

PACHULSKI STANG ZIEHL & JONES LLP  
Jeffrey N. Pomerantz (CA Bar No. 143717) (*admitted pro hac vice*)  
John A. Morris (NY Bar No. 266326) (*admitted pro hac vice*)  
Kenneth Brown (CA Bar No. 100396)  
Gregory V. Demo (NY Bar No. 5371992) (*admitted pro hac vice*)  
Hayley R. Winograd (NY Bar No. 5612569) (*admitted pro hac vice*)  
10100 Santa Monica Blvd., 13th Floor  
Los Angeles, CA 90067  
Telephone: (310) 277-6910  
Facsimile: (310) 201-0760

HAYWARD PLLC  
Melissa S. Hayward (TX Bar No. 24044908)  
Zachery Z. Annable (TX Bar No. 24053075)  
10501 N. Central Expy, Ste. 106  
Dallas, TX 75231  
Telephone: (972) 755-7100  
Facsimile: (972) 755-7110

*Counsel for Highland Capital Management, L.P.*

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

-----	§	
In re:	§	Chapter 11
	§	
HIGHLAND CAPITAL MANAGEMENT, L.P.,	§	Case No. 19-34054-sgj11
	§	
Reorganized Debtor.	§	
-----	§	

**HIGHLAND CAPITAL MANAGEMENT, L.P.'S  
AMENDED WITNESS AND EXHIBIT LIST WITH RESPECT TO  
EVIDENTIARY HEARING TO BE HELD ON NOVEMBER 30, 2021**

Highland Capital Management, L.P. ( "Highland") submits the following amended witness and exhibit list with respect to the (i) *Debtor's Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LCC and for Related Relief* [Docket No. 2196]; and (ii) *Highland's Supplemental Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief* [Docket No. 2893], which the Court has set for hearing at 9:30 a.m. (Central Time) on November 30, 2021 (the "Hearing") in the above-styled bankruptcy case (the "Bankruptcy Case").



**A. Witnesses:**

1. Robert Kehr;
2. Any witness identified by or called by any other party; and
3. Any witness necessary for rebuttal.

**B. Exhibits:**

Number	Exhibit	Offered	Admitted
1.	Limited Liability Company Agreement, dated as of August 23, 2018, between HCMLP and HCRE with respect to SE Multifamily Holdings LLC [Docket No. 2198-1]		
2.	Bridge Loan Agreement, dated as of September 26, 2018, between HCMLP and HCRE (among other Borrowers) on the one hand, and Keybank on the other [Docket No. 2198-2]		
3.	E-mail string between certain attorneys at Wick Phillips and certain employees of HCMLP, from the period September 17, 2018 to September 18, 2018 [Docket No. 2198-3]		
4.	Amended and Restated Limited Liability Company Agreement, dated as of March 15, 2019, to be effective as of August 23, 2018, among HCMLP, HCRE, and BH Equities with respect to SE Multifamily Holdings LLC [Docket No. 2198-4]		
5.	HCRE's Claim dated April 8, 2020 [Docket No. 2198-5]		
6.	Debtor's First Omnibus Objection to Certain (A) Duplicate Claims; (B) Overstated Claims; (C) Late-Filed Claims; (D) Satisfied Claims; (E) No-Liability Claims; and (F) Insufficient-Documentation Claims [Docket Nos. 906, 2198-6]		
7.	NexPoint Real Estate Partners LLC's Response to Debtor's First Omnibus Objection to Certain (A) Duplicate Claims; (B) Overstated Claims; (C) Late-Filed Claims; (D) Satisfied Claims; (E) No-Liability Claims; and (F) Insufficient-Documentation Claims [Docket No. 2198-7]		
8.	E-mail from John Morris to Lauren Drawhorn dated March 29, 2021 [Docket No. 2198-8]		
9.	E-mail string between Lauren Drawhorn and John Morris (with other attorneys copied) from the period March 30, 2021 through March 31, 2021 [Docket No. 2198-9]		

Number	Exhibit	Offered	Admitted
10.	E-mail and letter from Lauren Drawhorn to John Morris (with copies to other attorneys at Pachulski Stang Ziehl & Jones LLP and Wick Phillips) dated April 9, 2021 [Docket No. 2198-10]		
11.	Transcript of August 11, 2021 Deposition of Rob Wills [Docket No. 2895-1]		
12.	Transcript of September 16, 2021 Deposition of Robert Kehr [Docket No. 2895-3]		
13.	Debtor's Amended Notice of Rule 30(b)(6) Deposition to Wick Phillips Gould & Martin, LLP [Docket No. 2608]		
14.	Highland Capital Management, L.P.'s Disclosure of Intent to Use An Expert Witness at the Hearing On Its Motion To Disqualify Wick Phillips Gould & Martin, LLP		
15.	Highland's List of Documents Considered by the Expert in Connection with Debtor's Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief		
16.	Any document entered or filed in the Bankruptcy Case, including any exhibits thereto		
17.	All exhibits necessary for impeachment and/or rebuttal purposes		
18.	All exhibits identified by or offered by any other party at the Hearing		

Dated: November 24, 2021.

