

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
	:	
THE ROMAN CATHOLIC DIOCESE OF	:	Case No. 20-12345 (MG)
ROCKVILLE CENTRE, NEW YORK, <sup>1</sup>	:	
	:	
Debtor.	:	

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**ORDER (I) APPROVING DISCLOSURE STATEMENT, (II) APPROVING FORM AND MANNER OF SERVICE OF DISCLOSURE STATEMENT NOTICE, (III) ESTABLISHING PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES TO ACCEPT OR REJECT PLAN OF REORGANIZATION, (IV) APPROVING RELATED NOTICE PROCEDURES, AND (V) SCHEDULING HEARING ON CONFIRMATION OF PLAN OF REORGANIZATION, OR, IN THE ALTERNATIVE, DISMISSING THE DEBTOR’S CHAPTER 11 CASE**

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This matter coming before the Court on the *Motion (A) For an Order (I) Approving Disclosure Statement, (II) Approving Form and Manner of Service of Disclosure Statement Notice, (III) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan of Reorganization, (IV) Approving Related Notice Procedures, and (V) Scheduling Hearing on Confirmation of Plan of Reorganization, or (B) In The Alternative Dismissing the Debtor’s Chapter 11 Case* (the “Motion”), filed by the above-captioned debtor and debtor in possession (the “Diocese” or the “Debtor”);<sup>2</sup> the Court having reviewed the Motion and related pleadings and having heard the statements of counsel regarding the relief requested in the Motion at a hearing before the Court (the “Hearing”); and the Court having determined that the legal and

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<sup>1</sup> The Debtor in this chapter 11 case is The Roman Catholic Diocese of Rockville Centre, New York, the last four digits of its federal tax identification number are 7437, and its mailing address is P.O. Box 9023, Rockville Centre, NY 11571-9023.

<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Motion or the applicable exhibits to the Motion, or, if not defined therein, the Disclosure Statement and the Plan.

factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein;

THE COURT HEREBY FINDS THAT:

- A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334.
- B. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
- C. Notice of the Motion and the Hearing was sufficient and appropriate under the circumstances and complied with the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.
- D. The relief requested in the Motion and granted herein is warranted under the circumstances and is in the best interests of the Debtor's estate and of creditors.
- E. The Debtor's Disclosure Statement, as filed with the Court on February 13, 2024, is hereby approved as providing holders of Claims entitled to vote on the Plan with adequate information concerning the particular facts and circumstances of this case to make an informed decision as to whether to vote to accept or reject the Plan in accordance with section 1125(a)(1) of the Bankruptcy Code.
- F. The Debtor's Disclosure Statement (including all applicable exhibits thereto) provides holders of Claims, and other parties in interest, with sufficient notice of the injunction, exculpation, and release provisions contained in the Plan, in satisfaction of the requirements of Bankruptcy Rule 3016(c).
- G. The contents of the solicitation package to be distributed to creditors and other parties in interest in connection with the solicitation of votes on the Plan (collectively, the "Solicitation Package") and the procedures for providing notice of the hearing on confirmation of the Plan (the "Confirmation Hearing") and the other matters set forth in the

notice of the Confirmation Hearing (the “Confirmation Hearing Notice”) comply with Bankruptcy Rules 2002 and 3017 and constitute sufficient notice to all interested parties in accordance with the Bankruptcy Code and the Bankruptcy Rules.

H. The form of the ballots attached hereto as **Exhibit 4-1, 4-2, 4-3**, (collectively, the “Ballots”) (i) are consistent with Official Bankruptcy Form No. 314, (ii) adequately address the particular needs of the Debtor’s chapter 11 case, (iii) are appropriate for the Classes of Claims entitled to vote to accept or reject the Plan, and (iv) comply with Bankruptcy Rule 3017(d). Additionally, the cover letter to holders of Abuse Claims that are only entitled to cast a provisional vote (each a “Disputed Abuse Claim”) attached hereto as **Exhibit 4-4** adequately describes the procedures with respect to treatment of provisional ballots cast on account of Disputed Abuse Claims and the requirement for the holder of such a claim to file a Rule 3018 Motion seeking to have their vote counted.

I. Ballots need not be provided to holders of Claims in Classes 1, 2, 7, and 8 because those Classes are unimpaired under the Plan and are conclusively presumed to accept the Plan in accordance with section 1126(f) of the Bankruptcy Code.

J. Service of the Solicitation Package on a USB Flash Drive is appropriate under the circumstances and complies with the applicable provisions of the Bankruptcy Code and the Bankruptcy Rules.

K. The Solicitation Procedures, which are attached hereto as **Exhibit 2**, and the voting and tabulation rules included therein, provide a fair and equitable voting process and are consistent with section 1126 of the Bankruptcy Code.

L. The proposed form and manner of the Notice of Disputed Claim, substantially in the form attached hereto as **Exhibit 5** and the Notice of Non-Voting Status,

substantially in the form attached as **Exhibit 6** are sufficient and appropriate under the circumstances and satisfy all relevant Bankruptcy Rules and Local Rules.

M. The proposed form and manner of the Notice of Cure Amount, substantially in the form attached hereto as **Exhibit 8**, and the Notice of Rejection, substantially in the form attached as **Exhibit 9**, are sufficient and appropriate under the circumstances and satisfy any applicable provisions of the Bankruptcy Code, Bankruptcy Rules and Local Rules.

N. The period during which the Debtor may solicit votes to accept or reject the Plan, as established by this Order, provides a sufficient time for individual holders of Abuse Claims, potential holders of Future Abuse Claims, and holders of Claims in other Classes that are entitled to vote on the Plan to make informed decisions to accept or reject the Plan and submit timely Ballots.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein. Any objections or responses to the Disclosure Statement or the Motion that have not been withdrawn, waived or settled prior to the entry of this order are hereby OVERRULED.

**I. Approval of the Disclosure Statement**

2. The Debtor's Disclosure Statement is APPROVED.

3. The Disclosure Statement Notice, in the form attached hereto as **Exhibit 1**, and the manner of service of the Disclosure Statement Notice (as described in the Motion) are APPROVED.

**II. Plan Solicitation and Confirmation Schedule**

4. The following dates and deadlines in connection with the Solicitation Procedures and Confirmation Hearing are APPROVED:

