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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

**DEBTOR'S MOTION FOR ORDER (I)
APPROVING DISCLOSURE STATEMENT;
AND (II) ESTABLISHING PROCEDURES
FOR PLAN SOLICITATION, NOTICE, AND
BALLOTING**

Judge: Hon. William J. Lafferty

Date: December 18, 2024

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”) in the above-captioned chapter 11 bankruptcy case (the “Chapter 11 Case”),
3 hereby files this motion (the “Motion”) for entry of an order, substantially in the form of the proposed
4 order attached hereto as **Exhibit 1** (the proposed “Disclosure Statement Order”), pursuant to sections 105,
5 1123(a), 1124, 1125, 1126, and 1128 of title 11 of the United States Code (the “Bankruptcy Code”), Rules
6 2002, 3016, 3017, 3018, and 9006(c) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy
7 Rules”), and Rules 3017-1 and 3020-1 of the Bankruptcy Local Rules for the Northern District of
8 California (the “Local Rules”), for the entry of an order approving:

- 9 (i) the adequacy of the *Disclosure Statement for Debtor’s Plan of Reorganization* dated
10 November 8, 2024 [Docket No. 1445] (together with all schedules and exhibits thereto,
11 and as may be modified, amended, or supplemented from time to time, the “Disclosure
12 Statement”);¹
- 13 (ii) procedures (the “Solicitation Procedures”) for solicitation and tabulation of votes to accept
14 or reject the *Debtor’s Plan of Reorganization* dated November 8, 2024 [Docket No. 1444]
15 (together with all schedules and exhibits thereto, and as may be modified, amended, or
16 supplemented from time to time, the “Plan”), including:
- 17 a. the forms of ballots for submitting votes to accept or reject the Plan (the “Ballots”),
18 b. the contents of solicitation packages to be transmitted to creditors,
19 c. the form of notices of the confirmation hearing and of non-voting status,
20 d. the proposed record date for voting on the Plan, and
21 e. other related relief;
- 22 (iii) the form and procedures for certain creditors to opt out of third-party releases in the Plan
23 (the “Opt-Out Release Procedures”); and,
- 24 (iv) the scheduling of a hearing on confirmation of the Plan and the form and manner of notices
25 related to the confirmation hearing.

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28 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Plan.

1 This Motion is based on the Memorandum of Points and Authorities set forth herein, the proposed
2 Disclosure Statement Order and other forms and exhibits attached hereto, the notice of hearing on this
3 Motion, and upon such oral and documentary evidence as may be presented prior to or at the hearing on
4 the Motion.

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1 **MEMORANDUM OF POINTS AND AUTHORITIES**

2 **I.**

3 **INTRODUCTION**

4 The Debtor has filed its proposed Plan and its Disclosure Statement in support of the Plan on
5 November 8, 2024. The Debtor seeks approval of the Disclosure Statement as providing “adequate
6 information” concerning the plan within the meaning of section 1125(a) of the Bankruptcy Code. The
7 wealth of information provided in the Disclosure Statement satisfies the standard for approval set forth in
8 the Bankruptcy Code.

9 In connection with approval of the Disclosure Statement, the Debtor seeks approval of (i)
10 procedures establishing the form and manner of, as well as certain rules and timelines governing, the
11 solicitation and tabulation of votes on the Plan, including the form of Ballots and other solicitation
12 documents; (ii) procedures which schedule the hearing on confirmation of the Plan, provide for adequate
13 notice thereof, and create a framework for the filing and service of objections to confirmation and any
14 responses thereto; and (iii) procedures for creditors to opt out of certain third-party releases provided in
15 the Plan.

16 **II.**

17 **JURISDICTION AND VENUE**

18 This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. This matter
19 is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408
20 and 1409, the *Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order
21 No. 24 (N.D. Cal.), and Local Rule of Bankruptcy Procedure for the Northern District of California
22 5011-1(a). The legal bases for the relief requested herein are sections 105, 502, 1125, 1126, and 1128 of
23 the Bankruptcy Code. Bankruptcy Rules 2002, 3003, 3017, 3018, and 3020, and local rules 3017-1 and
24 3020-1.

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III.

BACKGROUND FACTS

A. Commencement of the Bankruptcy Case

On May 8, 2023 (the “Petition Date”), the Debtor filed 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 request for a trustee has been made in this Chapter 11 Case.

On May 23, 2023, the Office of the United States Trustee for Region 17 (the “U.S. Trustee”) appointed the Official Committee of Unsecured Creditors (the “Committee”) in this Chapter 11 Case pursuant to section 1102 of the Bankruptcy Code.

The Debtor is a corporation sole organized under the laws of the State of California. The Debtor conducts its civil affairs under the laws of the State of California and the United States of America and in accordance with the Code of Canon Law, the ecclesiastical law of the Roman Catholic Church. Additional information regarding the Debtor, its mission, ministries, and operations, and the events and circumstances preceding the Petition Date, is set forth in the *Declaration of Charles Moore, Managing Director of Alvarez & Marsal North America, LLC, Proposed Restructuring Advisor to the Roman Catholic Bishop of Oakland, in Support of Chapter 11 Petition and First Day Pleadings* [Docket No. 19] (the “First Day Declaration”), which is incorporated herein by reference.

Information regarding progress and major developments in the Bankruptcy Case can be found in the Debtor’s *Status Conference Statement for Bankruptcy Case* filed on October 10, 2024 [Docket No. 1373], as well as the Debtor’s previous status conference statements [Docket Nos. 192, 320, 458, 520, 760, and 843], each of which is incorporated herein by reference.

B. The Plan and Disclosure Statement

On November 8, 2024, contemporaneously with the filing of this Motion, the Debtor filed the Plan and Disclosure Statement. The Plan classifies claims into eight classes (each, a “Class”). In accordance with section 1123(a)(1) of the Bankruptcy Code, Administrative Claims and Priority Tax Claims are not classified. Each Class and its respective impairment status and voting rights are as follows:

Class	Class Description	Status	Voting Rights
Class 1	RCC Secured Claim	Unimpaired	Non-voting Conclusively presumed to accept
Class 2	Priority Unsecured Claims, other than non-classified claims set forth in Article III of the Plan	Unimpaired	Non-voting Conclusively presumed to accept
Class 3	General Unsecured Claims	Impaired	Eligible to vote
Class 4	Abuse Claims	Impaired	Eligible to vote
Class 5	Unknown Abuse Claims	Impaired	Eligible to vote via the Unknown Abuse Claims Representative
Class 6	Non-Abuse Litigation Claims	Impaired	Eligible to vote
Class 7A	Contribution and Indemnification Claims Related to Class 4 Claims	No recovery	Non-voting Deemed to reject
Class 7B	Contribution and Indemnification Claims Related to Class 5 Claims	No recovery	Non-voting Deemed to reject
Class 8	Oakland Parochial Fund Claims	Impaired	Eligible to vote

IV.

RELIEF REQUESTED

By this Motion, the Debtor seeks entry of the proposed Disclosure Statement Order, in substantially the form attached hereto as **Exhibit 1**, pursuant to sections 105, 502, 1125, 1126, and 1128 of the Bankruptcy Code and Bankruptcy Rules 2002, 3003, 3017, 3018, 3020, 9013, 9014, and 9021: approving the Disclosure Statement as containing adequate information pursuant to Section 1125 of the Bankruptcy Code; scheduling a date for a hearing to consider confirmation of the Plan (the “Confirmation Hearing”); approving the forms of Ballots (as defined herein) attached hereto as **Exhibits 2-6**; approving the form of opt-out from non-debtor third-party releases attached hereto as **Exhibit 7**; establishing the Voting Deadline (as defined herein) by which Holders of Claims against the Debtor may accept or reject the Plan; approving the form, manner, and scope of notice of the Confirmation Hearing, including the form of notice attached hereto as **Exhibit 8**; approving the form, manner, and scope of notice to Holders of Unimpaired and Impaired nonvoting Claims under the Plan, including the form of notice attached hereto

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as **Exhibit 9**; approving the Debtor's Solicitation Procedures and Opt-Out Release Procedures; establishing dates and deadlines in connection with the foregoing; and, providing other relief incidental to the foregoing as set forth in the proposed Disclosure Statement Order.

The Debtor proposes the following dates, subject to modification as necessary, and to the Court's availability:

Key Event	Proposed Date
Disclosure Statement Hearing	December 18, 2024
Voting Record Date	The date on which the Court enters the Disclosure Statement Order
Solicitation Mailing Date	December 23, 2024, or the date that is five (5) business days after the court enters the Disclosure Statement Order, whichever is later.
Voting Deadline	No later than 5:00 p.m. on the date that is fourteen (14) days prior to the Confirmation Hearing (February 25, 2025)
Release Opt-Out Deadline	No later than 5:00 p.m. on the date that is fourteen (14) days prior to the Confirmation Hearing (February 25, 2025)
Confirmation Objection Deadline	No later than 5:00 p.m. on the date that is fourteen (14) days prior to the Confirmation Hearing (February 25, 2025)
Deadline for Debtor to Reply to Confirmation Objections	No later than five (5) days prior to the Confirmation Hearing (March 6, 2025)
Confirmation Hearing	March 11, 2025, or as soon thereafter as convenient for the Court.

V.

BASIS FOR APPROVAL OF DISCLOSURE STATEMENT

A. The Disclosure Statement Contains Adequate Information and Should Be Approved

Pursuant to section 1125 of the Bankruptcy Code, a disclosure statement must provide holders of impaired Claims with “adequate information” regarding a proposed chapter 11 plan. Section 1125(a)(1) of the Bankruptcy Code provides:

“[A]dequate information” means information of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records, including a discussion of the potential material Federal tax consequences of the plan to the debtor, any successor to the debtor, and a hypothetical investor typical of the holders of claims or interests in the case, that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan....

11 U.S.C. § 1125(a)(1).

The primary purpose of a disclosure statement is to provide all material information that creditors and interest holders affected by a proposed plan need to make an informed decision regarding whether or not to accept or reject the plan. *See, e.g., In re Cal. Fidelity, Inc.*, 198 B.R. 567, 571 (B.A.P. 9th Cir. 1996) (“At a minimum, § 1125(b) seeks to guarantee that a creditor receives adequate information about the plan before the creditor is asked for a vote.”); A disclosure statement, as a whole, must provide information that is “reasonably practicable” to permit an “informed judgment” by creditors and interests holders about whether to vote to accept or reject a plan of reorganization. *See In re Momentum Mfg. Corp.*, 25 F.3d 1132, 1136 (2d Cir. 1994); *see also Abel v. Shugrue (In re Ionosphere Clubs, Inc.)*, 179 B.R. 24, 29 (S.D.N.Y. 1995).

The Bankruptcy Court has wide discretion in determining the adequacy of the information contained in a disclosure statement. *See Comput. Task Grp., Inc. v. Brotby (In re Brotby)*, 303 B.R. 177, 193 (B.A.P. 9th Cir. 2003) (“[T]he determination of what is adequate information . . . is largely within the discretion of the bankruptcy court.” quoting *In re Texas Extrusion Corp.*, 844 F.2d 1142, 1157 (5th Cir. 1988)); *Kirk v. Texaco, Inc.*, 82 B.R. 678, 682 (S.D.N.Y. 1988) (“[t]he legislative history could hardly be more clear in granting broad discretion to bankruptcy judges under § 1125(a): ‘Precisely what constitutes adequate information in any particular instance will develop on a case-by-case basis. Courts will take a

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practical approach as to what is necessary under the circumstances of each case”) (quoting H.R. REP. No. 595, at 408-09 (1977)).

In determining whether a disclosure statement contains adequate information as required by section 1125 of the Bankruptcy Code, courts typically examine whether information relating to a variety of topics, if applicable, is provided within a disclosure statement. *See In re U.S. Brass*, 194 B.R. 420, 424-25 (Bankr. E.D. Tex. 1996); *see also In re Metrocraft Pub. Serv., Inc.*, 39 B.R. 567, 568 (Bankr. N.D. Ga. 1984) (listing the factors courts have considered in determining the adequacy of information provided in a disclosure statement); *In re Diversified Investors Fund XVII*, 91 B.R. 559, 561 (Bankr. C.D. Cal. 1988). Disclosure regarding all topics is not necessary in every case. *In re U.S. Brass*, 194 B.R. 420, 425 (Bankr. E.D. Tex. 1996); *see also In re Phoenix Petroleum Co.*, 278 B.R. at 393 (cautioning that “no one list of categories will apply in every case”).

The Disclosure Statement filed by the Debtor provides adequate information, as required by section 1125, to allow holders of claims in voting classes to make an informed decision about whether to accept or reject the Plan. The Disclosure Statement provides information in a number of areas identified by courts, including but not limited to:

- a) a description of the Debtor’s not-for-profit religious organization, including revenue, assets and its need for reorganization (Article IV.);
- b) key events leading to the commencement of the Chapter 11 Case, including a description of the Abuse Claims asserted against the Debtor (Article V.A.);
- c) significant events that occurred during the Chapter 11 Case (Article V.B.-V.I.);
- d) a summary of the key provisions of the Plan, including a description of the release, injunction, and exculpation provisions contained in the Plan (Article I.-II., VI.-XIV.);
- e) an overview of the Survivors’ Trust (Article VII.);
- f) a liquidation analysis (Article, Art. XVII.F., Ex. B);
- g) a summary of solicitation and voting procedures, including the procedures required for Claimants to opt-out of the Third-Party Releases (Article II.B.);
- h) risk factors to be considered regarding confirmation of the Plan (Article XVIII.);
- i) a description of confirmation procedures, requirements for confirmation of the Plan, and alternatives to confirmation and consummation of the Plan (Article XVII.);

- 1 j) projected financial performance of the Reorganized Debtor, assuming confirmation of
2 the Plan (Article XVII.G., Ex. C.); and
3 k) tax consequences of the Plan (Article XV.).

4 In light of the forgoing, the Debtor respectfully submits that the Disclosure Statement contains
5 sufficient information for Holders of Claims entitled to vote on the Plan to make an informed judgment
6 regarding whether to accept or reject the Plan. Accordingly, the Disclosure Statement contains adequate
7 information within the meaning of section 1125 of the Bankruptcy Code and should be approved for
8 solicitation of votes to accept or reject the Plan.

9 **B. The Disclosure Statement Provides Sufficient Notice of Exculpation, Injunction,**
10 **Release, and Related Provisions in the Plan**

11 Bankruptcy Rule 3016(c) requires that, if a plan provides for an injunction against conduct not
12 otherwise specifically enjoined under the Bankruptcy Code, the plan and disclosure statement must
13 describe, in specific and conspicuous language, the acts to be enjoined and the entities subject to the
14 injunction.

15 Article XIII of the Plan describes in detail the injunctions provided for in the Plan, including the
16 persons subject to an injunction and the acts that they are enjoined from pursuing, as well as the releases
17 and exculpation clauses provided in the Plan. Further, the language in Sections 13.6 and 13.8 through
18 13.10 of the Plan regarding exculpation and release, and Section 13.12 regarding the related channeling
19 injunction, is bolded, making it conspicuous to the reader. Article XIII of the Disclosure Statement
20 describes these provisions in conspicuous, bolded language and in specific detail. Accordingly, the
21 Disclosure Statement complies with Bankruptcy Rule 3016(c).

22 **VI.**

23 **PROCEDURES FOR NOTICE, SOLICITATION, AND PLAN CONFIRMATION HEARING**

24 In connection with solicitation of votes on confirmation of its Plan, the Debtor proposes to
25 implement the noticing and solicitation procedures summarized below. The Debtor has retained Kurtzman
26 Carson Consultants, LLC dba Verita Global ("Verita") as its claims, noticing, and solicitation agent and
27 also as its administrative advisor under section 327(a) of the Bankruptcy Code to, among other things,
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1 implement the solicitation and balloting procedures, including serving the Solicitation Package and Notice
2 of Non-Voting Status; monitor the solicitation process; serve as the tabulator of Ballots; and certify to the
3 Court the results of the solicitation process and tabulation of votes on the plan.

4 **A. The Confirmation Hearing and Notice**

5 *1. The Confirmation Hearing*

6 Bankruptcy Rule 3017(c) provides:

7 On or before approval of the disclosure statement, the court shall fix a time
8 within which the holders of claims and interests may accept or reject the
plan and may fix a date for the hearing on confirmation.

9 Fed. R. Bankr. P. 3017(c).

10 In light of the proposed Solicitation Procedures described herein, and in accordance with
11 Bankruptcy Rules 2002(b) and (d) and 3017(c), the Debtor requests that the Confirmation Hearing be
12 scheduled to commence on March 11, 2025, or the earliest date thereafter when the Court may be
13 available. The Debtor also requests the Disclosure Statement Order provide (i) the Confirmation Hearing
14 may be continued from time to time by the Court or the Debtor without further notice except for
15 adjournments announced in open court or filed on the Court's docket, and (ii) the Plan may be modified
16 pursuant to Section 1127 of the Bankruptcy Code before, during, or as a result of the Confirmation
17 Hearing, in each case without further notice to parties in interest.

18 *2. Objections to Confirmation of Plan*

19 Pursuant to Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and
20 served "within a time fixed by the court." Fed. R. Bank. P. 3020(b)(1). Parties in interest are entitled to
21 twenty-eight days' notice of such time fixed by the Court. Fed. R. Bankr. R. 2002(b). The Debtor requests
22 the Court direct that objections to confirmation of the Plan or proposed modifications to the Plan, if any,
23 must (i) be in writing, (ii) state the name and address of the objecting party and the amount and nature of
24 the Claim or interest of such party, (iii) state with particularity the basis and nature of any objection or
25 proposed modification to the Plan, and (iv) be filed, together with proof of service, with the Court and
26 served so as to be actually received by no later than fourteen (14) days prior to the Confirmation Hearing
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(the “Confirmation Objection Deadline”), and that the Debtor may file responses to any objections to confirmation of the Plan by no later than five (5) days prior to the Confirmation Hearing.

The proposed timing for the Confirmation Hearing, as well as for notices and objections, is in compliance with the Bankruptcy Code, the Bankruptcy Rules, and the Local Bankruptcy Rules and will enable the Debtor to pursue confirmation of the Plan expeditiously while at the same time allowing creditors ample time to assess the Plan and return their Ballots.

3. Form of Notice of Confirmation Hearing

Bankruptcy Rules 2002(b) and (d) require not less than twenty-eight days’ notice to all creditors and equity security holders of the time fixed for filing objections and the hearing to consider confirmation of a chapter 11 plan. In accordance with these Rules, the Debtor proposes to file and serve a confirmation hearing notice in substantially the form attached as **Exhibit 8** hereto (the “Confirmation Hearing Notice”), setting forth, among other things, (i) the date of approval of the Disclosure Statement, (ii) the Voting Record Date (as defined herein), (iii) the Voting Deadline (as defined herein), (iv) the deadline for and means of opting out of consensual non-debtor third-party releases provided under the Plan; (v) the Confirmation Objection Deadline, and (v) the time, date, and place for the Confirmation Hearing.