**PACHULSKI STANG ZIEHL & JONES LLP**

Jeffrey N. Pomerantz (CA Bar No. 143717)  
John A. Morris (NY Bar No. 266326)  
Kenneth Brown (CA Bar No. 100396)  
Gregory V. Demo (NY Bar No. 5371992)  
Hayley R. Winograd (NY Bar No. 5612569)  
10100 Santa Monica Blvd., 13th Floor  
Los Angeles, CA 90067  
Telephone: (310) 277-6910  
Facsimile: (310) 201-0760  
Email: jpomerantz@pszjlaw.com  
jmorris@pszjlaw.com  
kbrown@pszjlaw.com  
gdemo@pszjlaw.com  
hwinograd@pszjlaw.com

-and-

**HAYWARD PLLC**

*/s/ Melissa S. Hayward*

---

Melissa S. Hayward  
Texas Bar No. 24044908  
MHayward@HaywardFirm.com  
Zachery Z. Annable  
Texas Bar No. 24053075  
ZAnnable@HaywardFirm.com  
10501 N. Central Expy, Ste. 106  
Dallas, Texas 75231  
Tel: (972) 755-7100  
Fax: (972) 755-7110

*Counsel for Highland Capital Management, L.P.*

## **EXHIBIT 14**

PACHULSKI STANG ZIEHL & JONES LLP

Jeffrey N. Pomerantz (CA Bar No.143717) (*admitted pro hac vice*)  
Ira D. Kharasch (CA Bar No. 109084) (*admitted pro hac vice*)  
John A. Morris (NY Bar No. 266326) (*admitted pro hac vice*)  
Gregory V. Demo (NY Bar No. 5371992) (*admitted pro hac vice*)  
Hayley R. Winograd (NY Bar No. 5612569) (*admitted pro hac vice*)  
10100 Santa Monica Blvd., 13th Fl.  
Los Angeles, CA 90067  
Telephone: (310) 277-6910  
Facsimile: (310) 201-0760

HAYWARD PLLC

Melissa S. Hayward, Texas Bar No. 24044908  
MHayward@HaywardFirm.com  
Zachery Z. Annable, Texas Bar No. 24053075  
ZAnnable@HaywardFirm.com  
10501 N. Central Expy, Ste. 106  
Dallas, Texas 75231  
Telephone: (972) 755-7100  
Facsimile: (972) 755-7110

*Counsel for the Debtor and Debtor-in-Possession*

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

---

In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.,<sup>1</sup>

Debtor.

---

§  
§ Chapter 11  
§  
§ Case No. 19-34054-sgj11  
§  
§  
§

**HIGHLAND CAPITAL MANAGEMENT, L.P.’S DISCLOSURE OF  
INTENT TO USE AN EXPERT WITNESS AT THE HEARING  
ON ITS MOTION TO DISQUALIFY WICK PHILLIPS GOULD & MARTIN, LLP**

Pursuant to the *Agreed First Amended Scheduling Order with Respect to Debtor’s Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC* [Docket No. 2757] (the “Amended Scheduling Order”) and Federal Rule of Civil Procedure 26, Highland

---

<sup>1</sup> The Debtor’s last four digits of its taxpayer identification number are (6725). The headquarters and service address for the above-captioned Debtor is 300 Crescent Court, Suite 700, Dallas, TX 75201.

Capital Management, L.P., the reorganized debtor<sup>2</sup> (“Highland”) in the above-captioned chapter 11 case (“Bankruptcy Case”), hereby discloses (the “Disclosure”) that it intends to offer the expert testimony of Robert L. Kehr of the law firm of Kehre, Schiff & Crane, LLP at the hearing on the *Debtor’s Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief* [Docket No. 2196] (the “Motion”). A copy of Mr. Kehr’s Curriculum Vitae is attached as Exhibit A.

### **Defined Terms**

1. Wick Phillips Gould & Martin, LLP (“Wick Phillips”) is a law firm that currently represents HCRE Partners, LLC (“HCRE”) in connection with a proof of claim filed by HCRE in the Bankruptcy Case, denoted by the claims agent as claim no. 146 (the “HCRE Claim”).

2. The HCRE Claim relates to a 2018 investment (the “2018 Joint Investment”) between and among HCRE and the Debtor (together, the “Parties”).

3. The 2018 Joint Investment was accomplished by the Parties forming SE Multifamily Holdings LLC (“SE Multifamily”), and the Parties defining their respective rights and obligations through a *Limited Liability Company Agreement*, dated as of August 23, 2018 (the “Initial LLC Agreement”). Such rights included, without limitation, rights to receive distributions of cash and assets in-kind in the process of winding down and liquidating SE Multifamily (the “Allocation”).

4. In order to finance the 2018 Joint Investment, the Parties obtained a secured loan from lenders (the “Lenders”), pursuant to the *Bridge Loan Agreement*, dated as of September 26, 2018 (the “Loan Agreement”).