EVENT	DATE <sup>3</sup>
Voting Record Date	Three business days prior to the entry of this Order (the “Record Date”)
Deadline to Mail Solicitation Packages and Related Notices, including Direct Talc Personal Injury Claim Solicitation Notice	February 21, 2024 (the “Solicitation Date”), which is 3 business days after entry of the order approving the Disclosure Statement, or as soon as reasonably practicable thereafter
Date of Publication of Confirmation Hearing Notice	On the Solicitation Date (or as soon thereafter as reasonably practicable)
Deadline for motions pursuant to Bankruptcy Rule 3018 for Disputed Claims	February 29, 2024 (the “Disputed Claim Rule 3018 Deadline”)
Deadline to object to Bankruptcy Rule 3018 for Disputed Claims, if any	March 7, 2024
Hearing on Rule 3018 motions for Disputed Claims (if necessary)	March 18, 2024, at 10:00 a.m. (the “Disputed Claim Resolution Event Deadline”)
Deadline to File Plan Supplement	March 15, 2024
Voting Deadline	March 22, 2024, at 5:00 p.m. (the “Voting Deadline”)
Voting Tabulation Declaration Deadline	March 25, 2024, or as soon as reasonably practicable thereafter
Deadline for motions pursuant to Bankruptcy Rule 3018 for Disputed Abuse Claims	The later of (i) March 29, 2024, or (ii) 4 business days after the filing of the Voting Tabulation Declaration (the “Disputed Abuse Claim Rule 3018 Deadline”)
Deadline to object to Bankruptcy Rule 3018 motions for Disputed Abuse Claims, if any	The later of (i) April 5, 2024, or (ii) 4 business days after the Disputed Abuse Claim Rule 3018 Deadline
Deadline for filing responses to Debtor’s Motion to Dismiss	14 days following the filing of the Debtor’s Motion to Dismiss
Hearing on Debtor’s motion to dismiss (if necessary)	April 17, 2024, at 10:00 a.m.
Hearing on Rule 3018 motions for Disputed Abuse Claims (if necessary)	April 10, 2024, at 2:00 p.m. (the “Disputed Abuse Claim Resolution Event Deadline”)
Confirmation Objection Deadline (if necessary)	April 24, 2024
Deadline for the Debtor to File Memorandum of Law, any Reply and Declarations in Support of Plan	May 7, 2024

<sup>3</sup> All times in this table are prevailing Eastern Time. All filing deadlines are at 5:00 p.m. (prevailing Eastern Time) unless otherwise indicated.

EVENT	DATE <sup>3</sup>
Confirmation, and Form of Confirmation Order (if necessary)	
Confirmation Hearing (if necessary)	May 9, 2024, at 10:00 a.m.

5. The Confirmation Hearing shall be held on **May 9, 2024** and shall continue to the extent necessary on such additional dates as the Court may designate. The Confirmation Hearing may be adjourned from time to time by this Court or the Debtor without further notice other than as indicated in any notice or agenda of matters scheduled for a particular hearing that is filed with the Court.

6. Any other dates and deadlines requested to be approved in the Motion or otherwise set forth in the Solicitation Procedures are APPROVED.

### **III. Approval of the Solicitation Procedures, Materials for Soliciting Votes and Related Dates**

7. The Solicitation Procedures, substantially in the form attached hereto as **Exhibit 2**, are APPROVED.

#### **A. Approval of Solicitation Package**

8. The proposed distribution and contents of the Solicitation Package, which shall include the following, are APPROVED:

- a. a cover letter describing the contents of the Solicitation Package (in hard copy);
- b. the Confirmation Hearing Notice (in hard copy);
- c. the Disclosure Statement together with the exhibits thereto, including the Plan, that have been filed with the Court before the date of mailing, except as set forth below (in electronic format);
- d. the Disclosure Statement Order (including the Solicitation Procedures, but excluding the other exhibits thereto) (in electronic format);
- e. the Trust Distribution Procedures and the Trust Agreements (in electronic format);

- f. for holders of Claims in voting Classes, an appropriate form of Ballot (in hard copy) and a pre-paid, pre-addressed Ballot return envelope;
- g. solely with respect to holders of Disputed Abuse Claims, a cover letter (in hard copy) explaining certain procedures applicable to such Claims; and
- h. any such other materials as the Court may direct.

9. The Debtor shall transmit, or cause to be transmitted, the Solicitation Packages on or before **February 21, 2024** (the “Solicitation Date”), or as soon as reasonably practicable thereafter, to: (a) holders of Claims that are entitled to vote as of the Record Date; and (b) to the extent not included in the foregoing, all parties required to be served by Bankruptcy Rule 2002, counsel to the Committee, the Future Claimants’ Representative, holders of Claims in Non-Voting Classes, and the U.S. Trustee.<sup>4</sup>

10. As part of the Solicitation Packages, copies of the Disclosure Statement, the Plan, this Order, the Solicitation Procedures and exhibits to all of such documents, shall be provided in an electronic format (including a USB flash drive) instead of printed hard copies. The cover letter included in the Solicitation Package shall include instructions for obtaining printed copies of the materials free of charge. The Debtor may substitute hard copies of all solicitation materials instead of electronic copies as may be necessary to achieve timely distribution of the Solicitation Packages.

11. The Debtor and the Voting Agent shall not be required to mail a Solicitation Package or any other materials related to voting or confirmation of the Plan to any person or entity from which the notice of the Motion or other mailed notice in this case was

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<sup>4</sup> For the avoidance of doubt, with respect to materials to be provided to persons other than holders of Claims that are entitled to vote on the Plan, the term “Solicitation Package” is used herein as a matter of convenience. Only holders of Claims in Classes 3, 4, 5, and 6 may vote on the Plan. As a result, Non-Voting Classes of Claims will not receive a complete Solicitation Package in connection with the solicitation of their votes, but rather will only receive notice of the hearing on confirmation of the Plan.

returned as undeliverable by the postal service, unless the Voting Agent is provided with accurate addresses for such persons or entities before the Solicitation Date, and failure to mail Solicitation Packages or any other materials related to voting or confirmation of the Plan to such persons or entities shall not constitute inadequate notice of the Confirmation Hearing or the Voting Deadline and shall not constitute a violation of Bankruptcy Rule 3017(d).

12. The Debtor shall distribute a copy of the Confirmation Hearing Notice and Notice of Non-Voting Status to the holders of Claims in the Non-Voting Classes, and the Debtor and the Voting Agent shall not be required to distribute a Solicitation Package or any other materials related to voting or confirmation of the Plan to the holders of Claims in Non-Voting Classes.

13. The Debtor shall not be required to distribute Solicitation Packages or a Notice of Non-Voting Status to counterparties to the Debtor's Executory Contracts and Unexpired Leases who do not have scheduled Claims or Claims based upon filed Proofs of Claim. Rather, in lieu thereof, and in accordance with Bankruptcy Rule 3017(d), the Debtor shall mail to the counterparties to the Debtor's Executory Contracts and Unexpired Leases the Notice of Cure Amount or Notice of Rejection attached hereto as **Exhibit 8** and **Exhibit 9**, respectively.

#### **B. Approval of Form of Ballots**

14. The Ballots, substantially in the form attached hereto as **Exhibit 4-1**, **4-2**, and **4-3** including the instructions attached to each Ballot and, with respect to holders of Disputed Abuse Claims, the letter explaining the procedures for the holder of such a claim to provisionally cast a Ballot and to file a motion, pursuant to Bankruptcy Rule 3018(a), for an order temporarily allowing such claim for purposes of voting to accept or reject the Plan (a "**Rule 3018 Motion**") attached hereto as **Exhibit 4-4** (the "Provisional Ballot Instruction Letter"), are

APPROVED. The appropriate Ballots will be distributed to holders of Claims in Classes 3 and 6, 4, and 5:

Ballot No. 4-1 Class 3 General Unsecured Claims and Class 6 Convenience Claims

Ballot No. 4-2 Class 4 Arrowood Abuse Claims

Ballot No. 4-3 Class 5 London and Ecclesia Abuse Claims

15. In the event of any inconsistencies among the voting instructions in each Ballot, the Solicitation Procedures, and this Order, this Order shall govern, unless inconsistencies exist only between a Ballot and the Solicitation Procedures, in which case the Solicitation Procedures shall govern.

