UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF FLORIDA FORT LAUDERDALE DIVISION

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In re:

COMPREHENSIVE CLINICAL DEVELOPMENT, INC. and COMPREHENSIVE CLINICAL DEVELOPMENT NW, INC. Case No. 13-17273-BKC-JKO Case No. 13-17282-BKC-JKO

Chapter 7 (Jointly Administered Under Case No.: 13-17273-JKO)

Debtors.

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## TRUSTEE'S MOTION TO: (I) MODIFY EMPLOYMENT TERMS OF GENOVESE JOBLOVE & BATTISTA, P.A.; AND (II) APPROVE SPECIAL LITIGATION CO-COUNSEL CONTINGENCY FEE ARRANGEMENT

Marc P. Barmat, the duly appointed and acting Chapter 7 Trustee (the "Trustee"), pursuant to 11 U.S.C §§ 105, 327(e), 328(a), 330, and 331, Fed. R. Bankr. P. 2016, and Local Rule 2016-1, as applicable as set forth herein, files this Motion to: (i) Modify Employment Terms of Genovese, Joblove & Battista, P.A.; and (ii) Approve Special Litigation Co-Counsel Contingency Fee Arrangement (the "Motion"), and in support thereof, states:

## **Background**

1. On March 29, 2013, Comprehensive Clinical Development, Inc. and Comprehensive Clinical Development NW, Inc. (the "Debtors") filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. [ECF No. 1];[Case No. 13-17282-BKC-JKO, ECF No. 1].

2. The Debtors' bankruptcy cases are being jointly administered for procedural purposes only under the Lead Case, Case No. 13-17273-BKC-JKO, pursuant to this Court's *Order Granting Debtors' Motion for Joint Administration* [ECF No. 50].

3. On August 29, 2013, this Court entered its *Order Converting Cases Under Chapter 11 to Cases Under Chapter 7* [ECF No. 556] and the Trustee was appointed as the Chapter 7 Trustee

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in Debtors' cases [ECF No. 557]; [Case No. 13-17282-BKC-JKO, ECF No. 45].

4. On September 3, 2013, the Trustee filed an Application for Employment of Robert C. Furr, Esq. and the Law Firm of Furr and Cohen, P.A. as general counsel [ECF No. 568] and on September 4, 2013, the Court entered its *Order Approving Employment of Trustee's Attorney* [ECF No. 575].

5. On September 30, 2013, the Trustee filed, pursuant to 11 U.S.C §§ 105, 327(e), 328(a), 330, and 331, Fed. R. Bankr. P. 2014 and 2016, and Local Rules 2014-1 and 2016-1, an Application for Approval of Employment of David C. Cimo, Esq. and the Law Firm of Genovese, Joblove & Battista, P.A. (collectively, "GJB" or "Special Litigation Counsel") as special litigation counsel nunc pro tunc to August 29, 2013, the date services were first rendered [ECF No. 618] (the "GJB Initial Employment Application") to, among other things, assist the Trustee with due diligence, investigation, analysis, and to the extent appropriate, pursuit of the following litigation claims: (i) director and officer liability claims; (ii) professional liability claims; (iii) Chapter 5 avoidance claims against directors, officers, and/or professionals of the Debtors for which director and officer liability claims and professional liability claims, as applicable, are pursued; and (iv) equitable and any and all other claims, including but not limited to objections to claims, against directors, officers, and/or professionals of the Debtors for which director and officer liability claims and professional liability claims, as applicable, are pursued (the "Litigation Claims"), with compensation to be awarded and paid to GJB as follows: "[a]ll requests pursuant to the Order approving this Application for payment of [GJB]'s professional fees in connection with the contingency fee arrangement set forth herein shall be included (i) in each respective motion to approve any and all settlements pursuant to Fed. R. Bank. P. 9019 with such request clearly set forth in the title of the motion and/or (ii) in a motion for payment of contingency fee in the event of

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payment other than from settlement, i.e., satisfaction of judgment, without the need to file formal fee applications; provided, however, that [GJB] shall file applications for or otherwise seek in compliance with the Bankruptcy Rules, Local Rules, and Bankruptcy Court and United States Trustee Guidelines, reimbursement of costs and expenses."