5. Pursuant to the Loan Agreement, the Parties were borrowers (the “Borrowers”).

---

<sup>2</sup> On February 22, 2021, the Bankruptcy Court entered the *Order (i) Confirming the Fifth Amended Plan of Reorganization (as Modified) and (ii) Granting Related Relief* [Docket No. 1943] (the “Confirmation Order”) which confirmed the *Fifth Amended Plan of Reorganization of Highland Capital Management, L.P.*, as modified (the “Plan”). The Plan went Effective (as defined in the Plan) on August 11, 2021, and Highland is the Reorganized Debtor (as defined in the Plan) since the Effective Date. See *Notice of Occurrence of Effective Date of Confirmed Fifth Amended Plan of Reorganization of Highland Capital Management, L.P.* [Docket No. 2700].

6. The *Amended and Restated Limited Liability Company Agreement*, dated as of August 23, 2018, is referred to as the “Restated LLC Agreement,” and together with the Initial LLC Agreement, the “LLC Agreement.”

**Summary of Opinions**

7. In compliance with Fed. R. Bank. Pro. 9014 and Fed. R. Civ. Pro 26(a)(2)(C), the Debtor discloses:

- (a) The subject matter upon which Mr. Kehr is expected to present expert testimony is the standards governing lawyers who are asked to undertake a representation adverse to a former client in the same or substantially related matter.
- (b) The following summarizes the opinions that Mr. Kehr is expected to testify to:
  - A lawyer owes two duties to a former client. These are continuing duties of loyalty and of confidentiality. These are separate and independent duties. A lawyer can violate the continuing duty of loyalty even if the lawyer possesses no confidential information of the former client. An attorney who has acted as such for a former client cannot render professional services adversely to the former client in the same or a substantially related matter nor, in any event, whether it be in the same matter or not, can the lawyer assume a position hostile to the former client, and one inimical to the interests the lawyer previously was engaged to protect..
  - Rule 1.09 of the Texas Disciplinary Rules of Professional Conduct prohibits a lawyer from being adverse to a former client if the former and new representation are in “the same or a substantially related matter[s].” There is no analytical difference between the two in the context either of disqualification or professional discipline. The Wick Phillips lawyers have the same duty of loyalty or fidelity to their former client, Highland, whether the two representations are categorized as in the same or substantially related matters. The former and current Wick Phillips representations are in the same matter.
  - Wick Phillips’ attempt to distinguish its work for HCRE and Highland in the negotiation and drafting of the Loan Agreement from the work allegedly done by other lawyers and law firms in connection with drafting the LLC Agreement, is not supported by well settled ethical standards or the Texas Disciplinary Rules of Professional Conduct.



- The drafting of the LLC Agreement, the 2018 Joint Investment, the various steps needed to effect their terms and the drafting and negotiation of the Loan Agreement and the various steps required to effect its terms (including with respect to the preparation of multiple separate documents, schedules and exhibits attached to the Loan Agreement) comprised a single integrated transaction, the subject of which was the acquisition of the Mortgaged Properties and the Portfolio Properties (as defined in the Loan Agreement).
  - Wick Phillip now is directly adverse to its former client, Highland, with respect to the subject of the former representation and in violation of Rule 1.09 of the Texas Disciplinary Rules of Professional Conduct.
  - The unity of the LLC Agreement, the 2018 Joint Investment and the Loan Agreement must be viewed in light of Wick Phillips' duty of loyalty to Highland. A lawyer's continuing duty of loyalty to a former client prohibits the lawyer from questioning the validity of the lawyer's services or work product for the former client. The Loan Agreement contains numerous references to Highland's 49% ownership interest. Through its Current Representation of HCRE in connection with the HCRE Claim, Wick Phillips is attacking the Allocations under the Restated LLC Agreement. In doing so, Wick Phillips is necessarily attacking the correctness of the work Wick Phillips performed for Highland in connection with the Loan Agreement. To the extent there are any alleged errors in the Restated LLC Agreement, these errors would thus render Wick Phillips' work in connection with the Loan Agreement wrong in an absolute sense.
- (c) Mr. Kehr may also provide testimony rebutting the opinions of any experts identified by Wick Phillips.

Dated: August 27, 2021

**PACHULSKI STANG ZIEHL & JONES LLP**

Jeffrey N. Pomerantz (CA Bar No.143717) (*pro hac vice*)  
Ira D. Kharasch (CA Bar No. 109084) (*pro hac vice*)  
John A. Morris (NY Bar No. 266326) (*pro hac vice*)  
Gregory V. Demo (NY Bar No. 5371992) (*pro hac vice*)  
Hayley R. Winograd (NY Bar No. 5612569) (*pro hac vice*)  
10100 Santa Monica Boulevard, 13th Floor  
Los Angeles, CA 90067  
Telephone: (310) 277-6910  
Facsimile: (310) 201-0760  
Email: jpomrantz@pszjlaw.com  
ikharasch@pszjlaw.com  
jmorris@pszjlaw.com  
gdemo@pszjlaw.com  
hwinograd@pszjlaw.com