#### **C. Approval of the Record Date**

16. Pursuant to Bankruptcy Rule 3017(d), three business days prior to the entry of this Order shall be the record date for purposes of determining which creditors and interest holders are entitled to receive a Solicitation Package and, where applicable, vote on the Plan (the “Record Date”).

17. Holders of a transferred Claim will not be entitled to receive a Solicitation Package or cast a Ballot on account of such transferred Claim unless (a) all actions necessary to effect the transfer of the Claim pursuant to Bankruptcy Rule 3001(e) have been completed prior to the Record Date, or (b) the transferee files by the Record Date (i) the documentation required by Bankruptcy Rule 3001(e) to evidence the transfer and (ii) a sworn statement of the transferor supporting the validity of the transfer.

#### **D. Approval of Voting Deadline and Ballot Return**

18. To be counted as votes to accept or reject the Plan, all Ballots must be properly executed, completed and delivered to the Debtor’s Voting Agent either by (1) properly

completing a Ballot through the electronic Ballot submission platform on the Voting Agent's website (the "E-Ballot Platform") available at <http://dm.epiq11.com/drvc>, (2) mail in the return envelope provided with each Ballot, (3) overnight courier, or (4) personal delivery, so that in each case, all Ballots are actually received by the Voting Agent no later than 5:00 p.m.

(prevailing Eastern Time) on March 22, 2024 (the "Voting Deadline"). The Voting Agent is authorized to accept Ballots via electronic transmission through the E-Ballot Platform, but shall not be required to accept Ballots via other means of electronic transmission.

19. Ballots with any of the following defects will not be counted (each such Ballot constitutes a "Defective Ballot"):

- i. any Ballot received after the Voting Deadline unless the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
- ii. any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim;
- iii. any Ballot cast by an entity that (a) does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan or (b) is not otherwise entitled to vote pursuant to the procedures described in this Order;
- iv. any Ballot sent to the Debtor, the Bankruptcy Court or any other party other than the Voting Agent;
- v. any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Claim;
- vi. any Ballot transmitted to the Voting Agent by email, facsimile or other means not specifically approved in this Order;
- vii. any Ballot completed and submitted by an attorney, fiduciary or representative on behalf of a person or entity that holds a Claim in a voting Class without: (i) a copy of a valid power of attorney that provides the attorney with the authority to act on behalf of the holder of a Claim; and (ii) certifications by the attorney who completes and submits the Ballot, under penalty of perjury pursuant to 28 U.S.C. § 1746, that: (a) the holder of the Claim whose vote to accept or reject the Plan is reflected on the Ballot is represented by the attorney; (b) the attorney completing the Ballot has the authority under a power of attorney / applicable law to vote to accept or reject the Plan (in addition to making the other elections under

the Ballot) on behalf of the holder's Claim for which a vote is cast on the Ballot; (c) the attorney completed the Ballot in accordance with the power granted to him or her under a power of attorney; and (d) that the attorney completing the Ballot has submitted to the Voting Agent a copy of a valid power of attorney that provides the attorney with authority to act on behalf of the person or entity that holds such Claim;

- viii. any unsigned Ballot; *provided, however*, for the avoidance of doubt, a Ballot that is properly submitted electronically via the E-Ballot Platform on the Voting Agent's website shall be deemed to contain an original signature; *provided further*, a Ballot that is completed and signed by the attorney or representative of a holder of a Claim on behalf of such Claim will not be counted unless such attorney (i) indicates its representative capacity when executing the Ballot; (ii) makes the certifications set forth in the Solicitation Procedures and on the appropriate Ballot; and (iii) submits a copy of a valid power of attorney that provides the attorney with authority to act on behalf of the person or entity that holds such Claim to the Voting Agent concurrently with the Ballot that is completed pursuant to such power of attorney;
- ix. any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan on account of the same Claim in a single Class.

20. Upon notice and a hearing, the Bankruptcy Court may resolve any disputes regarding Ballots, including with regard to any requested corrections to defective Ballots, following the Voting Deadline.

21. Every Abuse Claim shall be deemed a Settling Abuse Claim unless (i) the holder of an Abuse Claim irrevocably elects to have such Abuse Claim irrevocably treated as a Contested Abuse Claim under the Plan on a properly and timely completed and delivered Ballot, or (ii) the Debtor has filed an objection to prior to February 22, 2024, that has not been withdrawn or settled prior to the Voting Deadline. Any Abuse Claim on account of which a Defective Ballot is cast shall be deemed a Settling Abuse Claim under the Plan by default.

#### **E. Procedures for Vote Tabulation**

22. Solely for purposes of voting to accept or reject the Plan — and not for the purposes of the allowance of, or distribution on account of, a claim and without prejudice to the

rights of the Debtor or the Trusts in any other context, including the Debtor's right to seek estimation for voting purposes — each Abuse Claim shall be temporarily allowed for voting purposes only in the amount of \$1.00 per claim in accordance with the Solicitation Procedures.

23. Any claimant seeking to challenge the allowance of its Claim that is not an Abuse Claim for voting purposes in accordance with the Solicitation Procedures must file a Rule 3018 Motion and serve such motion on the Debtor so that it is received by **February 29, 2024**. In accordance with Bankruptcy Rule 3018, any Ballot submitted by a creditor that files a Rule 3018 Motion on account of its Claim that is not an Abuse Claim shall be counted solely in accordance with Section VI of the Solicitation Procedures unless and until the underlying claim is temporarily allowed by the Court for voting purposes, after notice and a hearing.

24. Any claimant seeking to challenge the allowance of its Abuse Claim for voting purposes in accordance with the Solicitation Procedures must file a Rule 3018 Motion and serve such motion on the Debtor so that it is received by the later of **(i) March 29, 2024, or (ii) 4 business days after the filing of the Voting Tabulation Declaration**. In accordance with Bankruptcy Rule 3018, any Ballot submitted by a creditor that files a Rule 3018 Motion on account of its Abuse Claim shall be counted solely in accordance with Section VI of the Solicitation Procedures unless and until the underlying claim is temporarily allowed by the Court for voting purposes, after notice and a hearing.

25. Unless otherwise permitted or directed by the Court, (a) the Debtor shall file, or cause to be filed, the Tabulation Declaration no later than **March 25, 2024**, or as soon as reasonably practicable thereafter, and (b) the Debtor is authorized to file a consolidated reply to any objections to the Plan by no later than **May 7, 2024**.

26. The procedures relating to holders of Claims in Classes 3 and 6 set forth in Section VII of the Solicitation Procedures are APPROVED

27. The procedures relating to holders of Claims in Classes 4 and 5 set forth in Section VIII of the Solicitation Procedures are APPROVED.

**F. Approval of Form and Manner of Notice of Disputed Claim and Related Procedures**

28. The Notice of Disputed Claim, in substantially the form attached hereto as Exhibit 5, is APPROVED. The Debtor is authorized to serve the Notice of Disputed Claim in accordance with the Solicitation Procedures and shall not be required to distribute Plan-related documents or a Solicitation Package to holders of such Claims unless otherwise provided in the Solicitation Procedures.

29. Section VI of the Solicitation Procedures shall govern the temporary allowance or disallowance of Disputed Claims (including disallowed claims that are subject to an appeal and disallowed claims that may be amended to remedy defects), Disputed Abuse Claims, and any other Claims that are subject to a Rule 3018(a) motion, for voting purposes.