6. On November 7, 2013, this Court entered its Order Approving GJB Initial Employment Application [ECF No. 662] (the "GJB Initial Employment Order"), which provided, among other things, as follows:

- a. The Trustee is authorized to employ [GJB] as special litigation counsel *nunc pro tunc* to August 29, 2013, the date services were first rendered, to, among other things, conduct due diligence, investigate, analyze, and to the extent appropriate, pursue the Litigation Claims;
- b. With respect to all Litigation Claims except objections to claims against directors, officers, and/or professionals of the Debtors for which director and officer liability claims and professional liability claims, as applicable, are pursued, [GJB] shall be compensated on a straight contingency fee basis, with [GJB] being paid 35% of gross recoveries;
- c. With respect to all objections to claims against directors, officers, and/or professionals of the Debtors for which director and officer liability claims and professional liability claims, as applicable, are pursued, [GJB] shall be compensated on an hourly fee basis not to exceed 35% of the value to the estate of the reduction or elimination of any allowed claims otherwise held by such directors, officers, and/or professionals of the Debtors, which value is measured by the distributions that would otherwise have been made to such directors, officers, and/or professionals of the

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Debtors in respect of their allowed claims but for the claim objections asserted in conjunction with the pursuit of the Litigation Claims. For example, if an objection to a \$50,000 claim results in the elimination of such claim, and there would have been a 5% distribution to such creditor on account of such claim in the amount of \$2,500, [GJB]'s hourly fees in connection with such claim objection would not exceed \$875.00, or 35% of \$2,500; and

 [GJB]'s compensation shall be awarded and paid pursuant to the terms of the [GJB Initial Employment Application].

7. By separate application to be filed in conjunction with this Motion, the Trustee will be seeking to employ attorney Jason S. Mazer, Esq. and the law firm of Ver Ploeg & Lumpkin, P.A. (collectively, "VPL") as special insurance litigation counsel to the Trustee, which shall serve as cocounsel with GJB under the contingency fee terms and conditions described herein in regard to the Litigation Claims.

## **Relief Requested and Basis for Relief**

8. By this Motion, the Trustee seeks the entry of an Order modifying and/or approving the terms of engagement and compensation of GJB and VPL as follows:

a. Modifying the terms of GJB's employment as special litigation counsel *nunc pro tunc* to August 29, 2013, the date services were first rendered, as approved by this Court pursuant to the GJB Initial Employment Order [ECF No. 662], and adding VPL as special insurance litigation co-counsel *nunc pro tunc* to March 17, 2015, the date services were first rendered, on a total straight contingency fee basis of 35% of gross recoveries with respect to all Litigation Claims (except objections to claims against directors, officers, and/or professionals of the Debtors for which director and

officer liability claims and professional liability claims, as applicable, are pursued), with GJB and VPL to be compensated such total 35% contingency fee as follows: (i) *pro rata* based upon total professional and/or para-professional hours billed up to and including recovery of GJB and VPL's total fees incurred as calculated by multiplying professional and/or para-professional hours billed and applicable billable rates (the "Pro Rata Compensation"); and (ii) any excess recovery above the Pro Rata Compensation to be paid with 75% to GJB and 25% to VPL. For example, if hourly fees incurred by GJB are \$200,000 and hourly fees incurred by VPL are \$50,000, with total hourly fees incurred by both firms equal to \$250,000, GJB's pro rata percentage would be 80% and VPL's pro rata percentage would be 20%, and GJB and VPL would be compensated as follows in the following two scenarios:

- i. If the total 35% contingency fee awarded is \$1 million (exceeding the total hourly fees of GJB and VPL of \$250,000), GJB's Pro Rata Compensation would be equal to \$200,000 and VPL's Pro Rata Compensation would be equal to \$50,000. There would be an excess recovery above the Pro Rata Compensation of \$750,000 (\$1 million \$250,000). 75% of the \$750,000 excess recovery in the amount of \$562,500 (\$750,000  $\times$  75%) would be paid to GJB and 25% of the \$750,000 excess recovery in the amount of \$187,500 (\$750,000  $\times$  25%) would be paid to VPL. GJB's total fee would be \$762,500 (\$200,000 + \$562,500) and VPL's total fee would be \$237,500 (\$50,000 + \$187,500).
- ii. If the total 35% contingency fee awarded is \$200,000 (less than the total hourly fees of GJB and VPL of \$250,000), GJB's Pro Rata Compensation
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would be equal to \$160,000 (\$200,000  $\times$  80%) and VPL's Pro Rata Compensation would be equal to \$40,000 (\$200,000  $\times$  20%). There would be no excess recovery above the Pro Rata Compensation;