-and-

**HAYWARD PLLC**

/s/ Zachery Z. Annable

Melissa S. Hayward  
Texas Bar No. 24044908  
MHayward@HaywardFirm.com  
Zachery Z. Annable  
Texas Bar No. 24053075  
ZAnnable@HaywardFirm.com  
10501 N. Central Expy, Ste. 106  
Dallas, Texas 75231  
Tel: (972) 755-7100  
Fax: (972) 755-7110

*Counsel for the Debtor and Debtor-in-Possession*

**EXHIBIT A**

ROBERT L. KEHR - Cornell University (B.A., 1966); Columbia University (J.D., 1969); Member: California State Bar Commission for the Revision of the Rules of Professional Conduct (2005-2017); California State Bar Standing Committee on Professional Responsibility and Conduct (Member: 1996-2001, Chair, 1999-2000 and Special Advisor: 2000-01); Professional Responsibility and Ethics Committee of the Los Angeles County Bar Association (Member: 1981-Present and Chair: 1986-87); Evaluation of Professional Standards Committee of the Los Angeles County Bar Association (Member: 1988 – merged into PREC); Member: American Law Institute; Member: Association of Professional Responsibility Lawyers; Adjunct Professor - Loyola Law School; Author: “A Trial Lawyer’s Guide to Rule 3.3” - California Litigation, Vol. 33, No 1; “The Troubled History of the Business Transactions Rule” - July/August 2019 issue of Los Angeles Lawyer; “The Lawyer as Director” - April 2018 Los Angeles County Bar Updates; “The Lawyer as Escrow Holder” - March 2018 Los Angeles County Bar Updates; “Lawyer Ethics in Real Estate Transactions” - ABA Probate & Property, Vol. 26, No. 2 (Mar/Apr 2012) (with Prof. Roger Bernhardt); “The Lawyer as Scrivener” - Los Angeles Lawyer (2011), Vol. 34, No. 6, p. 20; “Midcourse Corrections: Being Professionally Responsible in Property Transactions” - 34 CEB Real Property Law Reporter 123 (July 2011) (with Prof. Roger Bernhardt); “When a Lawyer-Mediator Prepares the Settlement Agreement” - ABA/BNA Lawyers’ Manual on Professional Conduct (2011), Vol. 27, No. 12; “Principles or Rules: What is the Best Approach to Regulation?” Los Angeles Daily Journal, August 12 and August 13, 2010; “Lawyer Error: Malpractice, Fiduciary Breach, or Disciplinable Offense?” – 29 W.St.U.L.Rev. 235 (2002); “Update on Conflicts of Interest” - Los Angeles Lawyer (2000), Vol. 23, No. 4 p. 33; “Ruling on the Rules” - Los Angeles Lawyer (1998), Vol. 21 No. 4 p. 37; Peck & Kehr, “Ruling on the Rules” - Vol. 21 No. 4, p. 37 Los Angeles Lawyer (1998); “The Changing Law of Lease Assignments” - Real Estate Review, Vol. 11 No. 2 p. 54, (1981); “Lease Assignments: The Landlord’s Consent” - 55 California State Bar Journal 108 (1980); “The Application of

Green v. Superior Court to Non-Residential Realty” - 1 Los Angeles Lawyer 30 (1979).

Arbitrator: Los Angeles County Bar Attorneys Fee Arbitration Committee, (1980-Present).

Currently practice limited to transactional matters and consultation and expert testimony concerning legal ethics and standard of care issues. Frequent lecturer on lawyer responsibilities.

1. Robert L. Kehr was a speaker or one of the panelists at the following programs:
2. “Disclosure Pitfalls for Lawyers: Partners, Brokers, and Other Fiduciaries in Real Estate Transactions.” This program was given under the auspices of the Real Estate Committee of the Los Angeles County Bar Association on May 18, 1995.
3. “Breaking Up is Hard to Do: Ethical Issues in Lateral Transfers and Law Firm Dissolutions.” This program was given under the auspices of the Los Angeles County Bar Association Committee on Professional Responsibility and Ethics on June 22, 1995.
4. “Managing Civil Conflicts of Interest In and Out of Court.” This program was given under the auspices of the Los Angeles County Bar Association on October 21, 1995.
5. “Conflicts of Interest.” This program was sponsored by the California Continuing Education for the Bar on January 23, 1997.
6. “The Application of Advertising & Solicitation Rules to the Internet.” This program was sponsored by the Law Firm of Jackson & Lewis on March 18, 1997.
7. “Recognizing and Avoiding Conflicts of Interest.” This program was presented to the Los Angeles Consumer Lawyers Association on July 10, 1997.
8. “Recent Developments in Legal Ethics.” This program was presented to the California State Bar at its September 13, 1997 annual meeting.
9. “Ethics Issues in Buying and Selling Businesses.” This program was presented by CLE International as part of a 2-day program on December 4, 1997.
10. “Conflicts: Traps and Consequences for Lawyer and Insurers.” This program was presented by the Assoc. of So. Cal. Defense Counsel on February 5, 1998.
11. “Legal Ethics in Land Use Matters.” This program was presented by CLE International on April 30, 1998.