**G. Approval of Form and Manner of Notice of Non-Voting Status**

30. The Notice of Non-Voting Status, in substantially the form attached hereto as Exhibit 6, is APPROVED. The Debtor is authorized to submit the Notice of Non-Voting Status to holders of Claims in Non-Voting Classes and shall not be required to distribute other Plan-related documents or a Solicitation Package to the holders of such Claims.

**IV. Approval of Confirmation Procedures**

**A. Approval of Confirmation Hearing Notice; Form, Manner, and Scope of Publication Notice**

31. The Confirmation Hearing Notice, in substantially the form attached hereto as Exhibit 7-1, is APPROVED. The Debtor shall serve copies of the Confirmation Hearing Notice, along with the other materials comprising the Solicitation Package, in accordance with the Solicitation Procedures.

32. The form, manner and scope of the Publication Notice, in substantially the form attached hereto as **Exhibit 7-2**, including the time, manner, and Publications that are proposed in the Motion for the Publication Notice, constitutes good, sufficient, and adequate notice to all parties, including known and unknown creditors, complies with the requirements of due process, and is APPROVED.

33. The Confirmation Hearing Notice and Publication Notice, including the time, manner, and Publications that are proposed in the Motion for the Publication Notice and the posting of the Confirmation Hearing Notice on the Debtor's case website, are being provided by means reasonably calculated to reach all interested persons, reasonably convey all the required information to inform all persons affected thereby, and provide a reasonable time for a response and an opportunity to object to the relief requested. Service of the Confirmation Hearing Notice and scope of publication of the Publication Notice that is proposed in the Motion will provide adequate notice to all creditors, interest holders, and other parties in interest of the time, date, and place of the Confirmation Hearing and the deadline for filing objections to confirmation of the Plan and provide due, proper, and adequate notice for all purposes as required under the Bankruptcy Rules and the Local Rules. No other or further notice is deemed necessary or required.

34. The Debtor is authorized to make non-substantive changes to the Publication Notice as may be necessary or helpful for any particular publication.

**B. Plan Supplement Notice**

35. The Debtor's proposed schedule and procedure for filing the Plan Supplement, as set forth in the Plan, is APPROVED. The Debtor shall not be required to provide additional notice of the Plan Supplement to that set forth in the Motion.

**C. Approval of Executory Contract and Unexpired Lease Notices**

36. The proposed form and manner of the Notice of Cure Amount, substantially in the form attached hereto as **Exhibit 8**, and the Notice of Rejection, substantially in the form attached as **Exhibit 9**, are sufficient and APPROVED. The Debtor is authorized to serve the Notice of Cure Amount and Notice of Rejection in accordance with the Solicitation Procedures and shall not be required to distribute Plan-related documents or a Solicitation Package to recipient counterparties unless otherwise provided in the Solicitation Procedures.

**V. Approval of Non-Substantive Changes**

37. The Debtor is authorized to make non-substantive changes to the Solicitation Package materials, the Plan and the Disclosure Statement, and other notices approved herein prior to distribution of such materials.

38. The Debtor and the Voting Agent are authorized to take or refrain from taking any action necessary or appropriate to implement the terms of, and the relief granted in, this Order without seeking further order of the Court.

39. Notwithstanding anything in this Order or the Solicitation Procedures, any temporary allowance or disallowance of Claims for the limited purpose of voting shall be without prejudice to the Debtor's ability to seek estimation of such Claims for any purpose, including voting, at any time.

**VI. Additional Relief**

40. All time periods set forth in this Solicitation Procedures Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

41. Nothing in this Solicitation Procedures Order shall be construed as a waiver of the right of the Debtor or other party in interest, as applicable, to object to a Proof of Claim after the Record Date.

42. Notwithstanding any applicable Bankruptcy Rule, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

43. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion and the requirements of the Bankruptcy Rules and the Local Rules are satisfied by such notice.

44. The Debtor's motion to dismiss this case if there is not sufficient claimant support to confirm the Plan is denied without prejudice.

45. The Court retains jurisdiction to hear and determine all matters arising from or related to this Order.

**IT IS SO ORDERED.**

Dated: February 15, 2024  
New York, New York

/s/ Martin Glenn  
MARTIN GLENN  
Chief United States Bankruptcy Judge

**Exhibit 2**

**Proposed Solicitation Procedures**

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	:	Chapter 11
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THE ROMAN CATHOLIC DIOCESE OF ROCKVILLE CENTRE, NEW YORK, <sup>1</sup>	:	Case No. 20-12345 (MG)
	:	
Debtor.	:	

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**SOLICITATION AND TABULATION PROCEDURES FOR  
CHAPTER 11 PLAN OF REORGANIZATION FOR THE ROMAN CATHOLIC  
DIOCESE OF ROCKVILLE CENTRE, NEW YORK**

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On [\_\_\_\_\_, 2024], the United States Bankruptcy Court for the Southern District of New York (the “Court”) entered an order (the “Disclosure Statement Order”)<sup>2</sup> adopting the following procedures (the “Solicitation Procedures”) with respect to (a) the distribution of Solicitation Packages for the Plan and (b) the return and tabulation of Ballots to be used in voting on the Plan.

The Solicitation Procedures set out in this document are supplemented by the instructions accompanying the Ballots included in the Solicitation Packages that will be sent to (or can be obtained by) those persons and entities entitled to vote on the Plan. Reference should be made to those instructions as well as to the contents of this document; however, in the case of a conflict, the terms of this document control.

**I. Distribution of Solicitation Packages**

This Section I explains the manner in which Solicitation Packages will be distributed to parties entitled to vote on the Plan and other interested parties.

- 1. Claims Entitled to Vote.** Subject to this Section I.1.a, the Voting Agent will cause Solicitation Packages, including an appropriate form of Ballot, to be distributed to holders of Claims in Classes entitled to Vote on the Plan and to holders of Contested Abuse Claims who have a CVA action against a Covered Party other than the Debtor. Such holders of Contested Abuse Claims with CVA claims against a Covered Party other than the Debtor are entitled to vote in the amount of \$1.00.

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<sup>1</sup> The Debtor in this chapter 11 case is The Roman Catholic Diocese of Rockville Centre, New York, the last four digits of its federal tax identification number are 7437, and its mailing address is P.O. Box 9023, Rockville Centre, NY 11571-9023.

<sup>2</sup> Capitalized terms not otherwise defined herein have the meanings given to them in the Disclosure Statement Order or the applicable exhibits to the Disclosure Statement Order, or, if not defined therein, the Disclosure Statement and the Plan.