B. Form of Ballot and Notices to Non-Voting Classes

1. Form of Ballots

Bankruptcy Rule 3017(d) requires the Debtor to mail a form of ballot, which substantially conforms to Official Form No. 314, to “creditors and equity security holders entitled to vote on the plan.” Fed. R. Bankr. P. 3017(d). The Debtor proposes to distribute to the holders of Claims in Class 3 (General Unsecured Claims) a Ballot in substantially the form attached hereto as **Exhibit 2**, to the holders of Claims in Class 4 (Abuse Claims) a Ballot in substantially the form attached hereto as **Exhibit 3**, to the Unknown Abuse Claims Representative (as defined below) on behalf of the holders of Claims in Class 5 (Unknown Abuse Claims) a Ballot in substantially the form attached hereto as **Exhibit 4**, to the holders of Claims in Class 6 (Non-Abuse Litigation Claims) a Ballot in substantially the form attached hereto as **Exhibit 5**, and to the holder of Claim in Class 8 (OPF Claim) a Ballot in substantially the form attached hereto as **Exhibit 6**. The forms of the Ballots are based upon Official Form No. 314, and modified to address the

particular aspects of this Chapter 11 Case and to include certain additional information that the Debtor believes to be relevant and appropriate for the holders of Claims in the Voting Classes (as defined below) to determine whether to accept or reject the Plan.

The Debtor respectfully submits that in light of the facts and circumstances of this Chapter 11 Case, the proposed form of Ballots for the Class 3, Class 4, Class 5, Class 6, and Class 8 Claims are appropriate and should be approved.

C. Solicitation Packages and Notice of Non-Voting Status

1. Solicitation Packages

Bankruptcy Rule 3017(d) sets forth the materials that must be provided to holders of claims and equity interests for the purpose of soliciting their votes and providing adequate notice of the hearing on confirmation of a plan:

Upon approval of a disclosure statement, – except to the extent that the court orders otherwise with respect to one or more unimpaired classes of creditors or equity security holders – the debtor in possession, trustee, proponent of the plan, or clerk as the court orders, shall mail to all creditors and equity security holders, and in a chapter 11 reorganization case shall transmit to the United States trustee,

- 1) the plan or a court-approved summary of the plan;
- 2) the disclosure statement approved by the court;
- 3) notice of the time within which acceptances and rejections of such plan may be filed; and
- 4) any other information as the court may direct, including any court opinion approving the disclosure statement or a court approved summary of the opinion

In addition, notice of the time fixed for filing objections and the hearing on confirmation shall be mailed to all creditors and equity security holders in accordance with Rule 2002(b), and a form of ballot conforming to the appropriate Official Form shall be mailed to creditors and equity security holders entitled to vote on the plan....

Fed. R. Bankr. P. 3017(d).

No later than the later of (i) December 23, 2024, or (ii) the date that is five (5) business days after the Court enters the Disclosure Statement Order (the “Solicitation Mailing Date”), the Debtor proposes to serve (pursuant to the distribution procedures set forth below) solicitation packages (the “Solicitation”

1 Packages”) upon all holders of Claims in Class 3, Class 4, Class 5, Class 6, and Class 8 (the “Voting
2 Classes”). Solicitation Packages distributed to creditors holding Claims in the Voting Classes will contain
3 a copy of: (i) the Confirmation Hearing Notice; (ii) the entered Disclosure Statement Order; (iii) the
4 appropriate Ballot to accept or reject the Plan, with detailed voting instructions and a pre-addressed, postage
5 prepaid return envelope; (iv) the Opt-Out Release Form (as defined below), to the extent provided for in
6 the Opt-Out Release Procedures; (v) the Disclosure Statement and Plan; and (v) such other material as the
7 Court may direct.

8 A Solicitation Package will be served upon every non-contingent, liquidated and non-disputed
9 general unsecured creditor appearing on the Debtor’s Schedule F (as amended, *see* Docket No. No. 161 at
10 pp. 40-157) and upon all unsecured creditors that filed proofs of claim prior to the applicable Bar Date (or
11 whose claims were deemed timely by order of this court) and whose claims are not the subject of a pending
12 claim objection as of the Voting Record Date (as defined below). Notwithstanding the foregoing, all
13 persons who filed a proof of claim asserting an Abuse Claim shall receive a Solicitation Package containing
14 a Ballot for voting on the Plan, regardless of the contingent, unliquidated, and disputed nature of such
15 claim, and notwithstanding any pending objections to their Claims.²

16 Verita will transmit the Solicitation Package to the known holders of Claims in the Voting Classes,
17 other than Class 4 or Class 5, based upon names and addresses in the proofs of claim filed by the claimants,
18 or the Debtor’s schedules if no proof of claim was filed by the Voting Record Date.

19 All Solicitation Packages for holders of Abuse Claims shall be served via the noticing address
20 included on their proof of claim, if any, based on the information reflected on Verita’s claims register as of
21 the Voting Record Date. For the avoidance of doubt, if such noticing address is the address of the attorney
22 for the holder of the Abuse Claim, the holder of the Abuse Claim will be served Solicitation Packages
23 through such attorney unless they have notified the Debtor or Verita that the attorney’s representation has
24 terminated. To avoid duplication and reduce expenses, the Debtor proposes to serve attorneys who
25

26 ² For the avoidance of doubt, Persons appearing on the Debtor’s Schedule F as having contingent,
27 unliquidated or disputed Abuse Claims, and who did not file a proof of claim in accordance with the Bar
28 Date Order shall not receive a Solicitation Package or Ballot unless they submit a request for such materials
in writing to the Debtor’s counsel.

1 represent more than one holder of a Class 4 Abuse Claim with only one copy of the Solicitation Package
2 (except that the Debtor will provide separate Ballots for each holder of a Class 4 Claim as set forth herein).
3 Holders of Abuse Claims not represented by counsel, or who have notified the Debtor or Verita that the
4 representation has terminated, will be provided notice on record as set forth above.

5 Because Class 5 consists of Abuse Claims of unknown claimants, the Debtor will file a motion
6 seeking appointment of a representative to act on behalf of the holders of such Claims (the “Unknown
7 Abuse Claims Representative”). The Debtor proposes to provide the Unknown Abuse Claims
8 Representative with a single Class 5 Ballot for purposes of voting to accept or reject the Plan in their
9 capacity as representative for all holders of Class 5 Claims.

10 To avoid duplication and reduce expenses, the Debtor proposes that creditors who have more than
11 one Claim receive only one Solicitation Package and one Ballot for each Voting Class to which they
12 belong. These materials and this manner of service satisfy the requirements of Bankruptcy Rule 3017(d).

13 2. Notices of Non-Voting Status

14 Holders of Claims in Class 1 (the RCC Secured Claim) and Class 2 (Priority Unsecured Claims)
15 are unimpaired under the Plan and, pursuant to section 1126(f) of the Bankruptcy Code, are conclusively
16 presumed to have accepted the Plan and are not entitled to vote on the Plan. Holders of Claims in Class
17 7A (Contribution and Indemnification Claims Related to Class 4 Claims), and Class 7B (Contribution and
18 Indemnification Claims Related to Class 4 Claims) are impaired and shall not receive or retain any
19 property on account of such Claims under the Plan, and therefore pursuant to section 1126(g) of the
20 Bankruptcy Code, are deemed to have rejected the Plan and are not entitled to vote on the Plan.

21 Bankruptcy Rule 3017(d) allows for limitation of materials to be provided to creditors in non-
22 voting classes, providing, in relevant part, as follows:

23 If the court orders that the disclosure statement and the plan or a summary
24 of the plan shall not be mailed to any unimpaired class, notice that the class
25 is designated in the plan as unimpaired and notice of the name and address
26 of the person from whom the plan or summary of the plan and disclosure
27 statement may be obtained upon request and at the plan proponent’s
28 expense, shall be mailed to members of the unimpaired class together with
the notice of the time fixed for filing objections to and the hearing on
confirmation.

Fed. R. Bankr. P. 3017(d).

Consistent with Rule 3017(d), the Debtor will serve holders of Claims in Classes 1, 2, 7A, and 7B (the “Non-Voting Classes”) with (i) the Confirmation Hearing Notice, and (ii) a notice of non-voting status (a “Notice of Non-Voting Status”) not later than the Solicitation Mailing Date. A proposed form of Notice of Non-Voting Status is attached hereto as **Exhibit 9**.

The Debtor further requests the Court to determine that the Debtor is not required to distribute copies of the Plan, Disclosure Statement, or Disclosure Statement Order to any holder of a Claim in a Non-Voting Class, or any holder of an unclassified Claim, unless such party makes a request for copies of such documents by (a) calling the Debtor’s toll-free restructuring hotline at (888)-733-1425 (U.S./Canada) or (310)-751-2631 (International), or (b) e-mailing RCBOInfo@veritaglobal.com.

The form of Notice of Non-Voting Status, together with the Confirmation Hearing Notice, satisfies the requirements of the Bankruptcy Code and the Bankruptcy Rules. The Debtor requests the Court to approve these forms of notice.

3. Notice to Other Parties

In addition to the holders of Claims set forth above, the Debtor will distribute a copies of (i) the Confirmation Hearing Notice, the Disclosure Statement Order, and the Disclosure Statement and Plan to (a) the U.S. Trustee; (b) counsel for the Committee; (c) the United States Attorney for the Northern District of California, and (d) all other persons that have filed notices of appearances and requests for documents in the Chapter 11 Case, to the extent such persons are not separately receiving a Solicitation Package or Notice of Non-Voting Status. The Debtor will also distribute copies of the Confirmation Hearing Notice to any other persons listed on the master mailing matrix maintained for the Chapter 11 Case, to the extent such persons are not separately receiving a Solicitation Package or Notice of Non-Voting Status.

Any holder of a Claim against the Debtor, or any other party-in-interest, may obtain free of charge, an electronic or paper copy of the documents otherwise provided by (a) calling the Debtor’s toll-free restructuring hotline at (888)-733-1425 (U.S./Canada) or (310)-751-2631 (International), or (b) e-mailing RCBOInfo@veritaglobal.com.

1 4. Other Notice and Solicitation Procedures

2 The Debtor requests that Verita be permitted to distribute Ballots, the Notice of Non-Voting Status,
3 and the Confirmation Hearing Notice in paper format, and because the Plan and Disclosure Statement may
4 be cumbersome and costly to print and mail, retain the ability to distribute the remainder of the Solicitation
5 Package via USB flash drive, at its discretion, if Verita determines doing so will translate into monetary
6 savings for the Debtor's estate and/or reduce production time.

7 Any holder of a Claim against the Debtor, or any other party-in-interest, may obtain free of charge,
8 an electronic or paper copy of the documents otherwise provided by (a) calling the Debtor's toll-free
9 restructuring hotline at (888)-733-1425 (U.S./Canada) or (310)-751-2631 (International), or (b) e-mailing
10 RCBOInfo@veritaglobal.com.

11 The Debtor has made, and will make, every effort to ensure the Solicitation Packages and other
12 notices described herein are in final form. However, the Debtor requests authorization to make non-
13 substantive changes to the Disclosure Statement, the Plan, and related documents without further order of
14 the Court, including ministerial changes to correct typographical and grammatical errors, and to make
15 conforming changes among the Disclosure Statement, the Plan, and any other materials in the Solicitation
16 Packages, before mailing.

17 These proposed notice and service procedures will provide adequate notice to parties in interest
18 while appropriately balancing the need for proper notice with the need for efficiency and to minimize the
19 costs and burdens on the Debtor's estate in connection with providing such notice.

20 Accordingly, good cause exists for implementing the proposed notice and service procedures.

21 **D. Procedures for Tabulation of Votes**

22 1. Voting Record Date

23 For the purpose of soliciting votes in connection with the confirmation of a plan, "creditors and
24 equity security holders shall include holders of stocks, bonds, debentures, notes, and other securities of
25 record on the date the order approving the disclosure statement is entered or another date fixed by the
26 court, for cause, after notice and a hearing." Fed. R. Bankr. P. 3017(d). Bankruptcy Rule 3018(a) contains
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1 a similar provision regarding determination of the record date for voting purposes in a Chapter 11
2 reorganization case.

3 The Debtor proposes this Court deem the date on which the Disclosure Statement Order is entered
4 as the record date (the “Voting Record Date”) for purposes of determining (a) upon whom service must
5 be made following approval of the Disclosure Statement pursuant to Rule 3017(d), and (b) which holders
6 of Claims are entitled to vote on the Plan pursuant to Rule 3018(a).

7 The Debtor further proposes that holders of Claims in the Voting Classes, as of the Voting Record
8 Date, and as determined by the Debtor’s books and records and the claims register maintained by Verita
9 as the Debtor’s claims agent, shall be holders of record, and as such, shall be entitled to vote on the Plan,
10 and that holders of all other Claims against the Debtor shall only be entitled to receive the Confirmation
11 Hearing Notice and Notice of Non-Voting Status. The Voting Record Date shall have no effect regarding
12 any creditor’s right to, or the amount of, any distribution under the Plan.

13 2. Establishing Voting Deadline for Receipt of Ballots, and Means of Submission of
14 Ballots

15 On or before approval of a disclosure statement, the Court shall fix a time within which the holders
16 of claims may accept or reject a plan. Fed. R. Bankr. P. 3017(c). The Debtor anticipates the distribution
17 of the Solicitation Packages will be completed by the Solicitation Mailing Date. Based on this schedule,
18 the Debtor proposes that, to be counted as a vote to accept or reject the Plan, each Ballot must be properly
19 executed, completed, and delivered to Verita: (a) by first-class mail (whether in the return envelope
20 provided with each Ballot or otherwise); (b) by overnight courier; (c) by hand delivery; or (d) via Verita’s
21 E-Balloting Portal (described below) so that it is actually received by Verita no later than 5:00 p.m. (pacific
22 time) on the date that is fourteen (14) days prior to the date set for the Confirmation Hearing (the “Voting
23 Deadline”). The Debtor further proposes it should be authorized to retain the right to extend the Voting
24 Deadline in its discretion as to any individual Claim or Claims as to all Claims.

25 In addition to accepting hard copy Ballots via first class mail, overnight courier, and hand delivery,
26 the Debtor requests authorization to accept Ballots via electronic, online transmission, through a
27 customized online balloting portal (the “E-Balloting Portal”) on the website Verita maintains for the
28

Chapter 11 Case. Any parties entitled to vote on the Plan may cast an electronic Ballot which allows the claimant to electronically sign and submit a Ballot instantly by using the E-Balloting Portal. Instructions for electronic, online transmission of Ballots are set forth on the form of Ballot and will also be posted on the Bankruptcy Case website maintained by Verita. The encrypted ballot data and audit trail created by such electronic submission shall become part of the record of any Ballot submitted in this manner and the creditor's electronic signature will be deemed to be immediately legally valid and effective. Any Ballot submitted by facsimile transmission, email, or other electronic means, other than through the E-Ballot Portal will not be counted.

The proposed solicitation period provides a sufficient period within which creditors can make an informed decision whether to accept or reject the Plan. The Debtor therefore respectfully requests the Court approve the Voting Deadline and the proposed means for submission of Ballots as set forth herein.

3. Procedures for Determination of Voting Amounts for Each Claim

Section 1126(c) of the Bankruptcy Code provides:

A class of claims has accepted a plan if such plan has been accepted by creditors, other than any entity designated under subsection (e) of this section, that hold at least two-thirds in amount and more than one-half in number of the allowed claims of such class held by creditors, other than any entity designated under subsection (e) of this section, that have accepted or rejected such plan.

11 U.S.C. § 1126(c). To determine the voting amount of a claim, "the court after notice and hearing may temporarily allow the claim or interest in an amount which the court deems proper for the purpose of accepting or rejecting a plan." Fed. R. Bankr. P. 3018(a).

Solely for purposes of voting to accept or reject the Plan and not for the purpose of the allowance of, or distribution on account of, any Claim, and without prejudice to the rights of any party in interest in any other context, the Debtor proposes that each holder of a Class 3, Class 6 or Class 8 Claim entitled to vote on the Plan be entitled to vote the amount of such claim as provided: (a) in a timely filed proof of claim or, if no proof of claim was filed, the amount of such Claim as provided in, the Debtor's Schedules of Assets and Liabilities (as amended, the "Schedules"), or (b) an agreement with the Debtor fixing the

1 allowed amount of such claim for voting purposes. However, the foregoing general procedure will be
2 subject to the following exceptions and specific procedures:

- 3 a) if a Claim is deemed Allowed under the Plan, such Claim is Allowed for voting purposes in the
4 deemed Allowed amount set forth in the Plan;
- 5 b) if a Claim for which a proof of claim has been timely filed is contingent, unliquidated, or
6 disputed, and such Claim has not been Allowed, such Claim will be temporarily Allowed, for
7 voting purposes only, in the non-contingent and fully liquidated amount listed on the proof of
8 claim (disregarding any unliquidated or contingent amounts). If such filed proof of claim does
9 not clearly and expressly state a non-contingent and liquidated amount, then a vote on account
10 of such Claim shall be counted as \$1, unless such Claim is objected to as set forth in paragraph
11 (f) below;
- 12 c) if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court,
13 such Claim is temporarily allowed in the amount so estimated or allowed by the Court for voting
14 purposes only, and not for purposes of allowance or distribution;
- 15 d) if a Claim is listed in the Schedules as contingent, unliquidated, or disputed in its entirety and a
16 proof of claim was not (i) filed by the applicable bar date for the filing of proofs of claims
17 established by the Court or (ii) deemed timely filed by an order of the Court prior to the Voting
18 Deadline, such Claim shall be disallowed for voting purposes;
- 19 e) if a party has served an objection or request for estimation as to a Claim at least ten (10) days
20 before the Voting Deadline, such Claim is temporarily disallowed for voting purposes only and
21 not for purposes of allowance or distribution, except as ordered by the Court before the Voting
22 Deadline;
- 23 f) proofs of claim filed for \$0.00 or which do not specify a claim amount are not entitled to vote,
24 except as to Claims in Class 4 or Class 5, which are treated as set forth below;
- 25 g) for purposes of voting, classification and treatment, under the Plan, each person that holds or
26 has filed more than one Claim shall be treated as if such person has only one Claim in each
27 applicable Class in the amount of the total of the aggregated Claims of such entity in such Class;
- 28 h) any person that filed or purchased duplicate Claims in the same Class shall be provided with
only one Solicitation Package and one Ballot for voting a single Claim in such Class, regardless
of whether the Debtor has objected to such duplicate Claims; and
- i) if a proof of claim has been amended by a later proof of claim that is filed on or before the Voting
Record Date, the later filed amending Claim shall be entitled to vote in a manner consistent with
these tabulation rules, and the earlier filed Claim shall be disallowed for voting purposes,
regardless of whether the Debtor has objected to such amended Claim. Except as otherwise
ordered by the Court, any amendments to a proof of claim after the Voting Record Date shall not
be considered for purposes of these tabulation rules.

1 Solely for purposes of voting to accept or reject the Plan and not for the purpose of the allowance
2 of, or distribution on account of, any Claim, and without prejudice to the rights of any party in interest in
3 any other context, the Debtor proposes that each holder of a Class 4 Abuse Claim who has filed a proof
4 of claim shall have their Claim temporarily allowed in the Amount of \$1.00, notwithstanding the
5 contingent, unliquidated, and disputed nature of such Claim, or any objections that may be pending with
6 respect to such Claim. However, the foregoing general procedure will be subject to the following
7 exceptions and specific procedures:

- 8 a) for purposes of voting, classification and treatment, under the Plan, each holder of a Class 4
9 Claim that holds or has filed more than one Claim shall be treated as if they have one Class 4
10 Claim;
- 11 b) any holder of a Class 4 Claim who filed duplicate Class 4 Claims shall be provided one
12 Solicitation Package and one Ballot for voting a single Class 4 Claim, regardless of whether any
13 party in interest has objected to such duplicate Claims; and
- 14 c) any Person scheduled as having a contingent, unliquidated or disputed Class 4 Claim who has
15 not filed a proof of claim shall have their claim disallowed for voting purposes unless they file
16 a Rule 3018 Motion (defined below), in accordance with the procedures below.