12. “Recent Developments in Professional Responsibility.” This program was presented to the California State Bar at its October 1-4, 1998 annual meeting.

13. “What Every Lawyer Needs to Know About Conflicts of Interest.” This program was presented to the California State Bar at its October 1-4, 1998 annual meeting.

14. “Ethics Issues in Buying and Selling Businesses.” This program was presented by CLE International as part of a 2-day program on February 26, 1999.

15. “Methods for Identifying and Avoiding Conflicts.” This program was presented to the California State Bar at its October 2, 1999 annual meeting.

16. “Conflicts of Interest.” This program was presented to the Sonoma County Bar Association on November 30, 1999.

17. “Ethics Issues in Cutting Edge Fee Arrangements.” This program was presented at the Beverly Hills Bar Association on April 29, 2000.

18. “The Ethics of Taking Stock for Services.” This program was presented at the Annual Statewide Ethics Symposium on June 17, 2000, at Western States University School of Law.

19. “Methods for Identifying and Avoiding Conflicts.” This program was presented to the California State Bar at its September 2000 annual meeting.

20. “Conflicts of Interest: An In-Depth Analysis for Corporate and Private Counsel.” This program was presented by PLI on December 14, 2000 (Los Angeles) and January 12, 2001 (San Francisco).

21. “Navigating the Ethical Maze of Elder Law, Estate Planning and Fiduciary Conflicts: Practical Strategies both to Serve our Clients and Avoid Malpractice” which was presented to the Beverly Hills Bar Association on May 30, 2001.

22. “Non-Consensual Ethics Screening for Private Lawyers” which was presented at the Annual Statewide Ethics Symposium on June 16, 2001, at Western States University School of Law.

23. “A Review of Fees, Fee Agreements, Fee Collections, Unconscionability, and Non-Standard Fee Arrangements” which was presented to the State Bar of California at its September 8, 2001 annual meeting.

24. “The Going Rate: Entertainment Economics by the Numbers” [legal ethics aspects] which was presented at the USC/Beverly Hills Bar Association 47th Annual Entertainment Law Institute on September 15, 2001.

25. “Recognizing and Avoiding Conflicts of Interest” which was presented by CEB on November 7 (San Diego), November 17 (Costa Mesa), and December 8, 2001 (Los Angeles).

26. “Conflicts of Interest: An In-Depth Analysis for Corporate and Private Counsel” which was presented by PLI on December 14, 2001 (San Francisco) and January 11, 2002 (Los Angeles).

27. “Legal Ethics 2002-2003 - Current Developments” which was presented by PLI (Los Angeles) on January 10, 2003.

28. “The Role and Responsibility of Lawyers” which was presented at Pepperdine Law School, MDR program on January 21, 2003.

29. “Ethics” which was presented at the 15th Annual Educational Conference of the California Alliance of Paralegal Association program on June 21, 2003.

30. “Advanced Problems in Conflicts of Interest” which was presented at the Annual Statewide Ethics Symposium on June 28, 2003, at Whittier Law School, Costa Mesa.

31. “Buying & Selling a Business” which was presented by Sterling Education Services on November 14, 2003 in Pasadena.

32. “Legal Ethics - Current Developments” which was presented by PLI on January 9, 2004, in Los Angeles.

33. “The Essentials of Legal Ethics: The Lawyers’ Responsibilities and Conflicts of Interest” which was presented by CLE International in Los Angeles on January 23, 2004.

34. “The Role and Responsibility of Lawyers” which was presented at Pepperdine Law School, MDR program on February 2, 2004.

35. “An Attorney’s Duties to the Court and Opposing Counsel” which was presented by Consumer Attorneys of Los Angeles Annual Las Vegas Convention on August 29, 2004.

36. “Legal Ethics - Current Developments” which was presented by PLI on January 14, 2005, in Los Angeles.

37. “The Ethics of Referral Fees” which was presented by the Southern California Council of Elder Law Attorneys on February 9, 2005.

38. “The Role and Responsibility of Lawyers” which was presented at Pepperdine Law School, MDR program on March 2, 2005.

39. “Relationship Agreements” which was presented by The Seminar Group on March 4, 2005, in Los Angeles.

40. “Ethics and Conflict of Interest” which was presented at The Family Law Study Group on May 10, 2005, in Los Angeles.

41. “Legal Ethics for Real Estate Attorneys” which was presented by the Los Angeles County Bar Association and the American Bar Association on December 7, 2005, in Los Angeles.

42. “The Work of the Commission for the Revision of the Rules of Professional Conduct” which was presented at the Annual Statewide Ethics Symposium on May 6, 2006, at Santa Clara Law School.

43. “Legal Ethics in ADR” which was presented at the ADR conference at Pepperdine Law School on May 20, 2006.

44. “Legal Ethics Issues of the California Environmental Quality Act” which was presented by CLE International on August 14, 2006, in Los Angeles.

45. “Legal Ethics” which was presented by CEB on November 18, 2006, in Anaheim and December 9, 2006, in Los Angeles.

