

FOLEY & LARDNER LLP

Eileen R. Ridley (CA Bar No. 151735)

Tel: (415) 438-6469; eridley@foley.com

Shane J. Moses (CA Bar No. 250533)

Tel: (415) 438-6404; smoses@foley.comAnn Marie Uetz (admitted *pro hac vice*)Tel: (313) 234-7114; auetz@foley.comMatthew D. Lee (admitted *pro hac vice*)Tel: (608) 258-4203; mdlee@foley.comGeoffrey S. Goodman (admitted *pro hac vice*)Tel: (312) 832-4515; ggoodman@foley.comMark C. Moore (admitted *pro hac vice*)Tel: (214) 999-4150; mmoore@foley.com

555 California Street, Suite 1700

San Francisco, CA 94104-1520

*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

Chapter 11

**DEBTOR'S OBJECTION AND
RESERVATION OF RIGHTS TO THE
OFFICIAL COMMITTEE OF UNSECURED
CREDITORS' MOTION FOR A
PROTECTIVE ORDER**

Judge: Hon. William J. Lafferty

Date: May 13, 2025

Time: 10:30 a.m.

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

TABLE OF CONTENTS

I. INTRODUCTION	1
II. BACKGROUND.....	2
A. General Background and Structure of the Debtor and the Diocese of Oakland	2
B. The Status of the Plan and Confirmation Process.....	3
C. The Debtor's Discovery Requests to the Committee and the Committee's Response	3
III. LEGAL STANDARD.....	4
IV. ARGUMENT.....	4
A. The Debtor is Entitled to Take Discovery as to Factual Representations Made by the Committee in its Public Filings.....	4
B. Specific Responses to Committee's Refusal to Produce Broad Categories of Documents and Respond to Interrogatories	7
1. The Committee's Bylaws and Related Requests (RFP Nos. 8, 9).....	7
2. Committee Resolutions (RFP No. 10)	7
3. Factual Information Regarding The Committee's Possible Use of Proxies (RFP Nos. 26, 27, 28, 29, 30, 31, 32, 33; Int. Nos. 15, 16, 18)	8
4. Factual Information on Individual Committee Members' Decision-Making (Int. Nos. 4, 14, 17).....	9
5. Engagement Letters for Committee Professionals (RFP No. 11).....	9
6. Pre-Formation Documents (RFP No. 13)	10
7. Common Interest Privilege Documents (RFP No. 53)	10
8. Engagement Letters Between Committee Members and Counsel (RFP No. 12).....	11
V. CONCLUSION	11

TABLE OF AUTHORITIES

Cases

<i>Carrizosa v. Stassinis</i> , 2006 WL 2529503 (N.D.Cal. Aug. 31, 2006)	10
<i>Elizabeth Arden, Inc. v. The Merchant of Tennis, Inc.</i> , 2012 WL 13006203 (C.D. Cal. Apr. 23, 2012)	7
<i>Foundation for Global Sports Development v. U.S. Olympic Committee</i> , 2021 WL 6618556 (C.D. Cal. June 24, 2021)	5
<i>Gusman v. Comcast Corp.</i> , 298 F.R.D. 592 (S.D. Cal. 2014)	9
<i>JJCO, Inc. v. Isuzu Motors America, Inc.</i> , 2009 WL 10677058 (D. Hi. Dec. 22, 2009)	7
<i>U.S. v. Martin</i> , 278 F. 3d 698 (9th Cir. 2002)	2
<i>U.S. v. Richey</i> , 632 F. 3d 559 (9th Cir. 2011)	2, 8
<i>Upjohn Co. v. U.S.</i> , 449 U.S. 383 (1981).....	5

Statutes

11 U.S.C. § 1107(a)	2
11 U.S.C. § 1108.....	2

Rules

Fed. R. Bankr. P. 3020(b)(1).....	4
Fed. R. Bankr. P. 7026.....	4
Fed. R. Bankr. P. 7033.....	4
Fed. R. Bankr. P. 7034.....	4
Fed. R. Bankr. P. 9014.....	4
Fed. R. Civ. P. 26.....	4, 9
Fed. R. Civ. P. 30(b)(6).....	3
Fed. R. Civ. P. 33.....	4
Fed. R. Civ. P. 34.....	4