17 Likewise, the Debtor proposes that the Unknown Abuse Claims Representative shall be entitled to
18 vote a single Class 5 Claim, which shall be Allowed for voting purposes only in the amount of \$1.00.

19 In light of the unliquidated nature of the Abuse Claims, the Debtor submits that allowing each
20 claim, for voting purposes only, in the amount of \$1.00 allows a straightforward and fair way to tabulate
21 votes, in light of the unliquidated nature of the claims. To be clear, valuing Abuse Claims at \$1.00 each
22 for voting purposes shall not, and is not intended to, indicate or be relevant to the actual value of any
23 Abuse Claim.

24 4. Tabulation Procedures

25 The Debtor proposes that the following procedures shall apply for tabulating votes:

- 26 a) Verita shall date-stamp all Ballots when received, with any Ballots received on the Voting
27 Deadline date *and* time-stamped;
- 28 b) any Ballot that is otherwise properly completed, executed, and timely returned but does not
indicate an acceptance or rejection of the Plan, or that indicates both an acceptance and rejection
of the Plan, will not be counted as a vote for or against the Plan;

- 1
- 2 c) if a Creditor casts more than one Ballot voting the same Claim before the Voting Deadline, the
- 3 last-dated, validly executed Ballot received before the Voting Deadline shall be deemed to
- 4 reflect the voter's intent and thus to supersede any prior Ballots;
- 5
- 6 d) Creditors must vote all of their Claims within a particular Class to either accept or reject the
- 7 Plan, and may not split their votes within the Voting Class and thus a Ballot (or group of Ballots)
- 8 within the Voting Class that partially accepts and partially rejects the Plan shall be deemed to
- 9 have voted to accept the Plan;
- 10
- 11 e) notwithstanding anything contained herein to the contrary, the Debtor, in its discretion, may
- 12 waive any defects in a Ballot, or enter into a stipulation to settle or resolve any dispute in relation
- 13 thereto, with a holder of a Claim that has completed a Ballot;
- 14
- 15 f) notwithstanding anything contained herein to the contrary, Verita, with the Debtor's consent,
- 16 may contact entities entitled to vote to cure any defects in their Ballots; provided, however, that
- 17 Verita shall contact counsel of record to any such Class 4 Claimant represented by counsel; and
- 18
- 19 g) except as otherwise provided in this Motion, for purposes of determining whether the numerosity
- 20 and Claim amount requirements of Sections 1126(c) and 1126(d) of the Bankruptcy Code have
- 21 been satisfied, Verita will tabulate only those Ballots received on or before the Voting Deadline.

22 The Debtor further proposes that the following Ballots will not be counted or considered in

23 determining whether the Plan has been accepted or rejected: (i) any Ballot received after the Voting

24 Deadline unless the Debtor, in writing, grants an extension of the Voting Deadline with respect to such

25 Ballot; (ii) any Ballot that is illegible or contains insufficient information to permit the identification of

26 the voter; (iii) any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to

27 vote to accept or reject the Plan; (iv) any unsigned Ballot; and (v) any Ballot submitted by email, facsimile,

28 or any other means of electronic submission other than utilization of the E-Ballot Portal, unless the Debtor

specifically consents in writing to receipt of such Ballot (or a group or category of Ballots) by such means.

If any Creditor seeks to challenge the allowance or disallowance of its Claim for voting purposes in accordance with the above procedures, the Debtor requests that the Court direct such Creditor to serve a motion for an order pursuant to Bankruptcy Rule 3018(a) (a "Rule 3018 Motion") temporarily allowing such Claim for purposes of voting to accept or reject the Plan on or before the 10th day after the later of (i) service of the Confirmation Hearing Notice, and (ii) service of notice of an objection or request for estimation, if any, as to such Claim.

1 The Debtor further proposes, in accordance with Bankruptcy Rule 3018, that the Court require any
2 Rule 3018 Motion: (i) be made in writing, (ii) comply with the Bankruptcy Code, the Bankruptcy Rules,
3 and the Local Rules, (iii) set forth the name of the party asserting the Rule 3018 Motion, and (iv) state with
4 particularity the legal and factual bases for the Rule 3018 Motion. In the event a Rule 3018 Motion is filed,
5 the Debtor proposes to provide such creditor with a provisional Ballot, to be counted only in accordance
6 with the terms of any order adjudicating such 3018 Motion entered by the Court prior to the Voting
7 Deadline.

8 5. Tabulation Certification

9 Upon the expiration of the Voting Deadline, Verita will certify in writing (the “Tabulation
10 Certification”) the amount and number (as applicable) of Allowed Claims in the Voting Classes that voted
11 to accept or reject the Plan. The Debtor will file the Tabulation Certification and copies of all voting
12 ballots as promptly as practicable in advance of the Confirmation Hearing, and not later than three (3)
13 days prior to the Confirmation Hearing pursuant to Local Bankruptcy Rule 3020-1(a).

14 E. Procedures for Confirming Consent to Third-Party Releases

15 The Plan contains certain releases of third parties, including Contributing Non-Debtor Catholic
16 Entities (as defined in the Disclosure Statement and Plan) by holders of Abuse Claims (collectively, the
17 “Third-Party Releases”). As part of the Third-Party Release provisions, the Plan provides that Released
18 Claims are subject to the Plan’s channeling injunction, which permanently channels released claims to a
19 Survivors’ Trust (as defined and further described in the Disclosure Statement and Plan).

20 In order to narrow the scope of the Third-Party Releases as much as possible, the releasing parties
21 only include those Holders of Abuse Claims who assert an Abuse Claim against a Contributing Non-
22 Debtor Catholic Entity and Consent to the release of such claim. The Debtor proposes that if such a holder
23 of an Abuse Claim does not consent to the Third-Party Releases, they must affirmatively opt out and
24 decline to consent by checking a prominently featured and clearly labeled box set forth on an Opt-Out
25 Release Form (as defined in the Plan). The Debtor’s proposed form of Opt-Out Release Form is attached
26 hereto as Exhibit 7. The Debtor further proposes that any creditor that does not affirmatively opt out of
27 the Third-Party Release, or that fails to file a timely objection to the Plan indicating that they are
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withholding their consent to the releases and injunctions provided for in the Plan, will be deemed to have consented to the Third-Party Releases.

In order to effectuate the Third-Party Releases and determine consent to the Third-Party Releases by releasing creditors, the Debtor proposes the following Third-Party Release Procedures:

- a) the Solicitation Package provided to each holder of a Class 4 Claim who has asserted a claim against a Contributing Non-Debtor Catholic Entity, and to the Unknown Abuse Claims Representative on behalf of Class 5 Claims, will include the Opt-Out Release Form;
- b) any Holder of a Class 4 Claim or the Unknown Abuse Claims Representative on behalf of Class 5 Claims may indicate they do not consent to, and opt out of, the Third-Party Releases by returning a completed and signed Opt-Out Release Form, with the box checked to indicated their opt out, (a) by first-class mail (whether in the return envelope provided with each Ballot or otherwise); (b) by overnight courier; (c) by hand delivery; or (d) via Verita's E-Balloting Portal (described below) so that it is actually received by Verita no later than the date that is fourteen (14) days prior to the date set for the Confirmation Hearing (the "Release Opt-Out Deadline"); and,
- c) any Holder of a Class 4 Claim or the Unknown Abuse Claims Representative on behalf of Class 5 Claims who is provided an Opt-Out Release Form and does not affirmatively opt out of the Third Party Releases as provided in paragraph b) above or by filing a timely objection to the Plan indicating that they are withholding their consent to the releases and injunctions provided for in the Plan will be deemed to have consented to the Third-Party Releases.

The Court need not rule on the propriety of the Third-Party Releases at this stage, where the Debtor merely seeks approval of its proposed procedures for soliciting votes on the Plan. As one bankruptcy judge recently stated in the context of a challenge to creditor releases of non-debtors in a plan, "the *substance* of the release is different from the *procedure* the debtor proposes to use to solicit creditors." *In re Smallhold, Inc.*, 2024 WL 4296938 (Bankr. D. Del. 2024) (emphasis in original). The question before the Court is whether the solicitation procedures and Disclosure Statement provide adequate information, not whether the Third-Party Releases can ultimately be confirmed as part of the Plan. *See, e.g., In re Dakota Rail, Inc.*, 104 B.R. 138, 143 (Bankr. D. Minn. 1989) (unless a plan is facially unconfirmable, "confirmation issues are left for later consideration"). This extends to situations where confirmation turns on unsettled legal issues, which is undoubtedly the case with regard to any disputed Third-Party Release consent issues that may arise here. *See, In re Cardinal Congregate I*, 121 B.R. 760, 764 (Bankr. S.D. Ohio 1990) ("Where objections relating to confirmability of a plan of reorganization raise novel or

1 unsettled issues of law, the Court will not look behind the disclosure statement to decide such issues at
2 the hearing on the adequacy of the disclosure statement.”)

3 Nevertheless, because of the recent United States Supreme Court decision in *Harrington v. Purdue*
4 *Pharma L.P.*, 144 S. Ct. 2071, 219 L. Ed. 2d 721 (2024), the Debtor anticipates some discussion at this
5 stage of the permissibility of the Third-Party Releases. It will therefore address substantive reasons why
6 the Third-Party Releases are appropriate, and why the Plan may be solicited as written.

7 The Third-Party Releases are consistent with *Purdue Pharma*. The *Purdue Pharma* decision
8 precluded non-consensual releases of third parties in Chapter 11 plans, but expressly did not constrain
9 inclusion of consensual third-party releases. *See id.*, 219 L. Ed. 2d at 740 (“Nothing in what we have said
10 should be construed to call into question *consensual* third-party releases offered in connection with a
11 bankruptcy reorganization plan.”) The Court also declined to address the appropriateness of the different
12 means of establishing consent in connection with third-party releases, stating it did not “have occasion
13 today to express a view on what qualifies as a consensual release.” *Id.* In leaving that question alone, the
14 Court chose not to upset numerous lower court decisions approving as consensual an opt-out structure such
15 as the one in the Debtor’s Plan.

16 While the Debtor is not aware of Ninth Circuit authority specifically addressing opt-out consent to
17 third-party releases, the Debtor’s approach for obtaining and confirming the consent of creditors for third-
18 party releases is consistent with approaches taken by other bankruptcy courts. (*See, e.g., In re DBSD N.*
19 *Am., Inc.*, 419 B.R. 179, 217-19 (Bankr. S.D.N.Y. 2009), *aff’d*, 2010 WL 1223109 (S.D.N.Y. Mar 24,
20 2010), *aff’d in part, rev’d in part on other grounds*, 627 F.3d 496 (2d Cir. Dec 6, 2010), opinion issued, 634
21 F.3d 79 (2d Cir. 2011) (“the only parties who will be bound by the exculpation provisions will be those
22 who assented to them, or who may be deemed to have done so. That includes those who voted in favor of
23 the Plan, and those who abstained with respect to it and who failed to opt out from the exculpation
24 provisions.”).

25 The Court in *In re DBSD* held that “adequate notice is provided in this case, as both the Plan and
26 Disclosure Statement have the third-party release provision set off in bold font, and the ballots set forth in
27 both capitalized and bold text the effect of consenting to the Plan or abstaining without opting out of the
28

1 release.” Moreover, Courts have found implied consent when a creditor is provided a straightforward
2 opportunity to opt out of granting third party releases but fails to take the steps necessary to affirmatively
3 opt out. *See In re Calpine Corp.*, 2007 WL 4565223, at *10 (Bankr. S.D.N.Y. Dec. 19, 2007) (“The
4 Ballots explicitly stated that a vote to accept the Plan or abstention from voting without opting out of the
5 releases each constitutes an acceptance and assent to the releases set forth in the Plan and directed parties
6 to Article VIII of the Plan for further information about the release provisions. Thus, those Holders of
7 Claims and Interests voting to accept the Plan or abstaining from voting and choosing not to opt out of the
8 releases were given due and adequate notice that they would be granting the releases by acting in such a
9 manner.”); *see also In re Avianca Holdings, S.A.*, 632 B.R. 124, 138 (Bankr. S.D.N.Y. 2021) (“If a creditor
10 with a right to vote is sent a ballot that clearly explains that the ballot must be returned and the opt-out
11 box checked if the creditor elects not to approve the third-party release, the release is effective as to that
12 creditor.”).

13 Similarly, in *In re Indianapolis Downs, LLC.*, 486 B.R. 286, 303 (Bankr. D. Del. 2013), the court
14 approved third-party releases where creditors failed to opt out of the releases, either by abstaining from
15 voting or by voting against the plan but not otherwise stating whether they would opt out of the releases.
16 The *Indianapolis Downs* court reasoned the parties received both ample notice of the releases and clear
17 direction on how to opt out of them: “[a]s for those impaired creditors who abstained from voting on the
18 Plan, or who voted to reject the Plan and did not otherwise opt out of the releases, the record reflects these
19 parties were provided detailed instructions on how to opt out and had the opportunity to do so by marking
20 their ballots. Under these circumstances, the Third-Party Releases may be properly characterized as
21 consensual and will be approved.” *Id.* at 306.

22 Additionally, the court in *In re Mallinckrodt*, 639 B.R. 837, 879 (Bankr. D. Del. 2022) approved
23 use of the opt-out mechanism as a valid means of confirming consent. The Court in *Mallinckrodt* held the
24 plan’s non-debtor third-party releases with opt-out provisions were consensual. It reasoned the case was
25 “very well-known,” had “a very active body of creditors and stakeholders,” and the releases and opt-out
26 rights were “properly noticed” and very conspicuous. *Id.*

1 Post-*Purdue Pharma*, multiple bankruptcy courts have approved opt-out third-party releases as
2 consensual, consistent with the pre-*Purdue Pharma* case law. See, e.g., *In re Robertshaw US Holding*
3 *Corp.*, No. 24-90052, slip op. at pp. 27-30 (Bankr. S. D. Tex., Aug. 16, 2024) (finding releases appropriate
4 as long as affected parties were afforded due process through notice and a meaningful opportunity to opt
5 out); *In re BowFlex Inc. et al.*, No. 1:24-bk-12364, slip op. at p. 21 (Bankr. D. N. J., Aug. 19, 2024)
6 (confirmation order approving opt-out third-party releases over objection of U.S. Trustee). Three recent
7 cases out of the Bankruptcy Court for the District of Delaware have approved opt-out plans providing
8 creditors in voting classes who received a ballot but failed to return their ballot or otherwise opt out can
9 be deemed to consent to third-party releases. See, *In re FTX Trading Ltd.*, No. 22-11068, slip op. at p. 21
10 (Bankr. D. Del., Oct. 8, 2024) (confirmation order approving opt-out releases by creditors who received a
11 solicitation package and did not vote or affirmatively opt out); *In re Wheel Pros, LLC*, No. 24-11939, slip
12 op. at p. 10-11 (Bankr. D. Del., Oct. 15, 2024) (same); *In re: Fisker Inc. et al.*, No. 1:24-bk-11390, slip
13 op. at p. 16-17 (Bankr. D. Del., Oct. 16, 2024) (same).³

14 *In re Smallhold*, decided after *Purdue Pharma* but before any of the three Delaware cases in the
15 previous paragraph, took a different approach. Judge Goldblatt in the District of Delaware approved opt-
16 outs as to creditors who returned their ballots but did not affirmatively opt out of the releases. Based on
17 the affirmative action of returning a ballot, Judge Goldblatt found it appropriate to deem any creditor who
18 returned a ballot but did not affirmatively opt out of granting the third-party releases included in the Plan
19 as consenting to those releases. *Id.* at *14-15. Here, the Plan does this. Any Class 4 creditor who returns
20 a Ballot, but does not affirmatively opt out, is deemed to consent to the Third-Party Releases.

21 Judge Goldblatt declined to extend the third-party releases to unimpaired creditors in non-voting
22 classes because, having not been solicited to vote on the plan, they had no opportunity to opt out of the
23 third-party releases. He found such creditors could not be deemed to consent simply because they had
24 been paid in full. That is not a concern here. The Plan does not attempt to impose the Third-Party Releases

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26
27 ³ The Debtor acknowledges that other bankruptcy courts post-*Purdue Pharma* have also limited third-
28 party releases in unpublished decisions.

1 to creditors in any non-voting classes. Only Holders of Claims in Class 4 and Class 5 – the Abuse Claims
2 classes – may grant or reject the Third-Party Releases.

3 The plan in *Smallhold* did not provide that creditors who receive a ballot but do not return it may
4 be deemed to consent to the third-party releases. *Id.* at *13-*14, *16-*17. Judge Goldblatt ruled, however,
5 that in such circumstances, where it is possible “a creditor threw away the plan and the ballot,” the non-
6 voting creditor is not deemed to have consented to the release of a third party. *Id.* at * 33.

7 This last aspect of *Smallhold* should not be extended to this case. Class 4 or Class 5 creditors who
8 receive a Solicitation Package and elect not to respond should be deemed to have consented to the release
9 of Contributing Non-Debtor Catholic Entities. Judge Goldblatt’s concern was for the inattentive creditor
10 who ignores their solicitation package. Almost all (if not all) Holders of Class 4 Claims will be sent their
11 Solicitation Packages through their state-court attorneys, who receive notice (as applicable) for them now
12 and who in many cases assisted with their Proofs of Claim. Members of Class 5 – the Unknown Abuse
13 Claims – will be represented by the Unknown Abuse Claims Representative.⁴ Furthermore, the Plan
14 incentivizes Holders of Class 4 and Class 5 Claims to carefully consider whether to grant a third-party
15 release because the amount a Contributing Non-Debtor Entity’s contributes to the Survivors’ Trust
16 depends on the number of releases it receives from those who have accused it of liability for Abuse. (*See*
17 Docket No. 1444 at Sections 9.3.2.1 (RCWC contribution conditioned on number of releases received),
18 9.3.2.2 (allowing other Contributing Non-Debtor Entities to similarly condition their contributions).)

19 Moreover, the use of an opt-out procedure for confirming creditor consent is not a novel approach
20 and, in fact, is consistent with the Supreme Court’s views on consent in the context of class action releases.
21 In *In Phillips Petroleum Co. v. Shutts*, 472 U.S. 797, 812 (1985), the Court upheld an “opt-out” class
22 action structure, noting that due process requires nothing more than “notice reasonably calculated . . . to
23 apprise [a person] of the pendency of the action and afford them an opportunity to present their
24 objections.” The same due process principles apply here. There can be no question that the solicitation
25 process the Debtor proposes here is reasonably calculated to give Holders of Class 4 and Class 5 Claims

26
27 ⁴ The Debtor’s motion to appoint the Unknown Abuse Claims Representative will be filed in the coming
28 days.

notice of and a detailed description of the Third-Party Releases, the consequences of granting or denying those Third-Party Releases, and clear direction on how to either grant or deny the Third-Party Releases.