46. “Ethical Issues for Business Lawyers” which was presented by the California Bankers Association’s Bank Counsel Seminar on March 30, 2007, in Dana Point, California.

47. “Ethics Update: The Latest Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on November 16 and December 8, 2007 in Anaheim and Los Angeles.

48. “Potpourri of Ethics: Conflicts and Updates on Important Developments” which was presented by the Beverly Hills Bar on November 30, 2007, in Beverly Hills.

49. “Residential Landlord-Tenant Law” (legal ethics aspects) which was presented by Sterling Education Services on March 27, 2008, in Santa Monica.

50. “Nuts and Bolts of Ethics” which was presented by The California Political Attorneys Association on September 6, 2008, in Universal City.

51. “What Every Lawyer Needs to Know About the Upcoming Changes to the Rules of Professional Conduct” which was jointly sponsored by the Rules Revision Commission and the Inns of Court and was presented at the State Bar Convention on September 25, 2008, in Monterey, California.

52. “Ethics Update: The Latest Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on December 5, 2008, in Los Angeles.

53. “Re-Forming the California Rules of Professional Conduct” which was presented at the State Bar 13th Annual Ethics Symposium on May 2, 2009, in San Diego.

54. “Ethics Update 2010: Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on January 15, 2010 in Orange County and on January 29, 2010, in Los Angeles.

55. “Criminal Defense and the New Rules of Professional Conduct” which was presented by the Los Angeles County Bar Association on January 16, 2010, in Los Angeles.

56. “The ABCs of Conflicts of Interest” which was presented in Temecula, California on January 30, 2010.

57. “Landlord-Tenant Law Update” which was presented by Sterling Education Services in Pasadena on June 17, 2010.



58. “Attorney Fee Agreements & Fee Disputes: Basics and Recent Developments” which was presented by CEB in Los Angeles on August 20, 2010.

59. “The Proposed New California Rules of Professional Conduct” which was presented by BNA on November 11, 2010 as a webinar.

60. “Ethics Update 2011: Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on January 21, 2011 in Orange County and on January 28, 2011, in Los Angeles.

61. “Foreshadowing: California’s New Proposed Rules of Professional Conduct” which was presented by California Society for Healthcare Attorneys on April 10, 2011 in Los Angeles.

62. “The Proposed New California Rules of Professional Conduct” which was presented by BNA on October 19, 2011 as a webinar.

63. “A Selected Introduction to Contingency Fees, Non-Refundable Fees, and Lawyer-Client Business Transactions” which was presented on November 30, 2011 as an in-house seminar at King, Holmes, Paterno & Berliner, LLP in Los Angeles.

64. “Advance Consents to Conflicts of Interest” which was presented on December 3, 2011 by the Los Angeles County Bar Association in Los Angeles.

65. “Ethics Update 2012: Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on January 20, 2012 in Orange County and on January 27, 2012, in Los Angeles.

66. “Transactional Conflicts of Interest” which was presented to USC Law School LLM students on February 6, 2012.

67. “Navigating Common Ethical Dilemmas,” which was presented on May 17, 2012 by the Los Angeles Paralegal Association at Abraham Lincoln University School of Law in Los Angeles.

68. “The No-Contact Rule: Up Close and Personal,” which was presented on May 19, 2012 at the State Bar’s Statewide Ethics Symposium to be held at Hastings School of Law.

69. “Attorney-Client Privilege” which was presented on June 13, 2012 by the Kern County Bar Association at the Petroleum Club in Bakersfield, California.

70. “Ethics for Criminal Defense Lawyers” which was presented on August 30, 2012 as a firmwide teleconference for the Kavinsky Law Firm.

71. “Ethics Update 2013: Recent Developments and Proposed New Rules from the California Rules Revision Commission” which was presented by CEB on January 18, 2013 in Los Angeles and on January 25, 2013 in Orange County.

72. “Ethical Rules for Healthcare Lawyers: What You Don’t Know Can Harm You (And Your Clients)” which was presented by the California Society of Health Attorneys on April 13, 2013 in Newport Beach, California.

73. “Legal Ethics, Recent Developments & Emerging Rules” presented by the Association of Business Trial Lawyers on May 7, 2013 in Los Angeles.

74. “Avoiding Conflicts in Representing a Closely-Held Business” presented by CEB as a webinar on September 24, 2013.

75. “Selected Issues in Attorneys Fees” presented on December 7, 2013 by the Los Angeles County Bar Association in Los Angeles.

76. “OCBA Ethics Update 2013” presented by the Orange County Bar Association on December 14, 2013 in Newport Beach.

77. “Legal Ethics in Probate and Trust Matters” presented on May 14, 2014 by the Kern County Bar Association in Bakersfield, California.

78. “An Introduction to Conflicts of Interest” videotaped on June 19, 2014 for AttorneyCredits.com.

79. “Legal Fees, Fee Agreements, and Fee Collectibility” presented by Concord Law School on June 21, 2014 in Pasadena.

80. “Recent Developments in California Legal Ethics” videotaped for CEB on July 19, 2014.