- a. Disputed Claims.** Solicitation Packages will include only the Confirmation Hearing Notice and the Notice of Disputed Claim for a holder of a Claim, other than the holder of an Abuse Claim, that: (a) is subject to an objection other than a “reclassify” or “reduce and allow” objection that is filed with the Bankruptcy Court on or before the Record Date, (b) has been disallowed by the Bankruptcy Court, but an appeal of the order disallowing such Claim is pending in a court of competent jurisdiction on the Record Date, or (c) has been disallowed by the Bankruptcy Court with leave to amend but is not amended before the Record Date (collectively, “Disputed Claims”).<sup>3</sup> Notwithstanding the foregoing, the holder of a Disputed Claim that is an Abuse Claim (each a “Disputed Abuse Claim”) shall receive the same Solicitation Packages as an Abuse Claim that is not a Disputed Claim, including a provisional Ballot, as well as a letter to holders of Abuse Claims that are only entitled to cast a provisional vote describing the procedures with respect to treatment of provisional ballots on account of such claims and the requirement for the holder of such claim to file a Rule 3018 Motion. If a Resolution Event occurs under this Section VI with respect to a Disputed Claim that is not an Abuse Claim, the Voting Agent shall cause a Solicitation Package including an appropriate Ballot to be served to the relevant holder, to the extent that such holder has not already received a Solicitation Package containing a Ballot, no later than two (2) Business Days after the occurrence of a Resolution Event. For the avoidance of doubt, such Ballot or, in the case of a Disputed Abuse Claim, such provisional Ballot must be returned to the Voting Agent no later than the Voting Deadline.
- 2. Other Parties.** Solicitation Packages for holders of Claims in the Non-Voting Classes under the Plan will include only the Confirmation Hearing Notice and the Notice of Non-Voting Status.<sup>4</sup> The Debtor may, in its discretion, distribute or cause the Voting Agent to distribute Solicitation Packages to other parties not specified in this Section I.
- 3. Determination of Holders of Record.** Subject to Section I.1.a above and Section I.4 below, the Solicitation Packages will be served on the person or entity that holds a Claim in Classes 3, 4, 5 and 6 as of the Record Date and neither the Debtor nor the Voting Agent will have any obligation to cause a Solicitation Package to be served upon a subsequent holder of such Claim.

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<sup>3</sup> The Debtor has used the term “Solicitation Package” with respect to materials to be provided to holders of Disputed Claims herein as a matter of convenience. Only holders of Claims that are not Disputed Claims in Classes 3, 4, 5 and 6 and holders of Contested Abuse Claims who have a CVA action against a Covered Party other than the Debtor will be voting on the Plan. As a result, unless a Resolution Event occurs with respect to such Disputed Claim as described in this Section VI, holders of Disputed Claims will not receive complete Solicitation Packages in connection with the solicitation of their votes, but rather will only receive notice of the hearing on confirmation of the Plan and the Notice of Disputed Claim.

<sup>4</sup> The Debtor has used the term “Solicitation Package” with respect to materials to be provided to Non-Voting Classes herein as a matter of convenience. Only holders of Claims in Classes 3, 4, 5 and 6 will be voting on the Plan. As a result, Non-Voting Classes of Claims will not receive complete Solicitation Packages in connection with the solicitation of their votes, but rather will only receive notice of the hearing on confirmation of the Plan and the Notice of Non-Voting Status.

4. **General Unsecured and Convenience Claims.** Solicitation Packages will be served on holders of Claims in Classes 3 and 6 as set forth in Section VII below.
5. Except as described elsewhere in this Section I, the Solicitation Packages will be mailed not less than twenty-eight days prior to the Confirmation Objection Deadline:
  - i. the Office of the United States Trustee for the Southern District of New York (the "U.S. Trustee");
  - ii. all persons or entities that have timely filed proofs of Claim on or before the Record Date (or their transferees in accordance with the Motion) and holders of Contested Abuse Claims who have a CVA action against a Covered Party other than the Debtor;
  - iii. all persons or entities identified in the Debtor's respective schedules of assets and liabilities (collectively with any amendments thereto, the "Schedules") as holding liquidated, noncontingent, undisputed Claims as of the Record Date (or their transferees in accordance with the Motion);
  - iv. all other known holders of Claims against the Debtor, if any, as of the Record Date;
  - v. all parties in interest that have filed notices in accordance with Bankruptcy Rule 2002 in the Debtor's chapter 11 case on or before the Record Date; and
  - vi. all parties to executory contracts or unexpired leases with the Debtor, as reflected on the Debtor's books and records or the Schedules, (A) that have not previously been assumed and assigned pursuant to an order of the Court and (B) that have not previously been rejected by an order of the Court, or have been rejected but with respect to which the bar date for asserting rejection damages claims has not passed as of the Record Date.
6. Solicitation Packages will be mailed to known holders of Claims against the Debtor at the following addresses: (a) for persons or entities that have filed proofs of Claim, at the address provided on the face of the filed proof of Claim; (b) for persons that have filed Abuse Claims, at their counsel's address provided on the face of the filed proof of Claim, or, if the claimant has not provided contact information for counsel, at the claimant's address provided on the face of the filed proof of Claim; (c) for persons or entities listed on the Debtor's Schedules, at the most current address contained in the Debtor's books and records; and (d) at the address for a Claim transferee set forth in a valid notice of transfer of Claim or the address provided in any requests for notice filed in accordance with Bankruptcy Rule 2002.
7. **Transferred Claims.** With respect to transfers of Claims filed pursuant to Bankruptcy Rule 3001(e), the transferee shall be entitled to receive a Solicitation Package and, if the

holder of such Claim is otherwise entitled to vote with respect to the Plan, shall be entitled to cast a Ballot on account of such Claim only if: (i) all actions necessary to transfer such Claim are completed by the Record Date or (ii) the transferee files by the Record Date (a) all documentation required by Bankruptcy Rule 3001(e) to evidence the transfer and (b) a sworn statement of the transferor supporting the validity of the transfer. In the event a Claim is transferred after the Record Date, the transferee of such Claim shall be bound by any vote or election on the Plan made by the holder of such Claim as of the Record Date. In instances where a Claim has been the subject of one or more partial transfers, each holder of a portion of said Claim shall be deemed to hold one Claim for numerosity purposes with respect to the Plan.

**8. Exception for Undeliverables.** Notwithstanding any provision in this Section I to the contrary, neither the Debtor nor the Voting Agent will be required to mail a Solicitation Package to any person or entity from which the Disclosure Statement Notice or other mailed notice in the Chapter 11 Case was returned as undeliverable by the postal service, unless the Voting Agent is provided with an accurate address for such person or entity before the Solicitation Date.

**9. Solicitation Agent's Contact Information.** Any holder of a Claim that receives incomplete materials or would like to request additional materials may contact the Voting Agent by emailing RCDRockvilleInfo@epiqglobal.com or calling (888) 490-0633 (Toll-Free U.S. & Canada) or +1 (503) 520-4459 (International).

## **II. Form, Content, and Manner of Notices**

**1.** The Solicitation Package, comprised of the materials required to be provided to holders of Claims under Bankruptcy Rule 3017(d), will be distributed to appropriate parties, as set forth in Section I, after the Bankruptcy Court has approved the contents of the Disclosure Statement as containing adequate information, as required by section 1125 of the Bankruptcy Code.

**2.** Solicitation Packages will contain copies of the following items:

- i.** a cover letter describing the contents of the Solicitation Package (in hard copy);
- ii.** the Confirmation Hearing Notice (in hard copy);
- iii.** the Disclosure Statement together with the exhibits thereto, including the Plan, that have been filed with the Court before the date of mailing, except as set forth below (in electronic format);<sup>5</sup>

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<sup>5</sup> The Disclosure Statement and the Plan, including exhibits, are voluminous. Accordingly, to reduce substantially the administrative costs associated with printing and mailing such a voluminous document, the Debtor may elect to serve the Disclosure Statement, the Plan (including exhibits) and the Disclosure Statement Order via flash drive instead of in printed format to all parties (while reserving the right to serve printed copies of the Solicitation Packages, as described below).