The structure of the Plan, including Third-Party Releases, maximizes recovery for Holders of Class 4 and Class 5 Claims by unlocking material contributions from non-debtors in exchange for the Third-Party Releases. The Opt-Out Release Procedures are consistent with similar procedures approved by other Bankruptcy Courts. Furthermore, the Solicitation Procedures and materials proposed herein provide creditors with sufficient notice and information to make a determination whether to consent to the Plan's Third-Party Releases. They also afford Holders of Abuse Claims the opportunity to elect treatment as Opt-Out Abuse Claims. Accordingly, the Solicitation Procedures are fair and reasonable and should be approved.

F. Request for Approval

The proposed Solicitation Procedures set forth above and in the Proposed Order will facilitate the Plan confirmation process. The procedures will clarify the obligations of every holder of a Claim entitled to vote to accept or reject the Plan and will create a straightforward process by which the Debtor can determine whether it has satisfied the voting thresholds and requirements set forth in section 1126(c) of the Bankruptcy Code. Accordingly, the solicitation procedures are in the best interests of the Debtor's estate, holders of Claims, and other parties in interest, the procedures create a fair and equitable voting process, and good cause supports the relief requested herein.

VII.

NOTICE

Notice of this Motion will be provided to (i) the U.S. Trustee; (ii) the Committee; (iii) all creditors and parties-in-interest, as reflected on the master mailing matrix maintained by Verita; and (iv) all other parties filing notices of appearances and requests for documents in the Chapter 11 Case.

Pursuant to Bankruptcy Rule 3017, and Local Rule 3017-1, copies of the Plan and Disclosure Statement will be provided, together with notice of this Motion, only to (i) the U.S. Trustee, (ii) the Committee; and (iii) any party in interest who requests in writing a copy of the Disclosure Statement or Plan.

1 The foregoing notice complies with the requirements of Bankruptcy Rules 2002 and 3017, and
2 Local Rule 3017-1.

VIII.

CONCLUSION

WHEREFORE, the Debtor respectfully requests that the Court enter an order, substantially in the form of the proposed Order attached hereto as **Exhibit 1**, granting the relief requested herein and such other and further relief as it deems just and proper.

DATED: November 13, 2024

FOLEY & LARDNER LLP

Thomas F. Carlucci

Shane J. Moses

Ann Marie Uetz

Matthew D. Lee

Mark C. Moore

/s/ Shane J. Moses

Shane J. Moses

Counsel for the Debtor

and Debtor in Possession

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Exhibit 1
Proposed Order

FOLEY & LARDNER LLP

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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

**[PROPOSED] ORDER (I) APPROVING
DISCLOSURE STATEMENT; (II)
ESTABLISHING PROCEDURES FOR PLAN
SOLICITATION, NOTICE, AND
BALLOTING**

Judge: Hon. William J. Lafferty

Date: December 18, 2024

Time: 10:30 a.m.

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

1 This matter coming before the Court on the *Disclosure Statement for Debtor's Plan of*
2 *Reorganization* dated and filed on November 8, 2024 [Docket No. 1445] (the "Disclosure Statement")
3 and the *Debtor's Motion for Order (I) Approving Disclosure Statement; and (II) Establishing Procedures*
4 *for Plan Solicitation, Notice, and Balloting* [Docket No. __] (the "Motion");¹ filed by the Roman Catholic
5 Bishop of Oakland, a California corporation sole, and the debtor and debtor in possession (the "Debtor")
6 or "RCBO") in the above-captioned chapter 11 bankruptcy case (the "Chapter 11 Case"); and a hearing
7 having been held at the date and time set forth above to consider the relief requested in the Motion (the
8 "Hearing"); and upon all of the proceedings before the Court; and the Court having determined that the
9 legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it
10 appearing that the relief requested in the Motion is in the best interests of the Debtor, its estate and its
11 creditors; and after due deliberation and sufficient cause appearing therefor;

12 **IT IS HEREBY FOUND AND DETERMINED THAT:**

13 A. This Court has jurisdiction to consider the Motion and the relief requested therein,
14 including approval of the Disclosure Statement, in accordance with 28 U.S.C. §§ 157 and 1334. This
15 matter is a core proceeding pursuant to 28 U.S.C. § 157(b).

16 B. The Disclosure Statement contains adequate information about the *Debtor's Plan of*
17 *Reorganization*, dated and filed on November 8, 2024 (as it may be amended, modified, or supplemented,
18 and including all exhibits thereto, the "Plan") within the meaning of section 1125 of the Bankruptcy Code.

19 C. The Disclosure Statement (including all applicable exhibits thereto) provides sufficient
20 notice of the injunction, exculpation, and release provisions contained in the Plan, in accordance with
21 Bankruptcy Rule 3016(c).

22 D. Due and proper notice of the Disclosure Statement, the Motion, the Hearing, and the
23 deadline for filing objections to the Disclosure Statement was provided and no further notice is necessary.

24 E. The forms of Ballots approved herein are consistent with Official Form No. 314, address
25 the particular needs of this Chapter 11 Case, and are appropriate for the Holders of Class 3, Class 4, Class
26

27 ¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion, Disclosure
28 Statement, or the Plan, as applicable.

5, Class 6, and Class 8 Claims entitled to vote to accept or reject the Plan. The voting instructions attached to the Ballots contain adequate information to instruct all members of the Voting Classes how to submit their vote.

F. Holders of Claims in Class 1 (RCC Secured Claim) are conclusively presumed to accept the Plan, Holders of Claims in Class 2 (Priority Unsecured Claims, other than non-classified claims set forth in Article III of the Plan) are conclusively presumed to accept the Plan, Holders of Claims in Class 7A (Contribution Claims Related to Class 4 Claims) are deemed to reject the Plan, and Holders of Claims in Class 7B (Contribution Claims Related to Class 5 Claims) are deemed to reject the Plan (Class 1, Class 2, Class 7A, and Class 7B Claims are collectively, the “Non-Voting Classes”). Accordingly, members of the Non-Voting Classes are not entitled to receive a Ballot or to vote to accept or reject the Plan.

G. The period, as set forth below, during which the Debtor may solicit acceptances to the Plan is a reasonable period of time for entities entitled to vote on the Plan to make an informed decision whether to accept or reject the Plan.

H. The procedures for the solicitation and tabulation of votes to accept or reject the Plan set forth herein provide for a fair and equitable voting process and are consistent with Section 1126 of the Bankruptcy Code.

I. The procedures proposed in the Motion for confirming creditors’ consent to the Plan’s releases of third parties and related injunctions, including without limitation a channeling injunction that permanently channels all Class 4 and Class 5 Claims against Contributing Non-Debtor Entities to the extent set forth in the Plan to a Survivors’ Trust (as defined and further described in the Disclosure Statement) (collectively, the “Third-Party Releases”) are fair and equitable. The materials to be contained in the Solicitation Packages will provide each creditor with sufficient notice and information to determine whether to consent to the Third-Party Releases.

NOW, THEREFORE, IT IS ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

2. Any and all objections to the Motion, including without limitation any objections to the adequacy of the Disclosure Statement, not otherwise settled or withdrawn are hereby overruled in their entirety.

Approval of Documents

3. The Disclosure Statement is hereby approved pursuant to 11 U.S.C. § 1125(b) and Fed. R. Bankr. P. 3017(b).

4. The Ballots are hereby approved for purposes of solicitation and voting on the Plan in substantially the forms attached to the Motion as **Exhibits 2, 3, 4, 5 and 6.**

5. The form of Confirmation Hearing Notice is approved in substantially the form attached to the Motion as **Exhibit 7.**

6. The form of Notice of Non-Voting Status is approved in substantially the form attached to the Motion as **Exhibit 8.**

7. The form of Opt-Out Release Form is approved in substantially the form attached to the Motion as **Exhibit 9.**

The Confirmation Hearing

8. A hearing to consider confirmation of the Plan (the “Confirmation Hearing”) shall commence at [•] (**prevailing Pacific time**) on [•] [•], **2024**, and continue thereafter as necessary.

9. The Confirmation Hearing may be adjourned or continued from time to time by the Court or the Debtor without further notice except for as announced in open court or as filed on the Court’s docket. The Plan may be modified pursuant to Section 1127 of the Bankruptcy Code prior to, during, or as a result of the Confirmation Hearing, in each case without further notice to parties in interest.

10. Objections or responses to confirmation of the Plan, if any, must (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the basis for the objection, and the specific grounds therefor; and (d) be filed with the Court and served so as to be actually received not later than [•] [•], **2025**, by (i) counsel to the Debtor, Foley & Lardner LLP, 555 California Street, Ste. 1700, San Francisco, CA 94104, Attn: Ann Marie Uetz (auetz@foley.com), Matthew Lee (mdlee@foley.com), and Shane Moses (smoses@foley.com); (ii) the Office of the United States Trustee for the Northern District

of California, Office of the United States Trustee, 450 Golden Gate Avenue, Room 05-0153, San Francisco, California 94102, Attn: Jason Blumberg (jason.blumberg@usdoj.gov), (iii) counsel to the Official Committee of Unsecured Creditors, Keller Benvenuti Kim LLP, 425 Market Street, 26th Floor San Francisco, California 94105, Attn: Gabrielle L. Albert (galbert@kblkllp.com) and Lowenstein Sandler LLP, One Lowenstein Drive Roseland, New Jersey 07068, Attn: Jeffrey D. Prol (jprol@lowenstein.com) and Brent Weisenberg (bweisenberg@lowenstein.com); and (iv) those persons who have formally appeared and requested service in this case pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure. All objections not timely filed and served in accordance with the provisions of this Order are hereby deemed waived and will not be considered by this Court.

11. The Debtor and any other party in interest supporting the Plan shall file any reply to any objections to confirmation no later than [•] [•], 2025.

Solicitation Procedures

12. For the purposes of determining (a) upon whom service must be made following approval of the Disclosure Statement pursuant to Rule 3017(d), and (b) which Holders of Claims are entitled to vote on the Plan pursuant to Rule 3018(a), the Voting Record Date (the “Voting Record Date”) shall be [•] [•], 2024.

13. The Voting Record Date shall also be the record date for purposes of determining which Creditors are entitled to receive a Notice of Non-Voting Status.

14. No later than [•] [•], 2024 (the “Solicitation Mailing Date”), the Debtor shall complete the mailing of Solicitation Packages Holders of Claims in the Classes 3 (General Unsecured Claims), 4 (Abuse Claims), 5 (Unknown Abuse Claims), 6 (Non-Abuse Litigation Claims) and 8 (OPF Claim) (collectively, the “Voting Classes”), entitled to vote on the Plan as of the Voting Record Date.

15. Solicitation Packages distributed to Holders of Claims in Voting Classes shall contain a copy of (i) the Confirmation Hearing Notice; (ii) this Order; (iii) the appropriate Ballot to accept or reject the Plan, with detailed voting instructions and a pre-addressed, postage prepaid return envelope; (iv) as to Class 4 and Class 5, the Opt-Out Release Form (as defined below); and (v) the Disclosure Statement and Plan. The Debtor is authorized to make non-substantive changes to the Disclosure Statement, the Plan,

1 and related documents without further order of the Court, including ministerial changes to correct
2 typographical and grammatical errors, and to make conforming changes among the Disclosure Statement,
3 the Plan, and any other materials in the Solicitation Packages, before mailing the Solicitation Packages.

4 16. Solicitation Packages shall be provided to all Holders of Claims in the Voting Classes
5 appearing in the Debtor's Schedule F (as amended, *see* Docket No. 161 at pp. 40-157) or who filed Proofs
6 of Claim before the applicable Bar Date (or whose Claims were deemed timely by order of this Court)
7 and whose Claims are not the subject of a pending objection as of the Voting Record Date (as defined
8 below). Notwithstanding the foregoing, all persons who filed a Proof of Claim asserting an Abuse Claim
9 shall receive a Solicitation Package containing a Ballot for voting on the Plan, regardless of the contingent,
10 unliquidated, and disputed nature of such Claim, and notwithstanding any pending objections to their
11 Claims.

12 17. Solicitation Packages for Holders of Claims in Classes 3, 6, and 8 shall be sent to the names
13 and addresses reflected in the Proofs of Claim filed by the claimants, or in the Debtor's schedules if no
14 Proof of Claim was filed by the Voting Record Date.

15 18. Solicitation Packages for Holders of Class 4 Claims shall be served via the noticing address
16 included on their Proof of Claim, if any, based on the information reflected on the claims register
17 maintained by Verita as of the Voting Record Date. If such noticing address is the address of the Holder
18 of such Class 4 Claim's attorney, such Holder shall be served the Solicitation Package through such
19 attorney unless either the Holder or their attorney has notified the Debtor or Verita that the representation
20 has terminated. The Debtor may serve attorneys who represent more than one Holder of a Class 4 Claim
21 with only one copy of the Solicitation Package, provided the Debtor shall provide separate Ballots for
22 each such Holder of a Class 4 Claim.

23 19. The Debtor shall provide the Unknown Abuse Claims Representative, appointed pursuant
24 to this Court's Order entered on [•] [•], 2024 [Docket No. [•]], with a single Class 5 Ballot for
25 purposes of voting to accept or reject the Plan in their capacity as representative for the Holders of Class
26 5 Claims. Compliance with this paragraph shall constitute sufficient notice and service of the Solicitation
27 Package with regard to Class 5 Claims.

1 20. The Debtor may provide creditors who have more than one Claim with only one
2 Solicitation Package and one Ballot for each Voting Class to which they belong.

3 21. The Debtor is not required to distribute a Solicitation Package to any person who holds a
4 Claim as to which no Proof of Claim has been filed and that either (i) is scheduled as contingent,
5 unliquidated, or disputed, or (ii) is not scheduled in an amount greater than \$0, unless the Holder of such
6 Claim files a motion for temporary allowance of a claim under Bankruptcy Rule 3018.

7 22. Not later than the Solicitation Mailing Date, the Debtor shall serve Holders of Claims in
8 Classes 1, 2, 7A, and 7B (the “Non-Voting Classes”) with (i) the Confirmation Hearing Notice, and (ii)
9 the Notice of Non-Voting Status.

10 23. Not later than the Solicitation Mailing Date, the Debtor shall distribute a copies of the
11 Confirmation Hearing Notice, this Order, and the Disclosure Statement and Plan to: (a) the United States
12 Trustee; (b) counsel for the Committee; (c) the United States Attorney for the Northern District of
13 California; and (d) all other persons that have filed notices of appearances and requests for documents in
14 the Chapter 11 Case, to the extent such persons are not separately receiving a Solicitation Package or
15 Notice of Non-Voting Status.

16 24. Not later than the Solicitation Mailing Date, the Debtor shall distribute a copy of the
17 Confirmation Hearing Notice to any other persons listed on the master mailing matrix maintained for the
18 Chapter 11 Case, to the extent such persons are not previously identified herein to received notice.

19 25. The Debtor is not required to distribute copies of the Plan, Disclosure Statement, or
20 Disclosure Statement Order to any Holder of a Claim in a Non-Voting Class, or any Holder of an
21 Unclassified Claim, unless such party makes a request for copies of such documents by (a) calling the
22 Debtor’s toll-free restructuring hotline at (888)-733-1425 (U.S./Canada) or (310)-751-2631
23 (International), or (b) e-mailing RCBOInfo@veritaglobal.com.

24 26. Any party-in-interest may obtain free of charge an electronic or paper copy of the Plan,
25 Disclosure Statement, this Order, or related documents by (a) calling the Debtor’s toll-free restructuring
26 hotline at (888)-733-1425 (U.S./Canada) or (310)-751-2631 (International), or (b) e-mailing
27 RCBOInfo@veritaglobal.com.

27. The Ballots, the Notice of Non-Voting Status, and the Confirmation Hearing Notice shall be distributed in paper format; however, because the Plan and Disclosure Statement may be cumbersome and costly to print and mail, the Debtor is authorized to distribute, or cause to be distributed, the Plan, Disclosure Statement, and this Order via USB flash drive, at its discretion.

28. Verita shall serve the Solicitation Package, the Notice of Non-Voting Status, and notices regarding the Confirmation Hearing, as set forth above. Should any mailing of Solicitation Packages, Notice of Non-Voting Status, and Confirmation Hearing Notices be returned by the United States Postal Service or courier, the Debtor and Verita need not resend those documents to the same address(es). The Debtor and Verita are further relieved of any obligation to attempt to locate the correct address and resend, before the Voting Deadline, the Solicitation Packages, Notice of Non-Voting Status, and Confirmation Hearing Notices that are returned as undeliverable, unless and until the Debtor is provided with accurate addresses for such persons. The Debtor's failure to ensure receipt by mail of Solicitation Packages or any other materials related to voting or confirmation of the Plan by such persons (a) shall not constitute inadequate notice of the Confirmation Hearing or Voting Deadline and (b) shall not constitute a violation of Bankruptcy Rule 3017(d).

29. Service of the Confirmation Hearing Notice together in accordance with this Order is hereby found to be adequate and reasonably calculated under the circumstances to comply with the due process rights of all creditors and parties in interest, including without limitation, all Holders of Claims that may be subject to the Third-Party Releases provided for under the Plan, and no other or further notice of the Confirmation Hearing is necessary or shall be required.

Voting and Tabulation

30. To be counted as a vote to accept or reject the Plan, all Ballots must be properly completed, signed, dated and returned by only one of the following return methods: (a) first-class mail (whether in the return envelope provided with each Ballot or otherwise); (b) overnight courier; (c) hand delivery; or (d) electronic, online transmission, through a customized online balloting portal (the “E-Balloting Portal”) on the Bankruptcy Case website maintained by Verita. Any parties entitled to vote on the Plan may cast an electronic Ballot which allows the claimant to electronically sign and submit a Ballot instantly by using

the E-Balloting Portal. In order to be counted, Ballots must be **actually received** no later than [•] [•], 2024 (the “Voting Deadline”). The Debtor may extend the Voting Deadline in its discretion as to any individual Claim or Claims or as to all Claims.