1 The Roman Catholic Bishop of Oakland, a California corporation and the debtor and debtor in
2 possession (the “Debtor”) in the above-captioned chapter 11 bankruptcy case (the “Chapter 11 Case”),
3 hereby files its objection (this “Objection”) to *The Official Committee of Unsecured Creditors’ Motion*
4 *for a Protective Order* [Docket No. 1922] (the “Protective Order Motion”), filed by the Official
5 Committee of Unsecured Creditors (the “Committee”).¹

6 I.

7 INTRODUCTION

8 In opposing the Debtor’s Disclosure Statement, and in opposing the Plan, the Committee has
9 asserted a host of factual allegations. Just like any other case, the Debtor is entitled to discovery that tests
10 those factual allegations, including the witnesses’ personal knowledge of the facts concerning the
11 Committee’s opposition to the Plan. In addition, just like any other case where a party takes discovery of
12 a member of a board of directors, for example, the Debtor here should be entitled to discovery concerning
13 the corporate governance of that body – and here, that body is the Committee. There is not – as the
14 Committee seeks here – any legally recognized blanket protection for witnesses with personal knowledge
15 of facts concerning a matter simply because those witnesses are members of a creditors’ committee. Nor
16 is there a special blanket protection which insulates from discovery and keeps secret all factual information
17 known to a witness who is a member of a creditors’ committee – or known to the Committee itself.

18 It is important to address up front that the Debtor is not seeking any information which is protected
19 from disclosure by the attorney-client privilege or work product doctrine. The Committee has made broad
20 assertions of attorney-client privilege and work product protection to avoid producing *any* documents or
21 answering *any* interrogatories within the broad categories which are described below. *If* there are
22 documents which are lawfully protected, those may be addressed through a privilege log and subsequent
23 argument before this Court if the Debtor believes the privilege does not apply. But the Committee should
24 not be entitled to a blanket privilege on what its members know or think, which is effectively what it seeks
25 here. Every fact related to the disputes at issue here of which a Committee member has personal

26
27 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Protective Order
28 Motion.

1 knowledge is discoverable – they are not privileged or immune from discovery. *U.S. v. Richey*, 632 F. 3d
2 559, 567 (9th Cir. 2011) (quoting *U.S. v. Martin*, 278 F. 3d 698, 1000 (9th Cir. 2002), which stated “[a]
3 party claiming privilege must identify specific communications and the grounds supporting the privilege
4 as to each piece of evidence over which the privilege is asserted.”). Nor are the rules by which the
5 Committee operates – its bylaws – entitled to any legal protection in this case. Imagine if the Committee
6 has bylaws which impose requirements for the conduct of the Committee, and an important bylaw – such
7 as the requirement of quorum for meetings, resolutions on certain important issues, even a bylaw related
8 to proxies – was in effect and not being followed? Surely the Debtor in seeking to overcome the
9 Committee’s vehement objections to Plan confirmation should be permitted to know and test these facts
10 through discovery.

11 II.

12 BACKGROUND

13 A. General Background and Structure of the Debtor and the Diocese of Oakland

14 On May 8, 2023 (the “Petition Date”), the Debtor filed a voluntary petition for bankruptcy relief
15 under chapter 11 of the Bankruptcy Code. The Debtor continues to operate its ministries and manage its
16 properties as a debtor in possession under §§ 1107(a) and 1108 of the Bankruptcy Code. No trustee has
17 been appointed in this Chapter 11 Case.

18 The Debtor is a corporation organized under the laws of the State of California. Both before and
19 after the filing date, the Debtor observed all requirements for its separate and distinct legal existence under
20 applicable law. The Debtor conducts its civil affairs under the laws of the State of California and the
21 United States of America, and additionally, in accordance with the Code of Canon Law (“Canon Law”),
22 the ecclesiastical law of the Roman Catholic Church (the “Catholic Church”). Additional information
23 regarding the Debtor, its mission, ministries, and operations, and the events and circumstances preceding
24 the Petition Date, is set forth in the *Declaration of Charles Moore, Managing Director of Alvarez &*
25 *Marsal North America, LLC, Proposed Restructuring Advisor to the Roman Catholic Bishop of Oakland,*
26 *in Support of Chapter 11 Petition and First Day Pleadings* [Docket No. 19] (the “First Day Declaration”),
27 which is incorporated herein by reference.