- iv. the Disclosure Statement Order (including the Solicitation Procedures, but excluding the other exhibits thereto) (in electronic format);
    - v. the Trust Distribution Procedures and the Trust Agreements (in electronic format);
    - vi. for holders of Claims in voting Classes, an appropriate form of Ballot (in hard copy) and a pre-paid, pre-addressed Ballot return envelope;
    - vii. solely with respect to holders of Disputed Abuse Claims, a cover letter (in hard copy) explaining certain procedures applicable to such Claims; and
    - viii. any such other materials as the Court may direct.
  3. In addition to the service procedures outlined herein (and to accommodate creditors who wish to review exhibits not included in the Solicitation Packages in the event of paper service): (a) the Plan, the Disclosure Statement and, once they are filed, all exhibits to both documents will be made available at no charge via the internet at <https://dm.epiq11.com/drvc>; (b) the Debtor will provide parties in interest (at no charge) with hard copies of the Plan and/or Disclosure Statement (excluding any publicly filed exhibits) upon request submitted to the Voting Agent; and (c) the Debtor will separately file copies of all exhibits to the Plan with the Court no later than seven (7) days before the Confirmation Hearing.
  4. The Debtor will make reasonable efforts to ensure that any holder of a Claim that has filed duplicative Claims and/or Claims that are amended and superseded by a later filed Claim against the Debtor that are classified under the Plan in the same voting Class receives no more than one Solicitation Package (and, therefore, one Ballot) on account of such Claim and with respect to that Class.

### **III. Record Date**

1. The Bankruptcy Court has established the Record Date for purposes of determining which holders of Claims in Class 3 and Class 6 (General Unsecured Claims and Convenience Claims), Class 4 (Arrowood Abuse Claims), Class 5 (London and Ecclesia Abuse Claims), are entitled to vote on the Plan.

### **IV. Voting Deadline and Return of Ballots**

1. The Bankruptcy Court has approved the Voting Deadline to vote to accept or reject the Plan. The Voting Deadline may only be extended pursuant to further order of the Bankruptcy Court. To be counted as a vote to accept or reject the Plan, each Ballot must be properly executed, completed, and delivered by (1) properly completing a Ballot through the electronic Ballot submission platform on the Voting Agent's website (the "E-Ballot Platform") available at <https://dm.epiq11.com/drvc>,<sup>6</sup> (2) mail in the return

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<sup>6</sup> The E-Ballot Platform is the sole manner in which the Voting Agent will accept Ballots via electronic transmission. Ballots submitted by facsimile or email or other electronic means will not be counted.

envelope provided with each Ballot, (3) overnight courier, or (4) personal delivery, so that it is **actually received**, in each case, by the Voting Agent no later than the Voting Deadline. Specifically, each Ballot must be returned at <https://dm.epiq11.com/drvc>, by mail using the envelope included in the Solicitation Package, or courier as applicable:

**By First-Class Mail:**

**Diocese of Rockville Centre  
c/o Epiq Ballot Processing Center  
PO Box 4422  
Beaverton, OR 97076-4422**

**By Overnight Courier or Hand Delivery:**

**Diocese of Rockville Centre  
c/o Epiq Ballot Processing Center  
10300 SW Allen Boulevard  
Beaverton, OR 97005**

2. Only one Ballot may be submitted on account of each Claim. Holders of Claims that submit a Ballot via the E-Ballot Platform should not also submit a paper Ballot. If a holder of a Claim submits multiple Ballots on account of the same Claim, the last valid Ballot actually received by the Voting Agent before the Voting Deadline shall be deemed to be the effective vote unless otherwise agreed to by the Debtor in its sole discretion. Delivery of a Ballot to the Voting Agent by facsimile or other electronic means **shall not** be valid.

**V. Voting and Tabulation Procedures**

Votes on the Plan shall be tabulated in accordance with the voting and tabulation procedures set forth in this Section V (the “Tabulation Rules”).

1. Unless otherwise provided in this Section V, a Claim (as defined in the Plan) will be deemed temporarily allowed for voting purposes in an amount equal to the amount claimed by the holder of such Claim in any proof of Claim filed by the applicable bar date (or otherwise deemed timely filed under applicable law) to the extent that the proof of Claim specifies a fixed or liquidated amount. Any additional contingent or unliquidated amounts will be temporarily disallowed for voting purposes.
2. A Claim that has been expunged, disallowed, disqualified, withdrawn, or superseded prior to the Record Date will not be allowed for voting purposes regardless of the status of any appeals concerning the allowance of such Claim unless a court of competent jurisdiction issues a final, non-appealable order: (i) reversing the disallowance of such

Claim or (ii) temporarily allowing the Claim for voting purposes in accordance with this Section VI.

3. If a Claim is deemed allowed in accordance with the Plan, such Claim will be temporarily allowed for voting purposes in the deemed allowed amount set forth in the Plan, if any.
4. If a Claim for which a proof of Claim has been timely filed is (i) wholly contingent, unliquidated or disputed (upon a reasonable review of the claim and the supporting documentation by Debtor or the Voting Agent) and/or (ii) does not otherwise specify a fixed or liquidated amount, such wholly contingent, unliquidated or disputed Claim will be temporarily allowed for voting purposes in the amount of \$1.00.
5. Subject to the provisions set forth below, all Abuse Claims (as defined in the Plan) and holders of Contested Abuse Claims who have a CVA action against a Covered Party other than the Debtor shall be deemed temporarily allowed for voting purposes in an amount equal to \$1.00, irrespective of whether such Abuse Claims or applicable CVA actions specify a fixed or liquidated amount. Each holder of an Abuse Claim or applicable CVA action who is entitled to vote shall have a single vote in the amount, for voting purposes only, of \$1.00 in the aggregate per claimant, or as otherwise ordered by the Bankruptcy Court. The temporary allowance of Abuse Claims or applicable CVA actions in the amount of \$1.00 is solely for voting purposes, and shall not be binding upon the holder, the Debtor, the Trusts, or any other party for any purpose other than voting on the Plan.
6. If a Claim is (i) either (a) not listed in the Schedules or (b) listed in the Schedules as contingent, unliquidated or disputed and (ii) a proof of Claim was not timely filed or deemed timely filed by an order of the Bankruptcy Court prior to the Voting Deadline, unless the claim is either (x) submitted by a holder of a Contested Abuse Claims with a CVA action against a Covered Party other than the Debtor, or (y) the Debtor has consented otherwise in writing, such Claim will be disallowed for voting purposes pursuant to Bankruptcy Rule 3003(c)(2).<sup>7</sup>
7. Reserved.
8. A holder of a Claim may only challenge the classification of its Claim or the allowance of its Claim for voting purposes under this Section V by filing a Rule 3018(a) motion in accordance with Section VI hereof.
9. Any creditor who has filed or purchased duplicate Claims within the same voting 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.

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<sup>7</sup> Bankruptcy Rule 3003(c)(2) provides that “[a]ny creditor or equity security holder whose claim or interest is not scheduled or scheduled as disputed, contingent, or unliquidated shall file a proof of claim or interest within the time prescribed by subdivision (c)(3) of this rule; any creditor who fails to do so shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution.”