31. Solely for purposes of voting to accept or reject the Plan and not for the purpose of the allowance of, or distribution on account of, any Claim, and without prejudice to the rights of any party in interest in any other context, each Holder of a Class 3, Class 6 or Class 8 Claim entitled to vote on the Plan is entitled to vote the amount of such Claim as provided: (a) in a timely filed Proof of Claim or, if no Proof of Claim was filed, the amount of such Claim as provided in, the Debtor’s Schedules of Assets and Liabilities (as amended, the “Schedules”), or (b) an agreement with the Debtor fixing the allowed amount of such Claim for voting purposes, subject to the following exceptions and specific procedures:

- a) if a Claim is deemed Allowed under the Plan, such Claim is Allowed for voting purposes in the deemed Allowed amount set forth in the Plan;
- b) if a Claim for which a Proof of Claim has been timely filed is contingent, unliquidated, or disputed, and such Claim has not been Allowed, such Claim will be temporarily Allowed, for voting purposes only, in the non-contingent and fully liquidated amount listed on the Proof of Claim (disregarding any unliquidated or contingent amounts); and if such filed Proof of Claim does not clearly and expressly state a non-contingent and liquidated amount, then a vote on account of such Claim shall be counted as \$1, unless such Claim is objected to as set forth in paragraph (f) below;
- c) if a Claim has been estimated or otherwise Allowed for voting purposes by order of the Court, such Claim is temporarily allowed in the amount so estimated or allowed by the Court for voting purposes only, and not for purposes of allowance or distribution;
- d) a Claim shall be disallowed for voting purposes if the Claim is listed in the Schedules as contingent, unliquidated, or disputed and a Proof of Claim for such Claim was not (i) filed by the applicable bar date for the filing of Proofs of Claim established by the Court or (ii) deemed timely filed by an order of the Court before the Voting Deadline;
- e) if a party has served an objection or request for estimation as to a Claim at least ten (10) days before the Voting Deadline, such Claim is temporarily disallowed for voting purposes only and not for purposes of allowance or distribution, except as ordered by the Court before the Voting Deadline;
- f) Proofs of Claim filed for \$0.00 or which do not specify a claim amount are not entitled to vote, other than Claims in Class 4 or Class 5 which are treated as set forth below;
- g) for purposes of voting, classification and treatment, under the Plan, each person that holds or has filed more than one Claim shall be treated as if such person has only one

[PROPOSED] ORDER APPROVING DISCLOSURE STATEMENT

-9-

Claim in each applicable Class in the amount of the total of the aggregated Claims of such entity in such Class;

- h) any person that filed or purchased duplicate Claims in the same Class shall be provided with only one Solicitation Package and one Ballot for voting a single Claim in such Class, regardless of whether the Debtor has objected to such duplicate Claims;
- i) if a Proof of Claim has been amended by a later Proof of Claim filed on before the Voting Record Date, the later filed amending Claim shall be entitled to vote in a manner consistent with these tabulation rules, and the earlier filed Claim shall be disallowed for voting purposes, regardless of whether the Debtor has objected to such amended Claim; and
- j) except as otherwise ordered by the Court, any amendments to a Proof of Claim after the Voting Record Date shall not be considered for purposes of these tabulation rules.

32. Solely for purposes of voting to accept or reject the Plan and not for the purpose of the allowance of, or distribution on account of, any Claim, and without prejudice to the rights of any party in interest in any other context, each Holder of a Class 4 Claim who has filed a Proof of Claim shall have their Claim temporarily allowed in the Amount of \$1.00, notwithstanding the contingent, unliquidated, and disputed nature of such Claim, or any objections that may be pending with respect to such Claim. The foregoing general procedure will be subject to the following exceptions and specific procedures:

- a) for purposes of voting, classification and treatment, under the Plan, each Holder of a Class 4 Claim that holds or has filed more than one Claim shall be treated as if they have only one Class 4 Claim;
- b) any Holder of a Class 4 Claim that filed or purchased duplicate Class 4 Claims shall be provided with only one Solicitation Package and one Ballot for voting a single Class 4 Claim, regardless of whether any party in interest has objected to such duplicate Claims; and
- c) any Person scheduled as having a contingent, unliquidated or disputed Class 4 Claim who has not filed a Proof of Claim shall have their claim disallowed for voting purposes unless they file a Rule 3018 Motion in accordance with the procedures below.

33. The Unknown Abuse Claims Representative shall be entitled to vote a single Class 5 Claim on behalf of Holders of Class 5 Claims, which shall be Allowed for voting purposes only in the amount of \$1.00.

34. The following procedures shall apply for tabulating votes:

- a) Verita shall date-stamp all Ballots when received, with any Ballots received on the Voting Deadline date *and* time-stamped;

- b) any Ballot that is otherwise properly completed, executed, and timely returned but does not indicate an acceptance or rejection of the Plan, or that indicates both an acceptance and rejection of the Plan, will not be counted;
- c) if a Creditor casts more than one Ballot voting the same Claim before the Voting Deadline, the last dated, validly executed Ballot received before the Voting Deadline shall be deemed to reflect the voter's intent and thus to supersede any prior Ballots;
- d) Creditors must vote all of their Claims within a particular Class to either accept or reject the Plan, and may not split their votes within the Voting Class and thus a Ballot (or group of Ballots) within the Voting Class that partially accepts and partially rejects the Plan shall be deemed to have voted to accept the Plan;
- e) notwithstanding anything contained herein to the contrary, the Debtor, in its discretion, may waive any defects in a Ballot, or enter into a stipulation to settle or resolve any dispute in relation thereto, with a Holder of a Claim that has completed a Ballot;
- f) notwithstanding anything contained herein to the contrary, Verita, with the Debtor's consent, may contact entities entitled to vote to cure any defects in their Ballots; provided, however, that Verita shall contact counsel of record for any such Holder of a Class 4 Claim represented by counsel; and
- g) except as otherwise provided in this Motion, for purposes of determining whether the numerosity and Claim amount requirements of Sections 1126(c) and 1126(d) of the Bankruptcy Code have been satisfied, Verita will tabulate only those Ballots received on or before the Voting Deadline.

35. The following Ballots will not be counted or considered for any purpose in determining whether the Plan has been accepted or rejected: (i) any Ballot received after the Voting Deadline unless the Debtor, in writing, grants an extension of the Voting Deadline with respect to such Ballot; (ii) any Ballot that is illegible or contains insufficient information to permit the identification of the voter; (iii) any Ballot cast by a person or entity that does not hold a Claim in a Class entitled to vote to accept or reject the Plan; (iv) any unsigned Ballot; and (v) any Ballot submitted by email, facsimile, or any other means of electronic submission other than utilization of the E-Balloting Portal, unless the Debtor specifically consents in writing to receipt of such Ballot by such means.

36. If any creditor seeks to challenge the allowance or disallowance of its Claim for voting purposes in accordance with the above procedures, such creditor shall serve a motion for an order pursuant to Bankruptcy Rule 3018(a) (a "Rule 3018 Motion") temporarily allowing such Claim for purposes of

1 voting to accept or reject the Plan on or before the 10th day after the later of (i) service of the Confirmation
2 Hearing Notice, and (ii) service of notice of an objection or request for estimation, if any, as to such Claim.

3 37. Any Rule 3018 Motion shall (i) be made in writing, (ii) comply with the Bankruptcy Code,
4 the Bankruptcy Rules, and the Local Rules, (iii) set forth the name of the party asserting the Rule 3018
5 Motion, and (iv) state with particularity the legal and factual bases for the Rule 3018 Motion. In the event
6 a Rule 3018 Motion is filed, the Debtor shall provide such creditor with a provisional Ballot, to be counted
7 only in accordance with the terms of any order adjudicating such Rule 3018 Motion entered by the Court
8 prior to the Voting Deadline.

9 38. Upon the expiration of the Voting Deadline, the Debtor shall file a certification provided
10 by Verita in writing (the “Tabulation Certification”) of the amount and number (as applicable) of Allowed
11 Claims in the Voting Classes that voted to accept or reject the Plan. The Debtor shall file the Tabulation
12 Certification and copies of all voting ballots not later than three (3) days prior to the Confirmation Hearing
13 pursuant to Local Bankruptcy Rule 3020-1(a).

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15 **Third-Party Release Procedures**

16 39. The following procedures regarding the Third-Party Releases (as defined in the Plan) are
17 hereby approved:

- 18 a) the Solicitation Package provided to each Holder of a Class 4 Claim and to the Unknown
19 Claims Representative on behalf of all Holders of Class 5 Claims will include the Opt-
20 Out Release Form;
- 21 b) any Holder of a Class 4 Claim or the Unknown Claims Representative on behalf of Class
22 5 Claims may indicate that they do not consent to, and opt out of, the Third-Party
23 Releases by returning a completed and signed Opt-Out Release Form, with the box
24 checked to indicated their opt out, (a) by first-class mail (whether in the return envelope
25 provided with each Ballot or otherwise); (b) by overnight courier; (c) by hand delivery;
26 or (d) via Verita’s E-Balloting Portal (described below) so it is actually received by
27 Verita no later than the date that is fourteen (14) days prior to the initial date set for the
28 Confirmation Hearing (the “Release Opt-Out Deadline”);
- c) in order to be effective, an Opt-Out Release Form must be actually received no later than
the Release Opt-Out Deadline, and any Opt-Out Release Form received after the Release
Opt-Out Deadline shall be disregarded, and shall have no effect; and,

1 d) any Holder of a Class 4 Claim, or the Unknown Claims Representative on behalf of all
2 Holders of Class 5 Claims, who is provided an Opt-Out Release Form and does not
3 affirmatively opt out of the Third Party Releases as provided in paragraph b) above or
4 by filing a timely objection to the Plan indicating that they are withholding their consent
5 to the releases and injunctions provided for in the Plan, will be deemed to have consented
6 to the Third-Party Releases.

7 **Other Matters**

8 40. The Debtor and Verita are authorized and empowered to take such steps, expend such
9 monies, and perform such acts as may be necessary to implement and effectuate the terms of this Order.

10 41. The terms and conditions of this Order shall be immediately effective and enforceable upon
11 its entry.

12 42. This Court retains jurisdiction over any and all matters arising out of or related to the
13 interpretation or implementation of this Order.

14 *** END OF ORDER ***
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All ECF Recipients

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Exhibit 2

Form of Ballot for Class 3 (General Unsecured Claims)

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 OAKLAND DIVISION

4 In re:

Case No. 23-40523 WJL

5 THE ROMAN CATHOLIC BISHOP OF
6 OAKLAND, a California corporation sole,
7 Debtor.

Chapter 11

8 **BALLOT FOR ACCEPTING OR REJECTING**
9 **THE DEBTOR'S PLAN OF REORGANIZATION**

10 *CLASS 3 – General Unsecured Claims*

11 **THE VOTING DEADLINE TO ACCEPT OR REJECT
12 THE PLAN IS 5:00 P.M., PREVAILING PACIFIC
13 TIME, ON [•] [•], 2025 (the “Voting Deadline”)**

14 This ballot (the “Ballot”) is provided to you to solicit your vote to accept or reject the *Debtor’s Plan of Reorganization for The Roman Catholic Bishop of Oakland* dated and filed on November 8, 2024 (as may be amended from time to time, the “Plan”), for the Roman Catholic Bishop of Oakland (the “Debtor”), in the above-captioned Chapter 11 Case.¹

15 **Please use this Ballot to cast your vote to accept or reject the Plan if you are, as of [•]**
16 **[•], 2024 (the “Voting Record Date”), a holder of a General Unsecured Claim against the Debtor**
17 **that arose before the May 8, 2023, filing of the Debtor’s Bankruptcy Case.**

18 The Bankruptcy Court has approved a *Disclosure Statement for Debtor’s Plan of Reorganization* filed on November 8, 2024 (the “Disclosure Statement”) with respect to the Plan. A copy of the Disclosure Statement, along with the Plan, was included in the package of materials you received with this Ballot (the “Solicitation Package”). The Disclosure Statement provides information to assist you in deciding how to vote on the Plan. If you do not have the Solicitation Package, you may obtain a copy free of charge from the website for the Chapter 11 Case at <https://veritaglobal.net/rcbo>. Copies of the Disclosure Statement and Plan will also be on file with the Office of the Clerk of the Court for review during normal business hours (a fee may be charged).

23 **You should review the Disclosure Statement and the Plan in their entirety before you vote.**
24 **You may wish to seek independent legal advice concerning the Plan and the classification and**
25 **treatment of your Claim under the Plan. Your claim has been placed in Class 3 (General**
26 **Unsecured Claims) under the Plan. If you hold claims in more than one class under the Plan, you**
27 **will receive a Ballot for each class in which you are entitled to vote.**

28 ¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.

1 The Bankruptcy Court's approval of the Disclosure Statement does not indicate its approval of
2 the Plan. The Plan will be confirmed by the Bankruptcy Court and thereby made binding on you only
3 if the Plan (i) is accepted by the holders of at least two-thirds in amount and more than one-half in
4 number of the Claims in each impaired Class of Claims that vote on the Plan, and (ii) otherwise satisfies
5 the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are
6 not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds the Plan (i) provides
7 fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting
8 the Plan and (ii) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

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10 **If your Ballot is not received on or before [•] [•], 2025 at 5:00 P.M. (PT) and such
11 deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan.
12 To have your vote counted, please complete, sign, and date this ballot and return it so that it is
13 received no later than the Voting Deadline, as follows:**

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16 **SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY**

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18 **YOUR BALLOT MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE ENCLOSED
19 ENVELOPE)
20 OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

21
22 **The Roman Catholic Bishop of Oakland
23 Ballot Processing c/o Verita
24 222 N. Pacific Coast Highway, 3rd Floor
25 El Segundo, CA 90245**

26
27 **OR**

28 **ELECTRONIC ONLINE SUBMISSION**

Alternatively, parties may submit a Ballot via electronic online transmission solely through the
customized online balloting portal (the "E-Balloting Portal") on the Debtors' case website,
<https://veritaglobal.net/rcbo> clicking on the "E-Ballot" link on or before the Voting
Deadline. Parties submitting a Ballot via the E-Balloting Portal must not submit a paper
ballot.

**IMPORTANT NOTE: You will need the following information to retrieve and submit your
customized E-Ballot:**

Unique E-Ballot ID#: _____

[Continued on Next Page]

The Debtor's books and records indicate that you hold and/or have asserted a claim in the following Class and amount:

Class: 3 (General Unsecured Claims)

Amount:

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL APPLICABLE ITEMS BELOW. PLEASE REVIEW THE ACKNOWLEDGEMENT CONTAINED IN ITEM 3 AND FILL IN ALL OF THE INFORMATION REQUESTED. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

PLEASE COMPLETE THE FOLLOWING:

Item 1. Voting Amount. The undersigned certifies that, as of the Voting Record Date, the undersigned held a Claim or Claims in Class 3 (General Unsecured Claims) against the Debtor in the following aggregate amount:

\$ _____²

Item 2. Vote to Accept or Reject the Plan. Please vote below either to accept or to reject the Plan with respect to your Claims in Class 3. Any Ballot not marked either to accept or reject the Plan, or marked both to accept and to reject the Plan, shall not be counted in determining acceptance or rejection of the Plan. The undersigned, the holder of a Claim or Claims in Class 3 (General Unsecured Claims) set forth in Item 1, votes as follows (check *only* one box below):

☐ ACCEPTS THE PLAN

☐ REJECTS THE PLAN

[Continued on Next Page]

² For voting purposes only, and subject to tabulation rules.

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials, and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein. The undersigned claimant certifies that as of the Voting Record Date he or she is the holder of the Claim or Claims identified in Item 1 above (or is the authorized signatory of such holder). The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot failing to indicate either acceptance or rejection of the Plan, or indicating both acceptance and rejection of the Plan, will not be counted.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Debtor mailed this Ballot to you for the purpose of soliciting your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement, including all exhibits thereto. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THE BALLOT.**
2. Item 1. Complete Item 1.
3. Item 2. In one of the boxes provided in Item 2 of the Ballot, please indicate acceptance or rejection of the Plan (not both). If you hold multiple claims in Class 3, the Debtor will aggregate those claims for voting purposes as one (1) claim. You must vote your entire Class 3 General Unsecured Claim to accept or reject the Plan. You may not split your vote.
4. Item 3. Review the certifications and acknowledgements in Item 3. Complete the Ballot by providing all the information requested in Item 3.
5. **SIGN THE BALLOT.**
6. The Debtor will not count any executed ballot received that either (a) does not indicate either an acceptance or rejection of the plan, or (b) that indicates both an acceptance and rejection of the Plan.
7. **BALLOTS RECEIVED AFTER THE VOTING DEADLINE WILL NOT BE COUNTED.**
8. If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing and, if requested, submit satisfactory evidence of your authority to do so (e.g., a power of attorney).
9. The amounts set forth on the Ballot **are solely for purposes of voting** to accept or reject the Plan. The Ballot does not constitute an allowance of your Claim for purposes of distribution under the Plan and is without prejudice to the rights of the Debtor or any other party (i.e., the right of the Debtor or any other party to contest the amount or validity of any Claim for purposes of allowance or distribution under the Plan).
10. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
11. In the event that (i) the Debtor revokes or withdraws the Plan, or (ii) the Confirmation Order is not entered or the Effective Date of the Plan does not occur, this Ballot shall automatically be null and void and deemed withdrawn without any requirement of affirmative action by or notice to you.

IF YOU (1) HAVE ANY QUESTIONS REGARDING THIS BALLOT, (2) DID NOT RECEIVE A RETURN ENVELOPE, (3) DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR (4) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIAL, PLEASE CONTACT VERITA, THE DEBTORS CLAIMS AND VOTING AGENT AT (888)-733-1425 (U.S./CANADA) OR (310)-751-2631 (INTERNATIONAL), OR EMAIL RCBOINFO@VERITAGLOBAL.COM. VERITA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.

PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT.

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Exhibit 3

Form of Ballot for Class 4 (Abuse Claims)

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 OAKLAND DIVISION

4 In re:

5 THE ROMAN CATHOLIC BISHOP OF
6 OAKLAND, a California corporation sole,
7 Debtor.

Case No. 23-40523 WJL

Chapter 11

8 **BALLOT FOR ACCEPTING OR REJECTING THE DEBTOR'S PLAN OF**
9 **REORGANIZATION**

10 ***CLASS 4– Abuse Claims***

11 **THE VOTING DEADLINE TO ACCEPT OR REJECT**
12 **THE PLAN IS 5:00 P.M., PREVAILING PACIFIC TIME,**
13 **ON [•] [•], 2025 (the “Voting Deadline”)**

14 This ballot (the “Ballot”) is provided to you to solicit your vote to accept or reject the *Debtor’s*
15 *Plan of Reorganization for The Roman Catholic Bishop of Oakland* dated and filed on November 8,
16 2024 (as may be amended from time to time, the “Plan”), for the Roman Catholic Bishop of Oakland
17 (the “Debtor”), in the above-captioned Chapter 11 Case.¹

18 **Please use this Ballot to cast your vote to accept or reject the Plan if you are, as of [•]**
19 **[•], 2024 (the “Voting Record Date”), a holder of a Claim against the Debtor based on sexual**
20 **abuse that arose before the May 8, 2023, filing of the Debtor’s Bankruptcy Case.**

21 The Bankruptcy Court has approved a *Disclosure Statement for Debtor’s Plan of Reorganization*
22 filed on November 8, 2024 (the “Disclosure Statement”) with respect to the Plan. A copy of the
23 Disclosure Statement, along with the Plan, was included in the package of materials you received with
24 this Ballot (the “Solicitation Package”). The Disclosure Statement provides information to assist you in
25 deciding how to vote on the Plan. If you do not have the Solicitation Package, you may obtain a copy
26 free of charge from the website for the Chapter 11 Case at <https://veritaglobal.net/rcbo>. Copies of the
27 Disclosure Statement and Plan will also be on file with the Office of the Clerk of the Court for review
28 during normal business hours (a fee may be charged).