1 **B. The Status of the Plan and Confirmation Process**

2 On April 4, 2025, the Court approved the Debtor's Third Amended Disclosure Statement [Dkt.
3 No. 1874] and permitted the Debtor to solicit its Third Amended Plan of Reorganization (the "Plan") [Dkt.
4 No. 1830]. The Court set May 30, 2025, as the deadline for creditors to vote to accept or reject the Plan.
5 The Debtor and the Committee agreed and stipulated to dates for discovery and a confirmation hearing in
6 this case. *See Order Setting Certain Dates and Deadlines in Connection with Confirmation of the Debtor's*
7 *Third Amended Plan of Reorganization* (the "Confirmation Scheduling Order") [Dkt. No. 1893]. Pursuant
8 to the Confirmation Scheduling Order, fact discovery closes June 9, 2025. The confirmation hearing on
9 the Plan is set to begin August 25, 2025.

10 **C. The Debtor's Discovery Requests to the Committee and the Committee's Response**

11 On April 11, 2025, the Debtor served the Committee with its first Requests for Production of
12 Documents and Interrogatories. The Committee broadly objects to most of the Debtor's requests and has
13 not, to date, produced any documents to the Debtor. The Committee filed its Protective Order Motion on
14 April 25, 2025, seeking a protective order to avoid providing any response whatsoever to 16 of the
15 Debtor's Requests for Production of Documents, and six of the Debtor's Interrogatories. *See* Protective
16 Order Motion, p. 3-4.

17 The Debtor twice conducted "meet and confer" video meetings with the Committee to try to
18 resolve the issues presented in the Protective Order Motion, on May 2 and May 8, 2025. The Committee
19 refused to respond to or produce any of the disputed information, except the Committee did agree to
20 provide a representative for deposition pursuant to Fed. R. Civ. P. 30(b)(6). However, the Committee has
21 maintained its position that the Committee's actions are somehow protected by a legal privilege. The
22 parties were not able to resolve any of the issues concerning the Committee's opposition to discovery
23 concerning its governance/bylaws, resolutions, factual positions taken by the Committee, etc. Each of
24 these open issues is addressed in this Objection.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28

III.

LEGAL STANDARD

Under Fed. R. Bankr. P. 3020(b)(1), objections to plan confirmation create a contested matter governed by Fed. R. Bankr. P. 9014, which incorporates the Bankruptcy Rules governing discovery in adversary proceedings. Fed. R. Bankr. P. 9014(c)(1). Discovery that can be obtained in connection with confirmation is broad and the Debtor is permitted to seek information regarding the topics it has requested. The Debtor is seeking discovery pursuant to Fed. R. Bankr. P. 7026, 7033 and 7034, governing discovery generally, as well as interrogatories and requests for production of documents. These rules adopt the Federal Rules of Civil Procedure 26, 33, and 34 to bankruptcy cases. Under Fed. R. Civ. P. 26(b)(1), parties may obtain discovery “regarding any nonprivileged matter that is relevant to any party’s claim or defense....” As discussed herein, the Debtor is attempting to discover facts related to the Committee’s objections to the Debtor’s Plan, which are relevant and necessary for the Debtor to pursue as it seeks confirmation of its Plan.

IV.

ARGUMENT

A. **The Debtor is Entitled to Take Discovery as to Factual Representations Made by the Committee in its Public Filings**

Counsel for the Committee’s argument that the Debtor is attempting to harass its members and “police” its activities and therefore the Committee should be protected from answering this discovery should be rejected by this Court. *See* Protective Order Motion, p. 7. The argument is factually baseless, and under applicable law, creditors’ committees are not immune from discovery. The Committee has made a number of factual allegations, and has made legal arguments, in opposition to the Debtor’s Disclosure Statement and its Plan. These statements by the Committee include the Committee’s statements and opinions regarding the conduct of the Debtor. For example, the Committee has alleged:

- “[T]he Diocese has refused to recognize the true financial value of Abuse Claims and, in turn, is not contributing enough of its assets to compensate Abuse Claimants.” *See* Letter from Committee to Creditors, attached to the Disclosure Statement as Ex. G, p. 2 (the “Committee Letter”);
- “In the Committee’s opinion, once the Diocese realized that the Committee would not support the Plan, it reached an agreement with the Insurers to craft a Plan that the Insurers

would not object to and which the Diocese could try to obtain Bankruptcy Court approval of over the objection of Abuse Claimants.” *Id.* at 2.