10. If a proof of claim has been amended by a later filed proof of claim, the later filed amending claim shall be entitled to vote in a manner consistent with these Solicitation Procedures, 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 proofs of claim after the Record Date shall not be considered for purposes of these Tabulation Rules. For purposes of these procedures only, if a holder has filed a proof of claim as an ASA Sexual Abuse Claim (as defined in the Bar Date Order) and a proof of claim that is not an ASA Sexual Abuse Claim, the ASA Sexual Abuse Claim shall be treated as amendment of the earlier filed proof of claim.
11. For purposes of the numerosity and amount requirement of section 1126(c) of the Bankruptcy Code, separate Claims held by a single creditor in a particular Class shall be aggregated (based on the reasonable efforts of the Debtor and the Voting Agent) as if such creditor held one Claim in such Class, and the votes related to such Claims shall be treated as a single vote to accept or reject the Plan (as applicable).
12. If any portion of a single Claim has been transferred to a transferee, all holders of any portion of such single Claim will be (i) treated as a single creditor for purposes of the numerosity requirements in section 1126(c) of the Bankruptcy Code (and for the other voting and solicitation procedures set forth herein) and (ii) required to vote every portion of such Claim collectively to either accept or reject the Plan.
13. If more than one Ballot is cast by the same holder voting the same Claim, the latest dated properly executed Ballot received before the Voting Deadline will be deemed to reflect the voter's intent and, thus, will supersede any prior Ballots.
14. Creditors are required to vote all of their Claims, as the case may be, within a particular Class under the Plan either to accept or reject the Plan and may not split their votes.
15. Any proof of claim not asserted in U.S. dollars shall be allowed to vote at \$1.00 for voting purposes only.
16. The Debtor, in its discretion but after consulting with the Committee, and subject to contrary order of the Court, may waive any defect in any Ballot at any time, either before or after the close of voting and without notice. Except as provided below, unless the Ballot being furnished is timely submitted on or prior to the Voting Deadline, the Debtor may, in its discretion, reject such Ballot as invalid, and therefore, decline to utilize it in connection with confirmation of the Plan by the Court; provided, however, that such invalid Ballots shall be documented in the voting results filed with the Court.
17. Subject to contrary order of the Court, the Debtor reserves the right to reject any and all Ballots not proper in form, the acceptance of which would, in the opinion of the Debtor, not be in accordance with the provisions of the Bankruptcy Code; provided, however,

that such invalid Ballots shall be documented in the voting results filed with the Court and copies of any rejected Ballots shall be provided to the Committee.

18. Ballots may only be submitted to the Voting Agent as set forth in Section IV hereof. The E-Ballot Platform is the sole manner in which the Voting Agent will accept Ballots via electronic transmission.
19. In the event that (i) a Ballot, (ii) group of Ballots within a Plan class received from a single creditor or (iii) a group of Ballots received from the various holders of multiple portions of a single Claim partially rejects and partially accepts the Plan, such Ballot(s) will not be counted.
20. In addition, the following Ballots will not be counted in determining the acceptance or rejection of the Plan (“Defective Ballots” and each such Ballot a “Defective Ballot”):
  - i. any Ballot received after the Voting Deadline unless the Bankruptcy Court shall have authorized the counting and/or consideration of such Ballot;
  - ii. any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim;
  - iii. any Ballot cast by, or on behalf of, a person or entity that (a) does not hold, or represent a person or entity that holds, a Claim in a Class that is entitled to vote to accept or reject the Plan or (b) is not otherwise entitled to vote pursuant to the procedures described in the Disclosure Statement Order;
  - iv. any Ballot sent to the Debtor, the Bankruptcy Court or any other party other than the Voting Agent;
  - v. any inconsistent or duplicate Ballots that are simultaneously cast with respect to the same Claim;
  - vi. any Ballot transmitted to the Voting Agent by email, facsimile or other means not specifically approved in the Disclosure Statement Order;
  - vii. any Ballot completed and submitted by an attorney, fiduciary or representative on behalf of a person or entity that holds a Claim in a voting Class without:
    - (i) a copy of a valid power of attorney that provides the attorney with the authority to act on behalf of the holder of a Claim; and (ii) certifications by the attorney who completes and submits the Ballot, under penalty of perjury pursuant to 28 U.S.C. § 1746, that: (a) the holder of the Claim whose vote to accept or reject the Plan is reflected on the Ballot is represented by the attorney; (b) the attorney completing the Ballot has the authority under a power of attorney / applicable law to vote to accept or reject the Plan (in addition to making the other elections under the Ballot) on behalf of the holder’s Claim for which a vote is cast on the Ballot; (c) the attorney completed the Ballot in accordance with the power granted to him or her under a power of attorney; and (d) that the attorney completing the Ballot has

submitted to the Voting Agent a copy of a valid power of attorney that provides the attorney with authority to act on behalf of the person or entity that holds such Claim;

- viii. any unsigned Ballot; ***provided, however***, for the avoidance of doubt, a Ballot that is properly submitted electronically via the E-Ballot Platform on the Voting Agent’s website shall be deemed to contain an original signature; ***provided further***, a Ballot that is completed and signed by the attorney or representative of a holder of a Claim on behalf of such Claim will not be counted unless such attorney (i) indicates its representative capacity when executing the Ballot; (ii) makes the certifications set forth in Section V.20.vii and on the appropriate Ballot; and (iii) submits a copy of a valid power of attorney that provides the attorney with authority to act on behalf of the person or entity that holds such Claim to the Voting Agent concurrently with the Ballot that is completed pursuant to such power of attorney; and
  - ix. any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan on account of the same Claim in a single Class.
21. The Voting Agent in its discretion, may contact entities entitled to vote to cure any defects in a Ballot; ***provided, however***, that the Voting Agent is not obligated to do so.
22. Delivery of a defective or irregular Ballot shall not be deemed to have been made until such defect or irregularity has been cured on or before the Voting Deadline, the occurrence of the Voting Deadline, or waiver of the defect or irregularity by the Debtor. Any waiver of defects or irregularities in any Ballot by the Debtor shall be detailed in the voting certification/report filed by the Voting Agent.
23. Every Abuse Claim shall be deemed a Settling Abuse Claim under the Plan by default unless (a) the holder of the Abuse Claim elects on a properly completed, timely submitted Ballot to be treated as a Contested Abuse Claim, or (b) the Debtor files an objection to such Abuse Claim prior to February 22, 2024, that has not been withdrawn or settled prior to the Voting Deadline. For the avoidance of doubt, any Abuse Claim on account of which a Defective Ballot is cast shall be deemed a Settling Abuse Claim under the Plan by default.

## **VI. Resolution of Disputed Claims for Voting Purposes; Resolution Event**

- 1. Absent further order of the Bankruptcy Court, the holder of a Claim in a voting Class that is the subject of a pending “reclassify” or “reduce and allow” objection only to reclassify or reduce the amount of such Claim shall be entitled to vote such Claim in accordance with the proposed reclassification or in the reduced amount (as applicable) contained in such objection.
- 2. If a Claim in a voting Class (a) is subject to an objection other than a “reclassify” or “reduce and allow” objection that is filed with the Bankruptcy Court on or before the Record Date, (b) has been disallowed by the Bankruptcy Court, but an appeal of the order

disallowing such Claim is pending in a court of competent jurisdiction on the Record Date, or (c) has been disallowed by the Bankruptcy Court with leave to amend but is not amended before the Record Date: (i) the Debtor shall cause the applicable holder to be served with a notice of such Disputed Claim, substantially in the form attached to the Disclosure Statement Order as **Exhibit 5** (the “Notice of Disputed Claim”), (ii) the Debtor shall provide a letter with respect to holders of Disputed Abuse Claims describing the procedures with respect to treatment of provisional ballots cast on account of such claims and the requirement for the holder of such a claim to file a Rule 3018 Motion along with a provisional ballot, and (iii) the applicable holder shall not be entitled to vote to accept or reject the Plan on account of such Claim unless a Resolution Event (as defined below) occurs as provided herein.