- b. GJB's retention with respect to all objections to claims against directors, officers, and/or professionals of the Debtors for which director and officer liability claims and professional liability claims, as applicable, are pursued, shall remain as set forth in the GJB Initial Employment Order [ECF No. 662]. Specifically, GJB shall be compensated on an hourly fee basis not to exceed 35% of the value to the estate of the reduction or elimination of any allowed claims otherwise held by such directors, officers, and/or professionals of the Debtors, which value is measured by the distributions that would otherwise have been made to such directors, officers, and/or professionals of the Debtors in respect of their allowed claims but for the claim objections asserted in conjunction with the pursuit of the Litigation Claims. For example, if an objection to a \$50,000 claim results in the elimination of such claim, and there would have been a 5% distribution to such creditor on account of such claim in the amount of \$2,500, GJB's hourly fees in connection with such claim objection would not exceed \$875.00, or 35% of \$2,500;
- c. In their discretion, GJB may continue to, and VPL may, advance payment of litigation related costs pertaining to the investigation and/or pursuit of the Litigation Claims but the bankruptcy estate shall be responsible for the reimbursement and/or payment of all expert witness and consulting fees and costs, and any and all other normal and customary out-of-pocket expenses incurred in connection with the professional services provided hereunder, including but not limited to travel, court

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reporter fees, printing, photocopy costs, administrative, and other costs, *nunc pro tunc* to August 29, 2013 in respect of GJB, the date services were first rendered, as approved by this Court pursuant to the GJB Initial Employment Order [ECF No. 662], and *nunc pro tunc* to March 17, 2015 in respect of VPL, the date services were first rendered; and

d. As approved by this Court pursuant to the GJB Initial Employment Order [ECF No. 662], all requests pursuant to the Order approving this Motion for payment of GJB and VPL's professional fees in connection with the contingency fee arrangement set forth herein shall be included (i) in each respective motion to approve any and all settlements pursuant to Fed. R. Bank. P. 9019 with such request clearly set forth in the title of the motion and/or (ii) in a motion for payment of contingency fee in the event of payment other than from settlement, i.e., satisfaction of judgment, without the need to file formal fee applications; provided, however, that GJB and VPL shall file applications for or otherwise seek in compliance with the Bankruptcy Rules, Local Rules, and Bankruptcy Court and United States Trustee Guidelines, reimbursement of costs and expenses.

9. The Trustee respectfully submits that the terms and conditions of employment of GJB and VPL as proposed herein are reasonable, necessary, and in the best interests of the Debtors' estate, as (i) there is no additional or increased contingency fee to be borne by the estate as a result of VPL's retention, and (ii) VPL has particularized expertise and extensive experience providing strategic insurance coverage advice in connection with complex actions.

WHEREFORE, the Trustee respectfully requests the entry of an Order granting the relief

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requested herein and such other and further relief as the Court deems appropriate.

Respectfully submitted this 18th day of March, 2015.

GENOVESE JOBLOVE & BATTISTA, P.A. Special Litigation Counsel to Marc P. Barmat, Chapter 7 Trustee 100 S.E. Second Street, 44th Floor Miami, FL 33131 Tel. (305) 349-2300 Fax. (305) 349-2310 Email: dcimo@gjb-law.com Email: mmark@gjb-law.com

By: /s/ Marilee A. Mark

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# **CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a true and correct copy of the foregoing was served to all parties

on the attached Service List, via CM/ECF and/or first-class postage-prepaid U.S. Mail, this 18th day

of March, 2015.

By: /s/ Marilee A. Mark Marilee A. Mark, Esq.

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## Case 13-17273-JKO Doc 941 Filed 03/18/15 Page 18 of 27

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