- “In the Plan, the Diocese ignores the Bishop’s wide-ranging power to control the operations and purse strings of the Non-Debtor Catholic Entities and fails to use those powers to contribute available assets to the Survivors’ Trust for the benefit of Abuse Claimants.” *Id.* at 4.
- “The Plan creates a substantial risk that extra-contractual or ‘bad faith’ claims against the Insurers will be eliminated, meaning there will be no legal ramifications if they engage in unfair claims handling.” *Id.* at 4.

The only support for these factual allegations is contained in pleadings or in statements made by Committee counsel in Court.² A party ought not be forced to rely on the assertions of counsel either in discovery or in a contested evidentiary hearing on plan confirmation. Here, the Debtor should be entitled to take discovery on the facts concerning the Committee’s opposition to the Debtor’s Plan. The factual allegations of the Committee are not shrouded in confidentiality or privilege. Just like any other fact known to a witness with personal knowledge, these facts are discoverable. *See, e.g., Upjohn Co. v. U.S.*, 449 U.S. 383, 395 (1981) (holding that the attorney-client privilege does not protect the disclosure of factual information; *see also Foundation for Global Sports Development v. U.S. Olympic Committee*, 2021 WL 6618556, *7 (C.D. Cal. June 24, 2021) (ordering the production of documents supporting testimony of a party’s CEO in a deposition). For example, if the Committee believes the Debtor is not contributing enough money to the Plan, the Debtor is entitled to ask the Committee and its members to explain the factual basis for this assertion.

The Debtor’s limited discovery requests are not an attempt to oversee or police the Committee or to harass the members, but rather an effort to uncover evidence which will be relevant to the parties’ positions on confirmation of the Plan. Therefore, the Court should deny the Committee’s Protective Order Motion on these issues and permit discovery.

Regarding the Debtor’s request for information concerning proxies which may have been provided by individual members in favor of their state court tort counsel, that information is relevant to confirmation

² While the Debtor cites above to the Committee Letter as the most recent statement by the Committee of its position on the Plan, the Committee has made similar statements in multiple filings and on the record in hearings.

1 of the Debtor's Plan. Right now, the Debtor has no way of knowing whether any of the individual
2 Committee members have assigned their Committee activities to another party, and where they have done
3 so, whether Committee counsel is observing such proxies. The Debtor and this Court should know that.
4 The Debtor refers the Court to a bench ruling (the "Silverstein Bench Ruling")³ of the Honorable Laurie
5 Selber Silverstein (Del.) addressing the obligations of committee members and committee counsel to
6 ensure that they are all fulfilling their fiduciary duties in light of similar concerns. In her order, Judge
7 Silverstein issued four "first principals" for the committee members:

8 1. Committee members owe a fiduciary duty to their constituents. They
9 must actively participate in committee meetings and make decisions. While
10 they may be assisted by their individual counsel, committee members
11 cannot abdicate their role in favor of their counsel, and their counsel do not
12 sit "by proxy" or otherwise on creditor committees.

13 2. Committee members must be mindful of the fiduciary duty they take on
14 when they agree to serve on a creditors committee. Some creditors prefer
15 not to take on that responsibility. If a creditor does not want that
16 responsibility, or cannot subsequently fulfill it, he should not ask to serve
17 on the committee or should resign.

18 3. Committee counsel must communicate with and receive direction from
19 actual committee members.

20 4. Plaintiff lawyers advising their clients in their capacities as committee
21 members must remind their clients of their fiduciary duties.

22 Here, the Debtor would be severely prejudiced at the contested confirmation hearing if the Debtor
23 is barred from asking Committee members about these issues. The Debtor reasonably believes – because
24 the Committee is not taking rational economic positions in this case – that something beyond this particular
25 case may be influencing positions taken here. The Debtor does not know whether that is the case, but if it
26 is the case (which this discovery would help to illuminate) that is relevant to Plan confirmation.

27 ///

28 ///

³ See Debtor's Reply in Support of its Motion for Entry of an Order Amending Mediation Orders and Requiring Parties to Attend Global Mediation, Ex. B [Dkt. No. 1636], p. 9.

B. Specific Responses to Committee's Refusal to Produce Broad Categories of Documents and Respond to Interrogatories

1. The Committee's Bylaws and Related Requests (RFP Nos. 8, 9)

Text of Relevant Requests:

REQUEST NO. 8:	The Bylaws for the Committee.
REQUEST NO. 9:	All Documents or Communications referring or related to the Bylaws of the Committee.