81. “Ethical Issues in Law Office Marketing” presented by the Beverly Hills Bar Association on November 5, 2014.

82. “Conflicts of Interest” presented by the Los Angeles County Bar Assoc. Prof. Responsibility and Ethics Comm. on December 6, 2014 in Los Angeles.

83. “OCBA Ethics Update 2014” presented by the Orange County Bar Association on December 10, 2014 in Irvine.

84. “Conflicts of Interest and Disqualification Arising from Prior Client Representations: What Are the Rules?” presented by COPLI as a webinar on January 13, 2015.

85. “Selected Issues in Legal Ethics for Health Lawyer” presented by the Los Angeles County Bar Section on Health Law on January 15, 2015.

86. “Probate Symposium” presented by the San Bernardino County Bar Association on May 27, 2015.

87. “Selected Issues in Legal Ethics” presented by the California Association of Realtors on August 6, 2015.

88. “The Past Year in Review: Recent Developments in the Law of Lawyering” presented by the State Bar’s Committee on Professional Liability Insurance at the State Bar Annual Meeting in Anaheim on October 10, 2015.

89. “Recent Developments in California Legal Ethics” videotaped for CEB on December 1, 2015. 21

90. “OCBA Ethics Update 2015” presented to the Orange County Bar Association on December 5, 2015.

91. “Ethical Keys: Client Identity, Conflicts, and More” presented to the Group Legal Services meeting of the California Teachers’ Association in Costa Mesa on February 6, 2016.

92. “Doing Business with Your Client: The Problems, Pitfalls and Issues in Lawyer-Client Transactions” presented to the Southern California Business Litigation Inn of Court on March 3, 2016.

93. “Common Mistakes Made in Drafting Contingency Fee Agreements and How to Avoid Them” presented by COPLI as a webinar on April 19, 2016.

94. “The Formation, Scope, and Termination of a Lawyer-Client Relationship” presented by COPLI on September 29, 2016 at the State Bar annual meeting.

95. “OCBA Ethics Update 2016” presented to the Orange County Bar Association on December 3, 2016.

96. “What you don’t know, but should, about the New California Rules of Professional Conduct” presented at the Annual Statewide Ethics Symposium on April 21, 2017 at Loyola Law School, Los Angeles.

97. “OCBA Ethics Update 2017” presented to the Orange County Bar Association on September 28, 2017.

98. “Conflicts Analysis in the Representation of Governmental Entities and Agencies” presented in-house to Meyers Nave on May 22, 2018.

99. “Brave New World: What Business Lawyers Need to Know about the Sea Change to new Rules of Professional Conduct” presented to the Beverly Hills Bar Association on July 12, 2018.

100. “The New Rules of Professional Conduct” presented to the Los Angeles County Bar Association on August 21, 2018.

101. “California’s New Rules of Professional Conduct: BE PREPARED!” presented to the Orange County Bar Association on October 17, 2018.

102. “An Introduction to California’s New Rules of Professional Conduct” presented in-house to Bird, Marella, Boxer, Wolpert, Nessim, Drooks & Lincenberg, APC on October 24, 2018 in Los Angeles.

103. “An Introduction to California’s New Rules of Professional Conduct” presented in-house to Klein DeNatale Goldner on October 27, 2018 at Bakersfield.

104. “An Introduction to California’s New Rules of Professional Conduct” presented in-house to Pachulski Stang Ziehl & Jones on November 19, 2018 in Los Angeles.

105. “OCBA Ethics Update 2018” presented to the Orange County Bar Association on November 29, 2018.

106. “An Introduction to California’s New Rules of Professional Conduct” presented in-house to Shartsis Friese, LLP on January 14, 2019 in San Francisco.

107. “The New Rules of Professional Conduct” presented at the Mexican-American Bar Association on January 26, 2019 at Loyola Law School, Los Angeles.

108. “An Introduction to California’s New Rules of Professional Conduct” presented to the Century City Bar Assoc. on January 31, 2019.

109. “Tips & Training: Navigating Attorney-Client Fee Disputes” presented via the internet CLE Program and hosted by the National Association of Legal Fee Analysis on March 14, 2019.

110. “An Introduction to California’s New Rules of Professional Conduct” presented to the American College of Trust and Estate Counsel on March 23, 2019 in La Quinta, California.

111. “New Rules for Trust & Estate Lawyers” presented to the South Bay Bar (Trusts and Estates sections) and South Bay Estate Planning Council on July 11, 2019 in Torrance, California.

112. “The Role of Non-Attorneys in Access to Justice: A Discussion with the State Bar of California” presented on August 27, 2019 at the Los Angeles County Bar Association.

113. “Minor’s Counsel Training: Professional Responsibilities: Knowing the difference between what you have a right to do and what is right to do.” - presented by the Los Angeles County Bar Association on November 16, 2019

114. “Ethics in IP Enforcement” for the Copyright Society of the United States of America, presented in Century City on November 21, 2019.

115. “OCBA Ethics Update 2019” presented to the Orange County Bar Association on December 4, 2019.