29 **You should review the Disclosure Statement and the Plan in their entirety before you vote.**
30 **You may wish to seek independent legal advice concerning the Plan and the classification and**
31 **treatment of your Claim under the Plan. Your claim has been placed in Class 4 (Abuse Claims)**
32 **under the Plan. If you hold claims in more than one class under the Plan, you will receive a Ballot**
33 **for each class in which you are entitled to vote.**

34 The Bankruptcy Court’s approval of the Disclosure Statement does not indicate its approval of
35 the Plan. The Plan will be confirmed by the Bankruptcy Court and thereby made binding on you only if
36 the Plan (i) is accepted by the holders of at least two-thirds in amount and more than one-half in number

37 ¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.
38 **Case: 23-40523 Doc# 1453-3 Filed: 11/13/24 Entered: 11/13/24 14:16:36 Page 2**
of 6

of the Claims in each impaired Class of Claims that vote on the Plan, and (ii) otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds the Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (ii) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

If your Ballot is not received on or before [•] [•], 2025 at 5:00 P.M. (PT) and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. To have your vote counted, please complete, sign, and date this ballot and return it so that it is received no later than the Voting Deadline, as follows:

SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY

**YOUR BALLOT MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE ENCLOSED ENVELOPE)
OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

**The Roman Catholic Bishop of Oakland
Ballot Processing c/o Verita
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245**

OR

ELECTRONIC ONLINE SUBMISSION

Alternatively, parties may submit a Ballot via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the Debtors’ case website, <https://veritaglobal.net/rcbo> clicking on the “E-Ballot” link on or before the Voting Deadline. Parties submitting a Ballot via the E-Balloting Portal must not submit a paper ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#:

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL APPLICABLE ITEMS BELOW. PLEASE REVIEW THE ACKNOWLEDGEMENT CONTAINED IN ITEM 3 AND FILL IN ALL OF THE INFORMATION REQUESTED. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

[Continued on the Next Page]

PLEASE COMPLETE THE FOLLOWING:

Item 1. Certification of Claim. For purposes of voting to accept or reject the Joint Plan, the undersigned certifies that as of the Voting Record Date, the undersigned holds a Claim in Class 4 (Abuse Claims) against the Debtor.

Item 2. Vote to Accept or Reject the Plan. Please vote below either to accept or to reject the Plan with respect to your Claim in Class 4. Any Ballot not marked either to accept or reject the Plan, or marked both to accept and to reject the Plan, shall not be counted in determining acceptance or rejection of the Plan. The undersigned, the holder of Claim in Class 4 (Abuse Claims) set forth in Item 1, votes as follows (check *only* one box below):

<input type="checkbox"/> ACCEPTS THE PLAN	<input type="checkbox"/> REJECTS THE PLAN
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Item 3. Election Regarding Immediate Distribution. Under section 9.7 of the Plan, Holders of Class 4 Claims (also called Abuse Claims) have the option of electing to receive an Immediate Distribution (as defined in section 1.1.65 of the Plan) within 30 days of the Effective Date in the amount of \$50,000. If you elect to receive an Immediate Distribution, all recovery on your Abuse Claim is limited to the Immediate Distribution, and you will not be able to seek any additional recovery on account of the Abuse Claim from any other party, including Non-Settling Insurers. Correspondingly, if you elect the Immediate Distribution, your Abuse Claim will not be scored or subject to Claim objections.

If you wish to elect to receive the Immediate Distribution, you may do so by checking the box below. Alternatively, you may elect to receive the Immediate Distribution at any time prior to the Effective Date of the Plan. **Before making the election below, you should carefully read Sections I.C. and VII.F of the Disclosure Statement.** If you do not make an election prior to the Effective Date of the Plan, you will be considered to have not elected the Immediate Distribution, and will be paid as a Trust Claimant.

The undersigned, the holder of the Claim in Class 4 (Abuse Claims) set forth in Item 1, elects as follows (check *only* one box below):

<input type="checkbox"/> I elect to receive an Immediate Distribution as the sole distribution I will receive under the Plan.
<input type="checkbox"/> I DO NOT elect to receive an Immediate Distribution.

Item 4. Opt-Out Release Form for Third Party Releases. Accompanying this Ballot is an Opt-Out Release Form for purposes of indicating whether you decline to grant releases of certain third parties as provided in Section 13.9 of the Plan, and described in Article II and Article III.F., III.G., and III.I. of the Disclosure Statement. **If you do not wish to grant the releases in Section 13.9 of the Plan, then you need to check the box in Item 2 of the accompanying Opt-Out Release Form and return that completed form with your Ballot.** You will be deemed to have consented to grant the releases in Section 13.9 of the Plan and be subject to the injunctions in Section 13.10 of the Plan if: (i) you return this Ballot and do not return the Opt-Out Release Form regardless of whether you vote to accept or reject the Plan; (ii) you return this Ballot and return this Opt-Out Release Form, but do not affirmatively elect not to grant the release found in section 13.9 of the Plan; or (iii) you do not return the Ballot or the Opt-Out Release Form.

Item 5. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials, and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein. The undersigned claimant certifies that as of the Voting Record Date he or she is the holder of the Claim identified in Item 1 above (or is the authorized signatory of such holder). The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot failing to indicate either acceptance or rejection of the Plan, or indicating both acceptance and rejection of the Plan, will not be counted.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Debtor mailed this Ballot to you for the purpose of soliciting your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement, including all exhibits thereto. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THE BALLOT.**
2. Item 1. Confirm that Item 1 is correct.
3. Item 2. In one of the boxes provided in Item 2 of the Ballot, please indicate acceptance or rejection of the Plan (not both). If you hold multiple claims in Class 4, the Debtor will aggregate those claims for voting purposes as one (1) claim. You must vote your entire Class 4 Claim to accept or reject the Plan. You may not split your vote.
4. Item 3. Indicate whether you wish to elect the Immediate Distribution by checking the appropriate box.
5. Item 4. Review the information provided and indicate whether you opt out of providing the releases in Section 13.9 of the Plan by returning the accompanying Opt-Out Release Form.
6. Item 5. Review the certifications and acknowledgements in Item 5. Complete the Ballot by providing all the information requested in Item 5.
7. **SIGN THE BALLOT.**
8. The Debtor will not count any executed ballot received that either (a) does not indicate either an acceptance or rejection of the plan, or (b) that indicates both an acceptance and rejection of the Plan.
9. **BALLOTS RECEIVED AFTER THE VOTING DEADLINE WILL NOT BE COUNTED.**
10. If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing and, if requested, submit satisfactory evidence of your authority to do so (e.g., a power of attorney).
11. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
12. In the event that (i) the Debtor revokes or withdraws the Plan, or (ii) the Confirmation Order is not entered or the Effective Date of the Plan does not occur, this Ballot shall automatically be null and void and deemed withdrawn without any requirement of affirmative action by or notice to you.

IF YOU (1) HAVE ANY QUESTIONS REGARDING THIS BALLOT, (2) DID NOT RECEIVE A RETURN ENVELOPE, (3) DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR (4) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIAL, PLEASE CONTACT VERITA, THE DEBTORS CLAIMS AND VOTING AGENT AT (888)-733-1425 (U.S./CANADA) OR (310)-751-2631 (INTERNATIONAL), OR EMAIL RCBOINFO@VERITAGLOBAL.COM. VERITA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.

PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT.

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Exhibit 4

Form of Ballot for Class 5 (Unknown Abuse Claims)

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

**BALLOT FOR ACCEPTING OR REJECTING THE DEBTOR'S PLAN OF
REORGANIZATION**

CLASS 5 – Unknown Abuse Claims

**THE VOTING DEADLINE TO ACCEPT OR REJECT
THE PLAN IS 5:00 P.M., PREVAILING PACIFIC TIME,
ON [•] [•], 2025 (the “Voting Deadline”)**

This ballot (the “Ballot”) is provided to you to solicit your vote to accept or reject the *Chapter 11 Plan of Reorganization for The Roman Catholic Bishop of Oakland* dated November 8, 2024 (as may be amended from time to time, the “Plan”), for the Roman Catholic Bishop of Oakland (the “Debtor”), in the above-captioned Bankruptcy Case.¹

Please use this Ballot to cast your vote to accept or reject the Plan on behalf of Holders of Unknown Abuse Claims (as defined in the Plan) against the Debtor based on sexual abuse that arose before the May 8, 2023, filing of the Debtor’s Bankruptcy Case.

The Bankruptcy Court has approved a *Disclosure Statement for Debtor’s Plan of Reorganization* filed on November 8, 2024 (the “Disclosure Statement”) with respect to the Plan. A copy of the Disclosure Statement, along with the Plan, was included in the package of materials you received with this Ballot (the “Solicitation Package”). The Disclosure Statement provides information to assist you in deciding how to vote on the Plan. If you do not have the Solicitation Package, you may obtain a copy free of charge from the website for the Chapter 11 Case at <https://veritaglobal.net/rcbo>. Copies of the Disclosure Statement and Plan will also be on file with the Office of the Clerk of the Court for review during normal business hours (a fee may be charged).

You should review the Disclosure Statement and the Plan in their entirety before you vote. You may wish to seek independent legal advice concerning the Plan and the classification and treatment of the Unknown Abuse Claims under the Plan.

The Bankruptcy Court’s approval of the Disclosure Statement does not indicate its approval of the Plan. The Plan will be confirmed by the Bankruptcy Court and thereby made binding on you only if the Plan (i) is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class of Claims that vote on the Plan, and (ii) otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.
Case: 23-40523 Doc# 1453-4 Filed: 11/13/24 Entered: 11/13/24 14:16:36 Page 2
of 6

obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds the Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (ii) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

If your Ballot is not received on or before [•] [•], 2025 at 5:00 P.M. (PT) and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. To have your vote counted, please complete, sign, and date this ballot and return it so that it is received no later than the Voting Deadline, as follows:

SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY

**YOUR BALLOT MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE ENCLOSED ENVELOPE)
OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

**The Roman Catholic Bishop of Oakland
Ballot Processing c/o Verita
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245**

OR

ELECTRONIC ONLINE SUBMISSION

Alternatively, parties may submit a Ballot via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the Debtors’ case website, <https://veritaglobal.net/rcbo> clicking on the “E-Ballot” link on or before the Voting Deadline. Parties submitting a Ballot via the E-Balloting Portal must not submit a paper ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#: _____

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL APPLICABLE ITEMS BELOW. PLEASE REVIEW THE ACKNOWLEDGEMENT CONTAINED IN ITEM 3 AND FILL IN ALL OF THE INFORMATION REQUESTED. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

PLEASE COMPLETE THE FOLLOWING:

Item 1. Certification of Claim. For purposes of voting to accept or reject the Joint Plan, the undersigned certifies that as of the Voting Record Date, the undersigned is the duly appointed Unknown Abuse Claims Representative in this Bankruptcy Case for holders Claim in Class 5 (Unknown Abuse Claims) against the Debtor. For voting purposes only, you will vote a single Class 5 Claim valued at \$1.00. This amount shall have no effect on the amount of any distribution a Class 5 Claim may receive and is solely for

purposes tabulating votes.

Item 2. Vote to Accept or Reject the Plan. Please vote below either to accept or to reject the Plan with respect to the Class 5 Claims. Any Ballot not marked either to accept or reject the Plan, or marked both to accept and to reject the Plan, shall not be counted in determining acceptance or rejection of the Plan. The undersigned, the Unknown Abuse Claims Representative on behalf of Class 5 Unknown Abuse Claims votes as follows (check *only* one box below):

☐ ACCEPTS THE PLAN

☐ REJECTS THE PLAN

Item 3. Election Regarding Immediate Distribution. Under section 9.7 of the Plan, Holders of Class 5 Abuse Claims have the option of electing to receive an Immediate Distribution (as defined in section 1.1.65 of the Plan) within 30 days of the Effective Date in the amount of \$50,000. If you elect to receive an Immediate Distribution, all recovery on your Abuse Claim is limited to the Immediate Distribution, and you will not be able to seek any additional recovery on account of the Abuse Claim from any other party, including Non-Settling Insurers. Correspondingly, if you elect the Immediate Distribution, your Abuse Claim will not be scored or subject to Claim objections.

If you wish to elect to receive the Immediate Distribution, you may do so by checking the box below. Alternatively, you may elect to receive the Immediate Distribution at any time prior to the Effective Date of the Plan. **Before making the election below, you should carefully read Sections I.C. and VII.F of the Disclosure Statement.** If you do not make an election prior to the Effective Date of the Plan, you will be considered to have not elected the Immediate Distribution, and will be paid as a Trust Claimant.

The undersigned, the duly appointed Unknown Abuse Claims Representative set forth in Item 1, elects as follows (check *only* one box below) on behalf of Holders of Unknown Abuse Claims:

☐ I elect to receive an Immediate Distribution as the sole distribution I will receive under the Plan.

☐ I DO NOT elect to receive an Immediate Distribution.

Item 4. Opt-Out Release Form for Third Party Releases. Accompanying this Ballot is an Opt-Out Release Form for purposes of indicating whether you decline to grant releases of certain third parties as provided in Section 13.9 of the Plan, and described in Article II and Article III.F., III.G., and III.I. of the Disclosure Statement. **If you do not wish to grant the releases in Section 13.9 of the Plan, then you need to check the box in Item 2 of the accompanying Opt-Out Release Form and return that completed form with your Ballot.** You will be deemed to have consented to grant the releases in Section 13.9 of the Plan if: (i) you return this Ballot and do not return the Opt-Out Release Form regardless of whether you vote to accept or reject the Plan; (ii) you return this Ballot and return this Opt-Out Release Form, but do not affirmatively elect not to grant the release found in section 13.9 of the Plan; or (iii) you do not return the Ballot or the Opt-Out Release Form.

Item 5. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials, and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein. The undersigned claimant certifies that as of the Voting Record Date he or she is the duly appointed Unknown Abuse Claims Representative. The undersigned understands that an otherwise properly completed,

executed, and timely returned Ballot failing to indicate either acceptance or rejection of the Plan, or indicating both acceptance and rejection of the Plan, will not be counted.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Debtor mailed this Ballot to you for the purpose of soliciting your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement, including all exhibits thereto. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THE BALLOT.**
 2. Item 1. Confirm that the information in Item 1 of the Ballot is correct.
 3. Item 2. In one of the boxes provided in Item 2 of the Ballot, please indicate acceptance or rejection of the Plan (not both).
 4. Item 3. Indicate whether you wish to elect the Immediate Distribution by checking the appropriate box.
 5. Item 4. Review the information provided and indicate whether you opt out of providing the releases in Section 13.9 of the Plan by returning the accompanying Opt-Out Release Form.
 6. Item 5. Review the certifications and acknowledgements in Item 5. Complete the Ballot by providing all the information requested in Item 5.
 7. **SIGN THE BALLOT.**
 8. The Debtor will not count any executed ballot received that either (a) does not indicate either an acceptance or rejection of the plan, or (b) that indicates both an acceptance and rejection of the Plan.
 9. **BALLOTS RECEIVED AFTER THE VOTING DEADLINE WILL NOT BE COUNTED.**
 10. If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing.
 11. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
 12. In the event that (i) the Debtor revokes or withdraws the Plan, or (ii) the Confirmation Order is not entered or the Effective Date of the Plan does not occur, this Ballot shall automatically be null and void and deemed withdrawn without any requirement of affirmative action by or notice to you.
- IF YOU (1) HAVE ANY QUESTIONS REGARDING THIS BALLOT, (2) DID NOT RECEIVE A RETURN ENVELOPE, (3) DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR (4) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIAL, PLEASE CONTACT VERITA, THE DEBTORS CLAIMS AND VOTING AGENT AT (888)-733-1425 (U.S./CANADA) OR (310)-751-2631 (INTERNATIONAL), OR EMAIL RCBOINFO@VERITAGLOBAL.COM. VERITA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.**
- PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT.**

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Exhibit 5

Form of Ballot for Class 6 (Non-Abuse Litigation Claims)

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 OAKLAND DIVISION

4 In re:

5 THE ROMAN CATHOLIC BISHOP OF
6 OAKLAND, a California corporation sole,
7 Debtor.

Case No. 23-40523 WJL

Chapter 11

8 **BALLOT FOR ACCEPTING OR REJECTING THE DEBTOR'S PLAN OF**
9 **REORGANIZATION**

10 *CLASS 6 – Non-Abuse Litigation Claims*

11 **THE VOTING DEADLINE TO ACCEPT OR REJECT
12 THE PLAN IS 5:00 P.M., PREVAILING PACIFIC TIME,
13 ON [•] [•], 2024 (the "Voting Deadline")**

14 This ballot (the "Ballot") is provided to you to solicit your vote to accept or reject the *Debtor's Plan of Reorganization for The Roman Catholic Bishop of Oakland* dated and filed on November 8, 2024 (as may be amended from time to time, the "Plan"), for the Roman Catholic Bishop of Oakland (the "Debtor"), in the above-captioned Chapter 11 Case.¹

15 **Please use this Ballot to cast your vote to accept or reject the Plan if you are, as of [•]**
16 **[•], 2024 (the "Voting Record Date"), a holder of a Non-Abuse Litigation Claim against the**
17 **Debtor that arose before the May 8, 2023, filing of the Debtor's Bankruptcy Case.**

18 The Bankruptcy Court has approved a *Disclosure Statement for Debtor's Plan of Reorganization*
19 filed on November 8, 2024 (the "Disclosure Statement") with respect to the Plan. A copy of the
20 Disclosure Statement, along with the Plan, was included in the package of materials you received with
21 this Ballot (the "Solicitation Package"). The Disclosure Statement provides information to assist you in
22 deciding how to vote on the Plan. If you do not have the Solicitation Package, you may obtain a copy
free of charge from the website for the Chapter 11 Case at <https://veritaglobal.net/rcbo>. Copies of the
Disclosure Statement and Plan will also be on file with the Office of the Clerk of the Court for review
during normal business hours (a fee may be charged).

23 **You should review the Disclosure Statement and the Plan in their entirety before you vote.**
24 **You may wish to seek independent legal advice concerning the Plan and the classification and**
25 **treatment of your Claim under the Plan. Your claim has been placed in Class 6 (Non-Abuse**
26 **Litigation Claims) under the Plan. If you hold claims in more than one class under the Plan, you**
27 **will receive a Ballot for each class in which you are entitled to vote.**

28 The Bankruptcy Court's approval of the Disclosure Statement does not indicate its approval of
the Plan. The Plan will be confirmed by the Bankruptcy Court and thereby made binding on you only if

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.
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of 6

the Plan (i) is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class of Claims that vote on the Plan, and (ii) otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds the Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (ii) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

If your Ballot is not received on or before [•] [•], 2025 at 5:00 P.M. (PT) and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. To have your vote counted, please complete, sign, and date this ballot and return it so that it is received no later than the Voting Deadline, as follows:

SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY

**YOUR BALLOT MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE ENCLOSED ENVELOPE)
OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

**The Roman Catholic Bishop of Oakland
Ballot Processing c/o Verita
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245**

OR

ELECTRONIC ONLINE SUBMISSION

Alternatively, parties may submit a Ballot via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the Debtors’ case website, <https://veritaglobal.net/rcbo> clicking on the “E-Ballot” link on or before the Voting Deadline. Parties submitting a Ballot via the E-Balloting Portal must not submit a paper ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#: _____

The Debtor's books and records indicate that you hold and/or have asserted a claim in the following Class and amount:

Class: 6 (Non-Abuse Litigation Claims)

Amount:

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL APPLICABLE ITEMS BELOW. PLEASE REVIEW THE ACKNOWLEDGEMENT CONTAINED IN ITEM 3 AND FILL IN ALL OF THE INFORMATION REQUESTED. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

PLEASE COMPLETE THE FOLLOWING:

Item 1. Voting Amount. The undersigned certifies that, as of the Voting Record Date, the undersigned held a Claim or Claims in Class 6 (Non-Abuse Litigation Claims) against the Debtor in the following aggregate amount:

\$ _____²

Item 2. Vote to Accept or Reject the Plan. Please vote below either to accept or to reject the Plan with respect to your Claim or Claims in Class 6. Any Ballot not marked either to accept or reject the Plan, or marked both to accept and to reject the Plan, shall not be counted in determining acceptance or rejection of the Plan. The undersigned, the holder of a Claim or Claims in Class 6 (Non-Abuse Litigation Claims) set forth in Item 1, votes as follows (check *only* one box below):

☐ ACCEPTS THE PLAN

☐ REJECTS THE PLAN

[Continued on Next Page]

² For voting purposes only, and subject to tabulation rules.