The Debtor is attempting to understand how the Committee members came to certain factual conclusions as well as opinions on the Debtor's Plan. Part of that understanding will come from an understanding of how the Committee obtains and evaluates information and how it makes determinations on positions to take. Generally, corporate bylaws are discoverable, and the Committee has not provided any support for the position that its bylaws should be immune from discovery. *See, e.g., Elizabeth Arden, Inc. v. The Merchant of Tennis, Inc.*, 2012 WL 13006203 (C.D. Cal. Apr. 23, 2012) (ordering production of corporate bylaws). Indeed, the Debtor's bylaws were among the first documents the Committee requested in this case, and the Debtor promptly produced them. To the extent the Committee believes any documents and communications that are responsive to these requests are privileged, the Court should require the Committee to provide a privilege log.

2. Committee Resolutions (RFP No. 10)

Text of Relevant Requests:

REQUEST NO. 10:	All resolutions proposed, voted on, approved, denied, or tabled by the Committee.
-----------------	---

The Committee seeks a protective order over all resolutions proposed, voted on, approved, denied or tabled. As with the bylaws, corporate resolutions are generally discoverable, and the Committee should be required to provide them to the Debtor. *See, e.g., JJCO, Inc. v. Isuzu Motors America, Inc.*, 2009 WL 10677058, *9 (D. Hi. Dec. 22, 2009) (ordering the production of any corporate resolutions which were responsive to discovery requests). The Committee clearly understands this to be the case. Its own requests directed to the Debtor include requests for all records of meetings of, and all resolutions of, the Debtor's Finance Council related to the filing of the Debtor's Chapter 11 petition, and all minutes of the Finance Council or any other Debtor committee, concerning the Plan and related documents. The Committee has

not provided any legal basis for resolutions of the Committee to be treated differently or entitled to any special privilege. To the extent the Committee seeks to withhold these documents on the basis of the attorney-client and/or work product privilege, this Court should require the Committee to prepare a privilege log for these documents for the Debtor to evaluate. *See Richey, supra*.

3. Factual Information Regarding The Committee's Possible Use of Proxies (RFP Nos. 26, 27, 28, 29, 30, 31, 32, 33; Int. Nos. 15, 16, 18)

Text of Relevant Requests:	
REQUEST NO. 26:	All Proxies obtained by the Unsecured Creditors' Committee.
REQUEST NO. 27:	All drafts of Proxies involving any Abuse Claimant.
REQUEST NO. 28:	All Documents or Communications referring or related to any Proxy or draft of a Proxy sent to or received from any Abuse Claimant.
REQUEST NO. 29:	All Documents or Communications soliciting any Proxy or Proxy votes.
REQUEST NO. 30:	All Documents referring or related to any Proxy obtained or solicited by the Unsecured Creditors' Committee.
REQUEST NO. 31:	All Documents referring or related to the scope of authority for any individual empowered by a Proxy in this Bankruptcy Proceeding.
REQUEST NO. 32:	All Communications referring or related to the Bankruptcy Proceeding between Proxies, Committee Members, and a third-party.
REQUEST NO. 33:	All Documents or Communications concerning the Bankruptcy Proceeding that reference a Proxy.
INTERROGATORY NO. 15:	For each Proxy identified in Your response to Interrogatory No. 14, describe the scope of their authority.
INTERROGATORY NO. 16:	Identify each Committee Member that expressly directed their Proxy to reject RCBO's settlement offer.
INTERROGATORY NO. 18:	Identify which Committee Decisions were made at the direction of Proxies as opposed to a direct instruction from the Committee Members.

The Debtor is attempting to understand the factual positions taken by the Committee. Part of that investigation involves exploring who is making the determinations on what positions the Committee is taking in its pleadings. Information regarding the use of proxies is relevant to this understanding, as well as the understanding of whether the individual Committee members "actively participate in committee meetings and make decisions" regarding the Debtor's Plan, or "abdicate their role in favor of their counsel." *See Silverstein Bench Ruling*, p. 9. The Committee should be required to produce these documents because they are relevant to the issues raised in the Committee's objections to confirmation of the Plan. If either counsel for the Committee, or counsel in the underlying state court tort Survivor

lawsuits, has shifted their role from purely legal counsel to one of taking on any responsibility of Committee members, then the Debtor is fully entitled to explore all the facts related thereto. Further, the Debtor is not aware of, and the Committee has failed to demonstrate, any legal basis for asserting that proxies for voting on a committee or board are themselves privileged. Indeed, because they must necessarily be of record to reflect authority of the proxy, they cannot reasonably be argued to be subject to privilege.