116. “Communicating with Clients, Potential Clients, and Non-Clients Under the Rules of Professional Conduct” presented at the Mexican American Bar Association MCLE Day, Loyola Law School on January 25, 2020.

117. “Legal Ethics for Trust & Estate Lawyers” presented electronically to the UCLA/CEB Estate Planning Institute on April 25th, 2020.

118. “Legal Ethics” an in-house program presented to the Firm of Slovak Baron Empey Murphy & Pinkney LLP (Part 1 on August 24, 2020 and Part 2 on September 14, 2020).

119. “The New Rules of Professional Conduct in California of Particular Interest to Tax and Estate Planning Lawyers” presented electronically to the 40th Annual Tax & Estate Planning Forum on November 4-7, 2020.

120. “OCBA Ethics Update 2020” presented electronically to the Orange County Bar Association December 10, 2020.

121. “Ethics in The Time of Pandemic” presented electronically to the Mexican-American Bar Association on January 28, 2021.

122. “OCBA Ethics Update 2021” to presented to the Orange County Bar Association during December 2021.

## **EXHIBIT 15**

**Case No. 19-34054-sgj11**  
**Northern District of Texas**  
**(Dallas Division)**

**Highland's List of Documents Considered  
by the Expert in Connection with Debtor's Motion  
to Disqualify Wick Phillips Gould & Martin, LLP as  
Counsel to HCRE Partners, LLC and for Related Relief**

	<b>Document</b>	<b>Docket No.</b>
1.	Debtor's Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief	2196
2.	Debtor's Memorandum of Law in Support of Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief	2197
3.	Declaration of John A. Morris in Support of the Debtor's Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief	2198
4.	Response to Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC (filed by NexPoint Real Estate Partners LLC f/k/a HCRE Partners LLC)	2278
5.	Brief in Opposition to Debtor's Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC (filed by NexPoint Real Estate Partners LLC f/k/a HCRE Partners LLC)	2279
6.	Debtor's Preliminary Reply in Further Support of Motion to Disqualify Wick Phillips Gould & Martin, LLP as Counsel to HCRE Partners, LLC and for Related Relief	2294
7.	Deposition of Rob Wills held on Wednesday, August 11, 2021 <ul style="list-style-type: none"> <li>➤ <b><u>Exhibit A</u></b> – Amended Notice of Deposition</li> <li>➤ <b><u>Exhibit B</u></b> - SE Multifamily Holdings LLC, Limited Liability Company Agreement, August 23, 2018</li> <li>➤ <b><u>Exhibit C</u></b> - Bridge Loan Agreement</li> <li>➤ <b><u>Exhibit D</u></b> - Email chain RE: Project Unicorn - Final Org Charts, with attachments</li> <li>➤ <b><u>Exhibit E</u></b> - Email chain RE: Unicorn – DSTs (Highland263740 - Highland263768)</li> <li>➤ <b><u>Exhibit F</u></b> - SE Multifamily Holdings LLC First Amended and Restated Limited Liability Company Agreement, dated as of March 15, 2019</li> <li>➤ <b><u>Exhibit H</u></b> - 07/27/2018 through 07/30/2018 E-mail Chain, with Attachments (Highland246786 - Highland246818)</li> <li>➤ <b><u>Exhibit I</u></b> - 02/28/2019 through 03/04/2019 E-mail Chain, with Attachments (Highland136853 - Highland136883)</li> </ul>	N/A
8.	Deposition of Mark Patrick held on Friday, August 13, 2021 <ul style="list-style-type: none"> <li>➤ <b><u>Exhibit A</u></b> – Notice of Deposition</li> </ul>	N/A



	Document	Docket No.
	<ul style="list-style-type: none"> <li>➤ <b><u>Exhibit B</u></b> - SE Multifamily Holdings LLC, Limited Liability Company Agreement, August 23, 2018</li> <li>➤ <b><u>Exhibit C</u></b> - Bridge Loan Agreement</li> <li>➤ <b><u>Exhibit D</u></b> - Email chain RE: Project Unicorn - Final Org Charts, with attachments</li> <li>➤ <b><u>Exhibit E</u></b> - Email chain RE: Unicorn – DSTs (Highland263740 - Highland263768)</li> <li>➤ <b><u>Exhibit F</u></b> - SE Multifamily Holdings LLC First Amended and Restated Limited Liability Company Agreement, dated as of March 15, 2019</li> <li>➤ <b><u>Exhibit G</u></b> - 08/23/2018 E-mail, Paul Broaddus to Helen Kim (Highland209134)</li> <li>➤ <b><u>Exhibit H</u></b> - 07/27/2018 through 07/30/2018 E-mail Chain, with Attachments (Highland246786 - Highland246818)</li> <li>➤ <b><u>Exhibit I</u></b> - 02/28/2019 through 03/04/2019 E-mail Chain, with Attachments (Highland136853 - Highland136883)</li> <li>➤ <b><u>Exhibit J</u></b> - 03/04/2019 E-mail, Mark Patrick to Paul Broaddus, with Attachment (Highland136795 - Highland136822)</li> </ul>	