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials, and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein. The undersigned claimant certifies that as of the Voting Record Date he or she is the holder of the Claim or Claims identified in Item 1 above (or is the authorized signatory of such holder). The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot failing to indicate either acceptance or rejection of the Plan, or indicating both acceptance and rejection of the Plan, will not be counted.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Debtor mailed this Ballot to you for the purpose of soliciting your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement, including all exhibits thereto. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THE BALLOT.**
2. Item 1. Complete Item 1.
3. Item 2. In one of the boxes provided in Item 2 of the Ballot, please indicate acceptance or rejection of the Plan (not both). If you hold multiple claims in Class 6, the Debtor will aggregate those claims for voting purposes as one (1) claim. You must vote your entire Class 6 Non-Abuse Litigation Claim to accept or reject the Plan. You may not split your vote.
4. Item 3. Review the certifications and acknowledgements in Item 3. Complete the Ballot by providing all the information requested in Item 3.
5. **SIGN THE BALLOT.**
6. The Debtor will not count any executed ballot received that either (a) does not indicate either an acceptance or rejection of the plan, or (b) that indicates both an acceptance and rejection of the Plan.
7. **BALLOTS RECEIVED AFTER THE VOTING DEADLINE WILL NOT BE COUNTED.**
8. If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing and, if requested, submit satisfactory evidence of your authority to do so (*e.g.*, a power of attorney).
9. The amounts set forth on the Ballot **are solely for purposes of voting** to accept or reject the Plan. The Ballot does not constitute an allowance of your Claim for purposes of distribution under the Plan and is without prejudice to the rights of the Debtor or any other party (*i.e.*, the right of the Debtor or any other party to contest the amount or validity of any Claim for purposes of allowance or distribution under the Plan).
10. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
11. In the event that (i) the Debtor revokes or withdraws the Plan, or (ii) the Confirmation Order is not entered or the Effective Date of the Plan does not occur, this Ballot shall automatically be null and void and deemed withdrawn without any requirement of affirmative action by or notice to you.

IF YOU (1) HAVE ANY QUESTIONS REGARDING THIS BALLOT, (2) DID NOT RECEIVE A RETURN ENVELOPE, (3) DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR (4) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIAL, PLEASE CONTACT VERITA, THE DEBTORS CLAIMS AND VOTING AGENT AT (888)-733-1425 (U.S./CANADA) OR (310)-751-2631 (INTERNATIONAL), OR EMAIL RCBOINFO@VERITAGLOBAL.COM. VERITA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.

PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT.

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Exhibit 6

Form of Ballot for Class 8 (OPF Claim)

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 OAKLAND DIVISION

4 In re:

5 THE ROMAN CATHOLIC BISHOP OF
6 OAKLAND, a California corporation sole,
7 Debtor.

Case No. 23-40523 WJL

Chapter 11

8 **BALLOT FOR ACCEPTING OR REJECTING THE DEBTOR'S PLAN OF**
9 **REORGANIZATION**

10 ***CLASS 8 – OPF Claim***

11 **THE VOTING DEADLINE TO ACCEPT OR REJECT
12 THE PLAN IS 5:00 P.M., PREVAILING PACIFIC TIME,
13 ON [•] [•], 2025 (the “Voting Deadline”)**

14 This ballot (the “Ballot”) is provided to you to solicit your vote to accept or reject the *Debtor’s*
15 *Plan of Reorganization for The Roman Catholic Bishop of Oakland* dated and filed on November 8,
16 2024 (as may be amended from time to time, the “Plan”), for the Roman Catholic Bishop of Oakland
17 (the “Debtor”), in the above-captioned Chapter 11 Case.¹

18 **Please use this Ballot to cast your vote to accept or reject the Plan if you are, as of [•]**
19 **[•], 2024 (the “Voting Record Date”), a holder of the OPF Claim against the Debtor (as defined**
20 **in the Plan).**

21 The Bankruptcy Court has approved a *Disclosure Statement for Debtor’s Plan of Reorganization*
22 filed on November 8, 2024 (the “Disclosure Statement”) with respect to the Plan. A copy of the
23 Disclosure Statement, along with the Plan, was included in the package of materials you received with
24 this Ballot (the “Solicitation Package”). The Disclosure Statement provides information to assist you in
25 deciding how to vote on the Plan. If you do not have the Solicitation Package, you may obtain a copy
26 free of charge from the website for the Chapter 11 Case at <https://veritaglobal.net/rcbo>. Copies of the
27 Disclosure Statement and Plan will also be on file with the Office of the Clerk of the Court for review
28 during normal business hours (a fee may be charged).

29 **You should review the Disclosure Statement and the Plan in their entirety before you vote.**
30 **You may wish to seek independent legal advice concerning the Plan and the classification and**
31 **treatment of your Claim under the Plan. Your claim has been placed in Class 8 (OPF Claim)**
32 **under the Plan. If you hold claims in more than one class under the Plan, you will receive a Ballot**
33 **for each class in which you are entitled to vote.**

34 The Bankruptcy Court’s approval of the Disclosure Statement does not indicate its approval of
35 the Plan. The Plan will be confirmed by the Bankruptcy Court and thereby made binding on you only if

36 ¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.
37 Case: 23-40523 Doc# 1453-6 Filed: 11/13/24 Entered: 11/13/24 14:16:36 Page 2
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the Plan (i) is accepted by the holders of at least two-thirds in amount and more than one-half in number of the Claims in each impaired Class of Claims that vote on the Plan, and (ii) otherwise satisfies the applicable requirements of section 1129(a) of the Bankruptcy Code. If the requisite acceptances are not obtained, the Bankruptcy Court nonetheless may confirm the Plan if it finds the Plan (i) provides fair and equitable treatment to, and does not unfairly discriminate against, the Class or Classes rejecting the Plan and (ii) otherwise satisfies the requirements of section 1129(b) of the Bankruptcy Code.

If your Ballot is not received on or before [•] [•], 2025 at 5:00 P.M. (PT) and such deadline is not extended, your vote will not count as either an acceptance or rejection of the Plan. To have your vote counted, please complete, sign, and date this ballot and return it so that it is received by the Verita no later than the Voting Deadline, as follows:

SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY

**YOUR BALLOT MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE ENCLOSED ENVELOPE)
OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

**The Roman Catholic Bishop of Oakland
Ballot Processing c/o Verita
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245**

OR

ELECTRONIC ONLINE SUBMISSION

Alternatively, parties may submit a Ballot via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the Debtors’ case website, <https://veritaglobal.net/rcbo> clicking on the “E-Ballot” link on or before the Voting Deadline. Parties submitting a Ballot via the E-Balloting Portal must not submit a paper ballot.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized E-Ballot:

Unique E-Ballot ID#: _____

The Debtor's books and records indicate that you hold and/or have asserted a claim in the following Class and amount:

Class: 8 (OPF Claim)

Amount:

PLEASE READ THE ATTACHED VOTING INFORMATION AND INSTRUCTIONS BEFORE COMPLETING THIS BALLOT.

PLEASE COMPLETE ALL APPLICABLE ITEMS BELOW. PLEASE REVIEW THE ACKNOWLEDGEMENT CONTAINED IN ITEM 3 AND FILL IN ALL OF THE INFORMATION REQUESTED. IF THIS BALLOT IS NOT SIGNED ON THE APPROPRIATE LINES BELOW, THIS BALLOT WILL NOT BE VALID OR COUNTED AS HAVING BEEN CAST.

PLEASE COMPLETE THE FOLLOWING:

Item 1. Voting Amount. The undersigned certifies that, as of the Voting Record Date, the undersigned held the OPF Claim or Claims in Class 8 (OPF Claim) against the Debtor in the following aggregate amount:

\$ _____²

Item 2. Vote to Accept or Reject the Plan. Please vote below either to accept or to reject the Plan with respect to your Claim in Class 8. Any Ballot not marked either to accept or reject the Plan, or marked both to accept and to reject the Plan, shall not be counted in determining acceptance or rejection of the Plan. The undersigned, the holder of the Claim in Class 8 (OPF Claim) set forth in Item 1, votes as follows (check *only* one box below):

☐ ACCEPTS THE PLAN

☐ REJECTS THE PLAN

[Continued on Next Page]

² For voting purposes only, and subject to tabulation rules.

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials, and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth herein. The undersigned claimant certifies that as of the Voting Record Date he or she is the holder of the Claim or Claims identified in Item 1 above (or is the authorized signatory of such holder). The undersigned understands that an otherwise properly completed, executed, and timely returned Ballot failing to indicate either acceptance or rejection of the Plan, or indicating both acceptance and rejection of the Plan, will not be counted.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

VOTING INFORMATION AND INSTRUCTIONS FOR COMPLETING THE BALLOT

1. The Debtor mailed this Ballot to you for the purpose of soliciting your vote to accept or reject the Plan. The terms of the Plan are described in the Disclosure Statement, including all exhibits thereto. **PLEASE READ THE PLAN AND DISCLOSURE STATEMENT CAREFULLY BEFORE COMPLETING THE BALLOT.**
2. Item 1. Complete Item 1.
3. Item 2. In one of the boxes provided in Item 2 of the Ballot, please indicate acceptance or rejection of the Plan (not both). If you hold multiple claims in Class 8, the Debtor will aggregate those claims for voting purposes as one (1) claim. You must vote your entire Class 8 OPF Claim to accept or reject the Plan. You may not split your vote.
4. Item 3. Review the certifications and acknowledgements in Item 3. Complete the Ballot by providing all the information requested in Item 3.
5. **SIGN THE BALLOT.**
6. The Debtor will not count any executed ballot received that either (a) does not indicate either an acceptance or rejection of the plan, or (b) that indicates both an acceptance and rejection of the Plan.
7. **BALLOTS RECEIVED AFTER THE VOTING DEADLINE WILL NOT BE COUNTED.**
8. If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing and, if requested, submit satisfactory evidence of your authority to do so (*e.g.*, a power of attorney).
9. The amounts set forth on the Ballot **are solely for purposes of voting** to accept or reject the Plan. The Ballot does not constitute an allowance of your Claim for purposes of distribution under the Plan and is without prejudice to the rights of the Debtor or any other party (*i.e.*, the right of the Debtor or any other party to contest the amount or validity of any Claim for purposes of allowance or distribution under the Plan).
10. The Ballot does not constitute and shall not be deemed a Proof of Claim or an assertion of a Claim.
11. In the event that (i) the Debtor revokes or withdraws the Plan, or (ii) the Confirmation Order is not entered or the Effective Date of the Plan does not occur, this Ballot shall automatically be null and void and deemed withdrawn without any requirement of affirmative action by or notice to you.

IF YOU (1) HAVE ANY QUESTIONS REGARDING THIS BALLOT, (2) DID NOT RECEIVE A RETURN ENVELOPE, (3) DID NOT RECEIVE A COPY OF THE DISCLOSURE STATEMENT OR PLAN, OR (4) NEED ADDITIONAL COPIES OF THE BALLOT OR OTHER ENCLOSED MATERIAL, PLEASE CONTACT VERITA, THE DEBTORS CLAIMS AND VOTING AGENT AT (888)-733-1425 (U.S./CANADA) OR (310)-751-2631 (INTERNATIONAL), OR EMAIL RCBOINFO@VERITAGLOBAL.COM. VERITA IS NOT AUTHORIZED TO, AND WILL NOT, PROVIDE LEGAL ADVICE.

PLEASE DO NOT DIRECT ANY INQUIRIES TO THE BANKRUPTCY COURT.

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Exhibit 7
Opt-Out Release Form

1 UNITED STATES BANKRUPTCY COURT
2 NORTHERN DISTRICT OF CALIFORNIA
3 OAKLAND DIVISION

4 In re:

5 THE ROMAN CATHOLIC BISHOP OF
6 OAKLAND, a California corporation sole,

7 Debtor.

Case No. 23-40523 WJL

Chapter 11

8 **OPT-OUT RELEASE FORM**

9 You are receiving this opt-out election form (the “Opt-Out Release Form”) because (1) you are
10 or may be a Holder of a Claim in Class 4 (Abuse Claims) or Class 5 (Unknown Abuse Claims) under
11 the *Debtor’s Plan of Reorganization* dated and filed November 8, 2024 (as may be amended from time
12 to time, the “Plan”), for the Roman Catholic Bishop of Oakland (the “Debtor”), in the above-captioned
13 Chapter 11 Case;¹ and (2) you may assert claims against certain non-debtor affiliates of the Debtor,
14 including the Roman Catholic Welfare Corporation.

15 As of the Effective Date of the Plan, certain release, injunction, exculpation and discharge
16 provisions set forth in Article XIII of the Plan will become effective. **These include the “Releases by
17 Holders of Abuse Claims” set forth in Section 13.9 of the Plan, and in Schedule 1 attached hereto
18 (the “Third Party Release”). The Third-Party Release provides for release by consenting
19 claimants of claims against certain non-debtor affiliates of the Debtor, including the Roman
20 Catholic Welfare Corporation.**

21 In accordance with the terms of the Plan, **you will be deemed to grant the Third Party Release
22 unless you “opt out” of the Third Party Release by timely completing and returning this Opt-Out
23 Release Form.**

24 **If you do not wish to grant the Third Party Release you must complete, sign and return
25 this Opt-Out Release Form actually received no later than [•] [•], 2025 at 5:00 P.M. (PT)
26 (the “Release Opt-Out Deadline”), as follows:**

27 **SUBMISSION BY MAIL, OVERNIGHT, OR PERSONAL DELIVERY**

28 **YOUR OPT-OUT RELEASE FORM MUST BE SENT *VIA* FIRST CLASS MAIL (IN THE
ENCLOSED ENVELOPE)
OR *VIA* OVERNIGHT COURIER OR PERSONAL DELIVERY TO:**

**The Roman Catholic Bishop of Oakland
Ballot Processing c/o Verita
222 N. Pacific Coast Highway, 3rd Floor
El Segundo, CA 90245**

OR

¹ Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.
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of 6

ELECTRONIC ONLINE SUBMISSION

Alternatively, parties may submit a this Opt-Out Release Form via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the Debtors’ case website, <https://veritaglobal.net/rcbo> clicking on the “E-Ballot” link on or before the Voting Deadline.

IMPORTANT NOTE: You will need the following information to retrieve and submit your customized Opt-Out Release Form:

Unique Opt-Out ID#: _____

The E-Balloting Portal is the sole manner in which Opt-Out Release Forms will be accepted via electronic or online transmission. Opt-Out Release Forms submitted by facsimile, email or other means of electronic transmission will not be accepted.

Each Unique E-Opt-Out ID# is to be used solely for opting out of the Third Party Release on account of the Claims identified in Item 1 of your Opt-Out Release Form (below).

THIS OPT-OUT RELEASE FORM MUST BE ACTUALLY RECEIVED BY THE BALLOTING AGENT ON OR BEFORE THE RELEASE OPT-OUT DEADLINE OF [•] [•], 2025 AT 5:00 P.M. (PT) . IF THIS RELEASE FORM IS RECEIVED AFTER THE RELEASE OPT-OUT DEADLINE, IT WILL NOT BE COUNTED AND YOU WILL BE DEEMED TO HAVE CONSENTED TO THE THIRD-PARTY RELEASE IN THE PLAN.

PLEASE COMPLETE THE FOLLOWING:

Item 1. Certification of Claim. The undersigned certifies that the undersigned holds a Claim against the Debtor in Class 4.

Item 2. Opt-Out of Third Party Release. By checking this box, the undersigned Holder of a Claim in Class 4 (Abuse Claims):

☐ Elects **not** to grant the Third Party Release contained in Section 13.9 of the Plan.

PLEASE BE ADVISED THAT BY CHECKING THE BOX ABOVE YOU ELECT NOT TO GRANT THE THIRD PARTY RELEASE AGAINST THE “RELEASED PARTIES” AS THAT TERM IS DEFINED IN THE PLAN. YOU MUST AFFIRMATIVELY CHECK THE BOX ABOVE IN ORDER TO OPT-OUT OF THE THIRD PARTY RELEASE.

PLEASE ALSO BE ADVISED THAT THE DEBTOR RELEASE CONTAINED IN SECTION 13.8 OF THE PLAN IS SEPARATE FROM AND INDEPENDENT OF THE THIRD PARTY RELEASE. IF YOU OBJECT TO THE DEBTOR RELEASE, YOU MUST FILE A SEPARATE OBJECTION WITH THE BANKRUPTCY COURT IN ACCORDANCE WITH THE PROCEDURES DESCRIBED IN THE DISCLOSURE STATEMENT ORDER.

Item 3. Acknowledgments. By signing this Ballot, the undersigned acknowledges receipt of a copy of the Disclosure Statement, the Plan, and the other applicable solicitation materials. The undersigned claimant certifies that he or she is the Holder of the Claim or Claims identified in Item 1 above (or authorized signatory of such holder).

YOUR RECEIPT OF THIS OPT-OUT RELEASE FORM DOES NOT SIGNIFY THAT YOUR CLAIM HAS BEEN OR WILL BE ALLOWED.

Print Name of Creditor

Signature

Name and Title of Signatory (if different than creditor)

Street Address

E-mail Address

Telephone Number

Date Completed

Schedule 1 to Opt-Out Release Form: Third-Party Release From Plan

13.9. Releases by Holders of Abuse Claims. As of the Effective Date, except for the rights that remain in effect from and after the Effective Date to enforce the Plan and the Confirmation Order, pursuant to Section 1123(b) of the Bankruptcy Code, for good and valuable consideration, the adequacy of which is hereby confirmed, including the service of the Released Parties to facilitate and implement the reorganization of the Debtor, as an integral component of the Plan, and except as otherwise expressly provided in the Plan or the Confirmation Order, to the maximum extent permitted under applicable law, as such law may be extended subsequent to the Effective Date, all Holders of Abuse Claims (including without limitation Unknown Abuse Claims and any Abuse Claims that are Disputed Claims) that have not affirmatively opted out of the Releases pursuant to Section 6.2 of the Plan, shall, and shall be deemed to, expressly, conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release each and all of the Released Parties and their respective property and successors and assigns of and from all Abuse Claims and any and all Claims and Causes of Action whatsoever, whether known or unknown, asserted or unasserted, derivative or direct, foreseen or unforeseen, existing or hereinafter arising, in law, equity, or otherwise, whether for tort, fraud, contract, veil piercing or alter-ego theories of liability, successor liability, contribution, indemnification, joint liability, or otherwise, arising from or related in any way to such Abuse Claims.