4. Factual Information on Individual Committee Members' Decision-Making (Int. Nos. 4, 14, 17)

Text of Relevant Requests:

INTERROGATORY NO. 4:	Identify each individual that directed the Committee to oppose the Plan, including any third parties, Litigation Financer(s), and agents or representatives of any Abuse Claimant.
INTERROGATORY NO. 14:	Identify every Proxy who has obtained decision-making authority from any Abuse Claimant.
INTERROGATORY NO. 17:	Describe in detail the process by which the Unsecured Creditors' Committee makes Committee Decisions.

As discussed above, the Debtor is seeking evidence on who within the Committee is making decisions on what positions the Committee will take and the underlying facts that they are using to do so. As to Interrogatory No. 14, the Debtor is willing to narrow the scope to Committee members. This is relevant to the confirmation process and within the scope of permissible discovery under Fed. R. Civ. P. 26.

5. Engagement Letters for Committee Professionals (RFP No. 11)

Text of Relevant Requests:

REQUEST NO. 11:	All engagement letters between the Committee and any professionals it has retained under sections 327, 328, 330, or 331 of the Bankruptcy Code.
-----------------	---

Ninth Circuit law is clear that engagement letters are not ordinarily privileged. *See Gusman v. Comcast Corp.*, 298 F.R.D. 592, 599-600 (S.D. Cal. 2014) ("The Ninth Circuit has repeatedly held retainer agreements are not protected by the attorney-client privilege or work product doctrine.") (citations omitted); *see also Carrizosa v. Stassinis*, 2006 WL 2529503, at *3 (N.D.Cal. Aug. 31, 2006) (stating that under Ninth Circuit law, fee agreements generally fall outside the scope of the attorney-client privilege).

Notwithstanding this, in the interest of efficiency and focusing on discovery and production of documents the Debtor believes are more important than these, the Debtor withdraws this request at this time, without prejudice.

6. Pre-Formation Documents (RFP No. 13)

Text of Relevant Requests:

REQUEST NO. 13:	All Communications pre-dating the formation of the Committee between any attorney for an individual Committee member and any other attorney for any other individual Committee member.
-----------------	--

The Committee objects to the production of these documents because they are not in the Committee's possession, custody, or control. The Debtor will withdraw this request without prejudice at this time, and will seek these documents through subpoenas to other parties.

7. Common Interest Privilege Documents (RFP No. 53)

Text of Relevant Requests:

REQUEST NO. 53:	All common interest agreements between any member of the Committee and any other person relating to this Chapter 11 Case or any underlying state court action against the Debtor.
-----------------	---

The Committee objects to the production of these documents because they are not in the Committee's possession, custody, or control. If the Committee truly has no responsive documents, then its response should be that it has no responsive documents. But, that is not precisely how the Committee responded to this request. To the extent there are common interest agreements *between the Committee and any member*, such agreements would necessarily be in the Committee's possession, custody, or control, and the Committee should be required to respond. The Debtor will limit this request to agreements to which the Committee is a party, and reserves the right to seek agreements between individual Committee members and other parties through subpoena.

///

///

1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8
9
0
1
2
3
4
5
6
7
8

REQUEST NO. 12:	All engagement letters between individual Committee members and their counsel with respect to each such Committee member's state court action(s) against the Debtor or such Committee member's claim in this Chapter 11 Case.
-----------------	---

V.

CONCLUSION

For the reasons set forth above, the Debtor respectfully requests that the Court deny the Committee's Protective Order Motion, order the Committee to produce the documents and respond to the Interrogatories in accordance with the Federal Rules of Bankruptcy Procedure, and grant other relief that the Court deems just and proper.

CONCLUSION

For the reasons set forth above, the Debtor respectfully requests that the Court deny the Committee's Protective Order Motion, order the Committee to produce the documents and respond to the Interrogatories in accordance with the Federal Rules of Bankruptcy Procedure, and grant other relief that the Court deems just and proper.

FOLEY & LARDNER LLP

/s/ Shane J. Moses
Shane J. Moses

Counsel for the Debtor and Debtor in Possession