3. If a Claim in a voting Class is subject to an objection other than a “reclassify” or “reduce and allow” objection that is filed with the Court after the Solicitation Date, the applicable Claim shall be deemed temporarily allowed solely for voting purposes to the extent otherwise allowed for voting purposes in accordance with these Solicitation Procedures, without further action by the Debtor or the holder of such Claim and without further order of the Bankruptcy Court, unless the Debtor and claimant agree to other treatment for voting purposes or the Bankruptcy Court orders otherwise.
4. If the holder of any Disputed Claim or Disputed Abuse Claim seeks to challenge the disallowance or estimation of its Claim for voting purposes, such holder must file with the Bankruptcy Court a motion for an order, under Bankruptcy Rule 3018(a), temporarily allowing such claim for purposes of voting to accept or reject the Plan. Any such motion shall be filed with the Bankruptcy Court and served on the Debtor so that it is received no later than the Disputed Abuse Claim Rule 3018 Deadline or the Disputed Claim Rule 3018 Deadline, as applicable. If a holder of a Disputed Claim or Disputed Abuse Claim files such motion prior to the Disputed Abuse Claim Rule 3018 Deadline or Disputed Claim Rule 3018 Deadline, as applicable, such holder’s Ballot shall not be counted unless a Resolution Event occurs with respect to such Disputed Claim prior to the Disputed Claim Resolution Event Deadline or the Disputed Abuse Claim Resolution Event Deadline. For the avoidance of doubt, a holder of a Contested Abuse Claim may not challenge treatment of their Abuse Claim as a Contested Abuse Claim under the Plan.
5. A “Resolution Event” means, with respect to a Disputed Claim or Disputed Abuse Claim that (a) is subject to an objection other than a “reclassify” or “reduce and allow” objection that is filed with the Bankruptcy Court on or before the Record Date, (b) has been disallowed by the Bankruptcy Court, but an appeal of the order disallowing such Claim is pending in a court of competent jurisdiction on the Record Date, or (c) has been disallowed by the Bankruptcy Court with leave to amend but is not amended before the Record Date, the occurrence of one or more of the following events on or before the Resolution Event Deadline: (i) an order of the Bankruptcy Court (or an appellate court of competent jurisdiction) is entered allowing such Claim pursuant to section 502(b) of the Bankruptcy Code, after notice and a hearing; (ii) entry of an order of the Bankruptcy Court, after notice and a hearing, granting the claimant’s motion under Bankruptcy Rule 3018(a) and temporarily allowing such Claim for voting purposes in accordance with

these Solicitation Procedures; (iii) a stipulation or other agreement is executed between the holder of a Disputed Claim or Disputed Abuse Claim and the Debtor (a) resolving the objection and allowing such Claim for voting purposes in an agreed-upon amount or (b) otherwise fixing an amount of the Claim for voting purposes; or (iv) the pending objection is voluntarily withdrawn by the objecting party.

6. No later than two (2) Business Days following the occurrence of a Resolution Event with respect to a Disputed Claim, the Debtor will cause the Voting Agent to serve, via email, overnight mail, or personal delivery, a Solicitation Package to the relevant holder to the extent such holder has not already received a Solicitation Package containing a Ballot.

## **VII. Special Procedures Relating to General Unsecured and Convenience Claims**

1. For solicitation and tabulation purposes, one Ballot will be provided to each holder of a General Unsecured Claim. Holders of Claims that would otherwise be treated as a General Unsecured Claim in an amount of \$30,000 or less, if Allowed under the Plan, shall have their Claims treated as a Class 6 Convenience Claim; holders of General Unsecured Claims greater than \$30,000, shall have the right, but not the obligation, to irrevocably elect to have such Claim irrevocably reduced to \$30,000 and treated as a Class 6 Convenience Claim (upon Allowance), in full and final satisfaction of such Claim, if elected on a properly and timely completed and delivered Ballot.
2. Any General Unsecured Claim in excess of \$30,000 may not be subdivided into multiple Convenience Claims for purposes of receiving treatment as a Convenience Claim. If a holder of a General Unsecured Claim in the amount of \$30,000 or less is deemed to join Class 6 (Convenience Claims) or an eligible holder of a General Unsecured Claim that is greater than \$30,000 makes the voluntary election to join Class 6 (Convenience Claims), then its Claim shall, upon its allowance for voting purposes, be counted only in such Class (in the reduced amount of \$30,000 if applicable) and shall not be tabulated as a Claim in Class 3 (General Unsecured Claims).

## **VIII. Special Procedures Relating to Contested Abuse Claim Election**

1. All Abuse Claims shall be considered Settling Abuse Claims unless: (a) the holder of the Abuse Claim makes the election set forth in this Section VIII.2 for such Abuse Claim to be treated as a Contested Abuse Claim on a properly completed, timely submitted Ballot or (b) the Debtor has filed an objection to such Abuse Claim prior to February 22, 2024, that has not been withdrawn or settled prior to the Voting Deadline. The designation of an Abuse Claim as a Contested Abuse Claim under the Plan by election of the holder of such Abuse Claim is irrevocable.
2. Holders of Abuse Claims shall have the right, but not the obligation, to irrevocably elect to have such Abuse Claim irrevocably treated as a Contested Abuse Claim under the Plan and to receive the treatment specified in Article III.B.4 of the Plan and the Trust Documents if elected on a properly and timely completed and delivered Class 4 (Arrowood Abuse Claims) Ballot or Class 5 (London and Ecclesia Abuse Claims) Ballot, as applicable.

3. The Abuse Claim of each holder who does not make a Contested Abuse Claim election on a properly and timely completed and delivered Ballot, and to which the Debtor has not objected prior to February 22, 2024, or if the Debtor did object, such objection has been withdrawn or settled prior to the Voting Deadline, will be treated as a Settling Abuse Claim.

**IX. Notice of Non-Voting Status for Unclassified and Unimpaired Classes of Claims**

1. Certain holders of Claims that are not classified under the Plan in accordance with section 1123(a)(1) of the Bankruptcy Code or who are not entitled to vote because they are presumed to accept the Plan under section 1126(f) of the Bankruptcy Code shall receive only the Notice of Non-Voting Status, substantially in the form annexed to the Disclosure Statement Order as **Exhibit 6**. The notice shall instruct these holders as to how they may obtain copies of the documents contained in the Solicitation Package (excluding Ballots).

**X. Amendments to the Plan and Solicitation Procedures**

1. The Debtor reserves the right to make non-substantive or immaterial changes to the Disclosure Statement, the Disclosure Statement Order, the Plan, the Ballots, the Confirmation Hearing Notice, and related documents without further order of the Bankruptcy Court, including, without limitation, changes to correct typographical and grammatical errors, and to make conforming changes among the Disclosure Statement, the Plan, and any other materials in the Solicitation Package before their distribution.