13.10. Injunction Related to Releases. As of the Effective Date, all Holders of Claims that are the subject of Section 13.9 of the Plan are, and shall be, expressly, conclusively, absolutely, unconditionally, irrevocably, and forever stayed, restrained, prohibited, barred and enjoined from taking any of the following actions against any Released Party or its property or successors or assigns on account of or based on the subject matter of such Claims, whether directly or indirectly, derivatively or otherwise: (a) commencing, conducting or continuing in any manner, directly or indirectly, any suit, action or other proceeding (including any judicial, arbitral, administrative or other proceeding) in any forum; (b) enforcing, attaching (including, without limitation, any prejudgment attachment), collecting, or in any way seeking to recover any judgment, award, decree, or other order; (c) creating, perfecting or in any way enforcing in any matter, directly or indirectly,

1 any lien or encumbrance; and/or (d) setting off, seeking reimbursement or contributions from, or
2 subrogation against, or otherwise recouping in any manner, directly or indirectly, any amount against
3 any liability or obligation that is discharged under Section 13.3 of the Plan or released under Section
4 13.9 of the Plan.

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Exhibit 8

Form of Confirmation Hearing Notice

FOLEY & LARDNER LLP

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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 WJL

Chapter 11

**NOTICE OF (A) HEARING TO CONSIDER
CONFIRMATION OF CHAPTER 11 PLAN
OF REORGANIZATION; (B) DEADLINES
FOR VOTING TO ACCEPT OR REJECT
PLAN AND FILING ANY OBJECTIONS TO
PLAN; AND (C) RELATED MATTERS**

Judge: Hon. William J. Lafferty

Date: [TBD]

Time: [TBD]

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

TO: THE COURT, ALL HOLDERS OF CLAIMS, AND PARTIES-IN-INTEREST

PLEASE TAKE NOTICE THAT:

Approval of Disclosure Statement. On [•] [•], 2024, the United States Bankruptcy Court for the Northern District of California (the “Bankruptcy Court”) entered an order [Docket. No [•]] (the “Disclosure Statement Order”) approving the *Disclosure Statement for Debtor’s Plan of Reorganization* dated and filed on November 8, 2024 [Docket No. 1445] (the “Disclosure Statement”) in connection with the *Debtor’s Plan of Reorganization* dated and filed on November 8, 2024 [Docket No. 1444] (together with the Plan Supplement and Exhibits thereto, as they may be amended, the “Plan”).¹ The Disclosure Statement Order authorizes the Debtor to solicit votes to accept or reject the Plan pursuant to chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”).

If you wish to review the Plan, Disclosure Statement, and/or Disclosure Statement Order (the “Plan Documents”), you may receive a copy of the Plan Documents free of charge from Kurtzman Carson Consultants, LLC dba Verita Global, the balloting agent retained by the Debtor in this Chapter 11 Case (“Verita”), by: (a) accessing the Chapter 11 case website at <https://veritaglobal.net/rcbo>; (b) writing to The Roman Catholic Bishop of Oakland Ballot Processing c/o Verita 222 N. Pacific Coast Highway, 3rd Floor El Segundo, CA 90245; (c) emailing at: RCBOInfo@veritaglobal.com; and/or (d) calling the case hotline at (866) 662-2072. Please be advised that Verita is authorized to answer questions and provide additional copies of solicitation materials but may **not** advise you as to whether you should object to the Plan, or provide any other legal advice. You may also obtain copies of any pleadings filed in this Chapter 11 Case for a fee via PACER at: <https://ecf.canb.uscourts.gov/bankruptcy>.

INFORMATION REGARDING CONFIRMATION HEARING

Confirmation Hearing. A hearing to consider confirmation of the Plan (the “Confirmation Hearing”), shall commence at [•] a.m. (prevailing Pacific time) on [•] [•], 2025 at the United States Bankruptcy Court, 1300 Clay Street, Oakland, California, before the Honorable William J. Lafferty, United States Bankruptcy Judge. The Confirmation Hearing may be adjourned or continued from time to time without further notice except as announced in open court or filed on the Court’s docket. The Debtor may modify the Plan, if necessary, prior to, during, or as a result of the Confirmation Hearing in accordance with the terms of the Plan without further notice.

The Hearing will be held in person in the courtroom, provided that (1) parties in interest may attend by Zoom Webinar/AT&T Teleconference; (2) additional information is available on Judge Lafferty’s Procedures page on the Court’s website, which is <http://www.canb.uscourts.gov>; and (3) information on how to attend the hearing by Zoom Webinar/AT&T Teleconference will be included with each calendar posted under Judge Lafferty’s calendar on the court’s website.

INFORMATION REGARDING VOTING TO CONFIRM OR REJECT PLAN

Record Date for Voting Purposes. Only holders of Claims in Class 3 (General Unsecured Claims), Class 4 (Abuse Claims), Class 5 (Unknown Abuse Claims), Class 6 (Non-Abuse Litigation Claims), and Class 8 (OPF Claim), each as described in the Disclosure Statement and Plan, as of [•] [•], 2024 (the “Voting Record Date”) are entitled to vote on the Plan.

Voting Procedures. If you are entitled to vote on the Plan, you will receive a Solicitation Package which shall include a copy of (i) the Disclosure Statement Order, (ii) this Notice, (iii) the Disclosure Statement, attached to which is the Plan, and (iv) a ballot (the “Ballot”). If you are a Holder of a Claim in Class 4 or Class 5, you will also receive an Opt-Out Release Form (the “Opt-Out Release Form”) for purposes of indicating whether you opt out of certain releases provided under the Plan. Please review the Ballot for specific instructions as to how to vote. **Failure to follow the voting instructions may disqualify your vote.**

¹ All capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan and Disclosure Statement, as applicable.

Voting Deadline. The deadline to vote on the Plan is [•] [•], 2025 at 5:00 p.m. (prevailing Pacific time) (the “Voting Deadline”). Your ballot must be sent by first class mail, overnight mail or hand delivery to **The Roman Catholic Bishop of Oakland Ballot Processing c/o Verita 222 N. Pacific Coast Highway, 3rd Floor El Segundo, CA 90245**, or submitted via electronic online transmission solely through the customized online balloting portal (the “E-Balloting Portal”) on the case website, <https://veritaglobal.net/rcbo> and must be **actually received** by the Voting Deadline. **Otherwise your vote will not be counted.** Ballots submitted by facsimile or email will not be counted.

Creditors and Parties in Interest Not Entitled to Vote. Only Holders of Claims in Classes 3, 4, 5, 6, and 8 are entitled to vote on the Plan. Holders of Administrative Claims, Priority Tax Claims, Professional Fee Claims, and U.S. Trustee Fee Claims (the “Unclassified Claims”), and Holders of Claims in Class 1 (RCC Secured Claim), Class 2 (Priority Unsecured Claims, other than Unclassified Claims), Class 7A (Contribution Claims Related to Class 4 Claims), and Class 7B (Contribution Claims Related to Class 5 Claims) are not entitled to vote on the Plan. Such holders will receive a Notice of Non-Voting Status instead of a Ballot. If you have timely filed a Proof of Claim and disagree with the Debtor’s classification of, objection to, or request for estimation of your Claim and believe you should be entitled to vote on the Plan, then you must serve counsel for the Debtor and file with the Court a motion (a “Rule 3018 Motion”) for an order pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) temporarily allowing your claim in a different amount or in a different class for purposes of voting to accept or reject the Plan. All Rule 3018 Motions must be filed **on or before** [•] [•], 2025. As to any creditor filing a Rule 3018 Motion, such creditor’s Ballot will not be counted unless/until otherwise ordered by the Court. Creditors may contact the Debtor’s counsel at the contact information listed herein to receive an appropriate Ballot for any claim for which a proof of claim has been timely filed and a Rule 3018 Motion has been granted. **Rule 3018 Motions that are not timely filed and served in the manner set forth above will not be considered.**

OBJECTIONS TO CONFIRMATION OF THE PLAN

Objections to confirmation of the Plan, if any, must (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the basis for the objection, and the specific grounds therefor; and (d) be filed with the Court and served so as to be actually received not later than [•] [•], 2025, by (i) counsel to the Debtor, Foley & Lardner, LLC, 555 California Street, Ste. 1700, San Francisco, CA 94104, Attn: Ann Marie Uetz (auez@foley.com), Matthew Lee (mdlee@foley.com), and Shane Moses (smoses@foley.com); (ii) the Office of the United States Trustee for the Northern District of California, Office of the United States Trustee, 450 Golden Gate Avenue, Room 05-0153, San Francisco, California 94102, Attn: Jason Blumberg (jason.blumberg@usdoj.gov), (iii) counsel to the Official Committee of Unsecured Creditors, Keller Benvenuti Kim LLP, 425 Market Street, 26th Floor San Francisco, California 94105, Attn: Gabrielle L. Albert (galbert@kbklp.com) and Lowenstein Sandler LLP, One Lowenstein Drive Roseland, New Jersey 07068, Attn: Jeffrey D. Prol (jprol@lowenstein.com) and Brent Weisenberg (bweisenberg@lowenstein.com); and (iv) those persons who have formally appeared and requested service in this case pursuant to Rule 2002 of the Federal Rules of Bankruptcy Procedure. **Any objections not timely filed and served in accordance with the provisions set forth above may not be considered by the Court.** **Failure to file and serve a timely objection may result waiver of any objection.**

PLAN RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS

The Plan proposes certain releases, injunctions, and exculpations in furtherance of the Plan, **including releases by Holders of Claims in Class 4 (Abuse Claims), and Class 5 (Unknown Abuse Claims) of Claims against certain non-debtor entities.** The Plan provides the Debtor (including its Churches), other related entities including the Roman Catholic Welfare Corporation of Oakland (“RCWC”) and Adventus (together with RCWC, the “Contributing Non-Debtor Catholic Entities”), and Settling Insurers (as defined in the Plan), shall receive the benefit of certain releases, exculpation, and injunctions, which are summarized below, and set forth in more detail in the Disclosure Statement and in the Plan.

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Exculpation. Section 13.6 of the Plan provides that the (a) the Exit Facility Lender, (b) the Debtor, including the Churches, (c) the Reorganized Debtor, including the Churches, (d) the Committee, (e) the Committee's members, (f) each Contributing Non-Debtor Catholic Entity, (g) the College of Consulters of the Diocese of Oakland and each of its members, (h) The Diocese of Oakland Finance Council and each of its members, (i) the Presbyteral Council of the Diocese of Oakland and each of its members, (j) the Meditators, (k) the Unknown Abuse Claims Representative, and (l) for each of the foregoing, their respective officers, directors, agents, employees, equity holders, attorneys, financial advisors, accountants, representatives, and other duly authorized employed Professionals in this Chapter 11 Case, will be released from certain of their acts and omissions that occurred from the Petition Date through Effective Date, or in preparation of the Chapter 11 Case. None of these parties will be exculpated for (i) any express contractual obligation owing by any such Person or Entity, (ii) willful misconduct or gross negligence, and (iii) with respect to Professionals, liability arising from claims of professional negligence which shall be governed by the standard of care otherwise applicable to professional negligence claims under applicable non-bankruptcy law. Nor shall these parties be exculpated with respect to their respective obligations or covenants arising under the Plan.

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Releases. The Plan states certain parties, including the Contributing Non-Debtor Catholic Entities, will be granted releases and a channeling injunction regarding all Abuse Claims to the extent such releases are granted by the Holders of those Claims in accordance with the terms of the Plan. **If the Plan is confirmed, Holders of Class 4 or Class 5 Claims will not be able to recover directly from or pursue further litigation against such parties to the extent such Holders granted them releases in accordance with the terms of the Plan and recoveries on account of Class 4 and Class 5 Claims will be limited by the terms of the Plan.**

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Injunctions. The Plan provides for certain injunctions, including a channeling injunction which will channel certain Claims, including all Abuse Claims against the Debtor or any of the Contributing Non-Debtor Catholic Entities, into the Survivors' Trust. This means that any Holder of a Claim that is channeled will no longer be permitted to pursue their Claim except as set forth in the Plan.

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If you are the Holder of an Abuse Claim in either Class 4 or Class 5, you have the ability to opt out of providing the releases and channeling injunction provisions of the Plan (see Sections 13.9, 13.10, 13.12, and 13.13) as they relate to the Contributing Non-Debtor Catholic Entities by affirmatively withholding consent or "opting out" of such releases and injunctions by submitting the Opt-Out Release Form included with the solicitation package sent to Holders of Abuse Claims (the "Opt-Out Release Form"). Opting out of the releases for Contributing Non-Debtor Catholic Entities does not change the proposed treatment for any Holder of an Abuse Claim except to the extent opting out results in a reduction of the amount such Contributing Non-Debtor Catholic Entity contributes to the Survivors' Trust.

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You may be deemed to grant releases to third parties under the Plan. Holders of a Class 4 or Class 5 Claim under the Plan who do not affirmatively opt out of the releases described in Section 13.9 of the Plan are deemed to have released the Contributing Non-Debtor Catholic Entities pursuant to Section 13.9 of the Plan, and their Claims will then be subject to a channeling injunction pursuant to Section 13.12 of the Plan. A Holder of a Class 4 or Class 5 Claim will have consented to the releases in Section 13.9 of the Plan and the injunctions in Section 13.10 of the Plan if such Holder: (i) returns their Ballot and does not return the Opt-Out Release Form regardless of whether they vote to accept or reject the Plan; (ii) returns the Ballot and returns the Opt-Out Release Form, but does not affirmatively elect not to grant the release found in section 13.9 of the Plan; or (iii) does not return either the Ballot or the Opt-Out Release Form.

If the Plan is confirmed by the Bankruptcy Court and the Effective Date occurs, all Holders of Claims against the Debtor, including all Holders of Abuse Claims, will be bound by the terms of the
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Plan and the transactions contemplated thereby, including the release provisions contained therein (including Holders of Claims who do not submit Ballots to accept or reject the Plan or who are not entitled to vote on the Plan, but excluding Holders of Abuse Claims who are entitled to, and affirmatively do, opt out of the release and channeling injunction provisions contained in the Plan).

Opt-Out Deadline. The deadline to submit an Opt-Out Release Form is [•] [•], 2024, at 5:00 p.m. (prevailing Pacific time) (the “**Opt-Out Deadline**”). Your Opt-Out Release Form must be sent by first class mail, overnight mail or hand delivery to The Roman Catholic Bishop of Oakland Ballot Processing c/o Verita 222 N. Pacific Coast Highway, 3rd Floor El Segundo, CA 90245, or submitted via electronic online transmission solely through the customized online balloting portal (the “**E-Balloting Portal**”) on the case website, <https://veritaglobal.net/rcbo> and must be *actually received* by the Opt-Out Release Form Deadline. **Otherwise your election to opt out of the releases in Section 13.9 of the Plan will not be effective.** Opt-Out Release Forms submitted by facsimile or email will not be counted.

DATED: December [], 2024

FOLEY & LARDNER LLP

Thomas F. Carlucci
Shane J. Moses
Ann Marie Uetz
Matthew D. Lee
Mark C. Moore

Shane J. Moses

*Counsel for the Debtor
and Debtor in Possession*

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Exhibit 9

Form of Notice of Non-Voting Status

FOLEY & LARDNER LLP

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Shane J. Moses (CA Bar No. 250533)
Tel: (415) 438-6404; smoses@foley.com
Ann Marie Uetz (admitted *pro hac vice*)
Tel: (313) 234-7114; auetz@foley.com
Matthew D. Lee (admitted *pro hac vice*)
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Mark C. Moore (admitted *pro hac vice*)
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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 WJL

Chapter 11

NOTICE OF NON-VOTING STATUS

TO: THE COURT, ALL HOLDERS OF CLAIMS, AND PARTIES-IN-INTEREST

PLEASE TAKE NOTICE THAT:

Approval of Disclosure Statement. On [•] [•], 2024, the United States Bankruptcy Court for the Northern District of California (the “Bankruptcy Court”) entered an order [Docket No [•]] (the “Disclosure Statement Order”) approving the *Disclosure Statement for Debtor’s Plan of Reorganization* dated and filed on November 8, 2024 [Docket No. 1445] (the “Disclosure Statement”) in connection with the *Debtor’s Plan of Reorganization* dated and filed on November 8, 2024 [Docket No. 1444] (together with the Plan Supplement and Exhibits thereto, as they may be amended, the “Plan”).¹ The Disclosure Statement Order authorizes the Debtor to solicit votes to accept or reject the Plan pursuant to chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “Bankruptcy Code”).

Non-Voting Status. Pursuant to Section 1126(f) of the Bankruptcy Code, creditors holding Claims in Class 1 (RCC Secured Claim) and Class 2 (Priority Unsecured Claims) under the Plan, which are unimpaired, are conclusively presumed to have accepted the Plan and not entitled to vote on the Plan. Also, pursuant to Section 1126(g) of the Bankruptcy Code, creditors holding Claims in Class 7A (Contribution Claims Related to Class 4 Claims) and Class 7B (Contribution Claims Related to Class 5 Claims) which shall neither receive nor retain any property under the Plan on account of such Claims, are

¹ All capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan.

conclusively presumed to have rejected the Plan and not entitled to vote on the Plan. Accordingly, the Debtor is not required to transmit a Solicitation Package to Holders of Claims in Classes 1, 2, 7A, and 7B of the Plan (each, a “Non-Voting Class”) pursuant to the Disclosure Statement Order. Instead, **you have been sent this notice because you have been identified as a Holder of a Claim in a Non-Voting Class.**

How to Obtain Additional Information or a Copy of the Plan and Disclosure Statement. If you wish to review the Plan, Disclosure Statement, Disclosure Statement Order, and/or notice of the hearing to consider confirmation of the plan (the “Plan Documents”), you may receive a copy of the Plan Documents free of charge from Kurtzman Carson Consultants, LLC dba Verita Global, the balloting agent retained by the Debtor in this Chapter 11 Case (“Verita”), by: (a) accessing the Chapter 11 Case website at <https://veritaglobal.net/rcbo>; (b) writing to The Roman Catholic Bishop of Oakland Ballot Processing c/o Verita 222 N. Pacific Coast Highway, 3rd Floor El Segundo, CA 90245; (c) emailing at: RCBOInfo@veritaglobal.com; and/or (d) calling the case hotline at (866) 662-2072. Please be advised that Verita is authorized to answer questions and provide additional copies of solicitation materials but may **not** advise you as to whether you should object to the Plan or provide any other legal advice. You may also obtain copies of any pleadings filed in this Chapter 11 Case for a fee via PACER at: <https://ecf.canb.uscourts.gov/bankruptcy>.

Additional Information Regarding Confirmation Hearing. Additional information regarding the hearing set to consider confirmation of the Plan, including the deadline for filing of objections to the plan, is provided in the *Notice of (A) Hearing to Consider Confirmation of Chapter 11 Plan of Reorganization; (B) Deadlines For Voting to Accept or Reject Plan and Filing Any Objections to Plan; And (C) Related Matters* (the “Confirmation Hearing Notice”) filed by the Debtor, a copy of which is provided together with this Notice of Non-Voting Status. A copy of the Confirmation Hearing Notice may also be obtained by contacting Verita as provided above. **Objections to the Plan not timely filed and served in accordance with the provisions of Confirmation Hearing Notice will be waived and not considered by the Court.**

DATED: December [], 2024

FOLEY & LARDNER LLP

Thomas F. Carlucci
Shane J. Moses
Ann Marie Uetz
Matthew D. Lee
Mark C. Moore

Shane J. Moses

*Counsel for the Debtor
and Debtor in Possession*