense Requested by Professionals

Professional	Party Represented	Time Period	Fees	Expenses	Total
Foley & Lardner LLP	Counsel to Debtor	May 8, 2023 - Feb 28, 2025	\$11,985,809.00	\$177,430.38	\$12,163,239.38
Alvarez & Marsal North America, LLC	Restructuring Advisor to Debtor	May 8, 2023 - Feb 28, 2025	\$4,971,525.00	\$59,689.31	\$5,031,214.31
Breall & Breall	Special Counsel to Debtor	Aug 1, 2023 - Feb 28, 2025	\$169,150.00	\$7,377.90	\$176,527.90
Kurtzman Carson Consultants, LLC dba Verita Global	Administrative Advisor to Debtor	May 8, 2023 - Feb 28, 2025	\$4,308.27	\$0.00	\$4,308.27
Hilco Real Estate, LLC	Real Estate Consultant to Debtor	Jan 21, 2025 - Feb 28, 2025	\$92,158.00	\$5,857.00	\$17,375,289.86
<b>DEBTOR TOTAL</b>			<b>\$17,130,792.27</b>	<b>\$244,497.59</b>	<b>\$17,375,289.86</b>
Lowenstein Sandler LLP	Co-Counsel to Committee	May 30, 2023 - Feb 28, 2025	\$7,073,410.00	\$205,953.88	\$7,279,363.88
Keller Benvenuti Kim LLP	Co-Counsel to Committee	June 1, 2023 - Feb 28, 2025	\$521,117.65	\$27,627.95	\$548,745.60
Burns Blair LLP	Special Insurance Counsel to Committee	July 14, 2023 - Feb 28, 2025	\$1,851,563.20	\$65,365.69	\$1,916,928.89
Berkeley Research Group, LLC	Financial Advisor to Committee	June 23, 2023 - Feb 28, 2025	\$1,893,398.00	\$19,012.49	\$1,912,410.49
Stout Risius, LLP	Claims Valuation Expert to Committee	Sept 8, 2023 - Feb 28, 2025	\$711,173.50	\$494.62	\$711,668.12
Member Expenses	Committee Members	July 1, 2023 - Feb 28, 2025	\$8,183.00	\$0.00	\$8,183.00
<b>COMMITTEE TOTAL</b>			<b>\$12,058,845.35</b>	<b>\$318,454.63</b>	<b>\$12,377,299.98</b>
Jeffrey Krivis	Mediator	Jan 22, 2024 - Feb 28, 2025	\$69,453.00	\$0.00	\$69,453.00
Sontchi, LLC	Mediator	Jan 22, 2024 - Feb 28, 2025	\$450,500.00	\$42,190.58	\$492,690.58
Newsome & Gallagher	Mediator	Jan 22, 2024 - Feb 28, 2025	\$179,085.00	\$1,658.41	\$180,743.41
<b>MEDIATOR TOTAL</b>			<b>\$519,953.00</b>	<b>\$42,190.58</b>	<b>\$562,143.58</b>
<b>ESTATE TOTAL</b>			<b>\$29,709,590.62</b>	<b>\$605,142.80</b>	<b>\$30,314,733.42</b>

# EXHIBIT D

*The Roman Catholic Archbishop of Rockville Centre, New York*  
Summary of Total Fees & Expense Requested by Professionals

<b>Professional</b>	<b>Party Represented</b>	<b>Time Period</b>	<b>Fees</b>	<b>Expenses</b>	<b>Total</b>
Jones Day	Counsel to Debtor	Oct 1, 2020 – Dec 31, 2024	\$49,930,836.75	\$2,103,064.19	\$52,033,900.94
Nixon Peabody LLP	Special Counsel to Debtor	Oct 1, 2020 – Dec 31, 2024	\$5,611,102.50	\$9,131.12	\$5,620,233.62
Reed Smith LLP	Special Insurance Counsel to Debtor	Oct 1, 2020 – Dec 31, 2024	\$10,123,438.25	\$1,453,172.36	\$11,576,610.61
Forchelli Deegan Terrana LLP	Special Real Estate Counsel to Debtor	Oct 1, 2020 – Dec 31, 2024	\$175,065.50	\$53.65	\$175,119.15
Alvarez & Marsal North America, LLC	Financial Advisor to Debtor	Oct 1, 2020 – Dec 31, 2024	\$9,849,867.50	\$46,705.72	\$9,896,573.22
Jefferies LLC	Investment Banker to Debtor	June 1, 2022 – Dec 31, 2024	\$1,725,000.00	\$80,000.00	\$1,805,000.00
Sitrick and Company Inc.	Corporate Communications Consultant to Debtor	Oct 1, 2020 – Dec 31, 2024	\$389,770.00	\$10,293.50	\$400,063.50
Summit Ridge Group, LLC	Appraiser to Debtor	Aug 15, 2023 – Oct 25, 2024	\$35,000.00	\$0.00	\$35,000.00
Epiq Corporate Restructuring, LLC	Claims Agent & Balloting/Solicitation Agent to Debtor	Oct 1, 2020 – Dec 31, 2024	\$2,488,925.00	\$0.00	\$2,488,925.00
<b>DEBTOR TOTAL</b>			<b>\$80,329,005.50</b>	<b>\$3,702,420.54</b>	<b>\$84,031,426.04</b>
Pachulski Stang Ziehl & Jones LLP	Counsel to Committee	Oct 1, 2020 – Dec 31, 2024	\$26,968,275.00	\$3,324,971.18	\$30,293,246.18
Burns Bair LLP	Special Insurance Counsel to Committee	Oct 1, 2020 – Dec 31, 2024	\$3,372,011.80	\$78,124.49	\$3,450,136.29
Lerman Senter PLLC	Special FCC Counsel to Committee	Nov. 21, 2022 – Dec 31, 2024	\$18,226.00	\$0.00	\$18,226.00
Berkley Research Group LLC	Financial Advisor to Committee	Oct 1, 2020 – Dec 31, 2024	\$4,387,819.00	\$10,184.33	\$4,398,003.33
Jon R. Conte, Ph. D.	Expert Consultant	Oct 1, 2020 – Jan 31, 2021	\$9,343.75	\$0.00	\$9,343.75
Ruskin Moscou Faltischek	Special Real Estate Counsel to Committee	July 12, 2021 – Dec 31, 2024	\$63,253.50	\$872.98	\$64,126.48
<b>COMMITTEE TOTAL</b>			<b>\$34,818,929.05</b>	<b>\$3,414,152.98</b>	<b>\$38,233,082.03</b>
Robert E. Gerber	Future Claims Representative	Oct. 27, 2021 – Dec 31, 2024	\$1,070,160.00	\$2,194.32	\$1,072,354.32
Joseph Hage Aaronson LLC	Counsel to Future Claims Representative	Nov 8, 2021 – Dec 31, 2024	\$107,217.50	\$839.93	\$108,057.43
Michael R. Hogan	Financial Advisor to Future Claims Representative	Nov 8, 2021 – Dec 31, 2024	\$210,417.50	\$6,699.60	\$217,117.10
<b>FUTURE CLAIMS REP TOTAL</b>			<b>\$1,387,795.00</b>	<b>\$9,733.85</b>	<b>\$1,397,528.85</b>
<b>ESTATE TOTAL</b>			<b>\$116,535,729.55</b>	<b>\$7,126,307.37</b>	<b>\$123,662,036.92</b>