

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION

In re

ALDRICH PUMP LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 20-30608

(Jointly Administrated)

**EX PARTE APPLICATION OF THE OFFICIAL COMMITTEE OF ASBESTOS
PERSONAL INJURY CLAIMANTS FOR AN ORDER AUTHORIZING
THE RETENTION AND EMPLOYMENT OF GILBERT LLP AS SPECIAL
INSURANCE COUNSEL EFFECTIVE AS OF NOVEMBER 24, 2020**

The Official Committee of Asbestos Personal Injury Claimants (the “Committee”), by and through its undersigned attorneys in the above-captioned chapter 11 cases of Aldrich Pump LLC and Murray Boiler LLC (the “Debtors”), hereby submit this application (the “Application”) for entry of an order, substantially in the form attached hereto as Exhibit A, authorizing the retention and employment of Gilbert LLP (“Gilbert”), as special insurance counsel to the Committee effective as of November 24, 2020, pursuant to sections 328(a) and 1103(a) of Title 11 of the United States Code (the “Bankruptcy Code”), Rules 2014(a) and 2016(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), Rules 2014-1 and 2016-1 of the Rules of Practice and Procedure of the United States Bankruptcy Court for the Western District of North Carolina (the “Local Rules”), and consistent with the *Guidelines for Compensation and Expense Reimbursement of Professionals* issued by this Court (the “Compensation Guidelines”). In support of this Application, the Committee submits the declaration of Kami E. Quinn (the “Quinn”

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors’ address is 800-E Beaty Street, Davidson, North Carolina 28036.



Declaration”) of Gilbert, attached hereto as Exhibit B. In further support of this Application, the Committee states as follows:

JURISDICTION

1. The Court has jurisdiction over this Application pursuant to 28 U.S.C. §§ 157 and 1334. Venue for this Application is proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).

2. The statutory bases for the relief sought are Bankruptcy Code Sections 328(a) and 1103(a), Bankruptcy Rule 2014, and Local Rules 2014-1, 2016-1, and 9013-1(f)(8).

BACKGROUND

3. On June 18, 2020 (the “Petition Date”), the Debtor commenced these proceedings (the “Chapter 11 Cases”) by filing voluntary petitions for relief under the Bankruptcy Code.

4. Pursuant to sections 1107(a) and 1108 of the Bankruptcy Code, the Debtors have continued as debtors-in-possession since the Petition Date. No trustee or examiner has been appointed in these Chapter 11 Cases.

5. On June 30, 2020, the Bankruptcy Administrator (the “Administrator”) filed the Motion to Appoint Official Committee of Asbestos Claimants [Docket No. 126]. Thereafter, one asbestos claimant of the Debtors filed a request to be added to the committee of asbestos claimants as proposed by the Bankruptcy Administrator. At a hearing held on July 6, 2020, the Court granted the Administrator’s motion and appointed the Committee, which the Court memorialized in a July 7, 2020 Order [Dkt. No. 147]. The Committee’s members, as appointed, are: (i) Jerry Lynn Fowles, represented by Bryn Letsch of the law firm Brayton Purcell, LLP; (ii) Pete Panagiotopoulos, represented by John D. Cooney of the law firm Cooney & Conway; (iii) Ray Hager, represented by J. Bradley Smith of the law firm Dean Omar Branham Shirley, LLP;

(iv) Richard J. Shiel, Sr, represented by Bruce E. Mattock of the law firm Goldberg Persky White, P.C.; (v) Richard and Calvena Sisk, represented by Steven Kazan of the law firm Kazan, McClain, Satterly & Greenwood PLC; (vi) Joseph Hamlin, represented by Marcus E. Raichle, Jr. and Chris McKean of the law firm Maune Raichle Hartley French & Mudd, LLC; (vii) John Talmage Gambill, represented by John E. Herrick of the law firm Motley Rice LLC; (viii) Robert Overton, represented by Michael Shepard of The Shepard Law Firm; (ix) Richard R. Villanueva, represented by Perry J. Browder of the law firm Simmons Hanly Conroy LLC; (x) Barbara Korte on behalf of Donald Korte represented by Lauren E. Williams of the law firm SWMW Law, LLC; and (xi) Steven W. Bomzer, represented by Lisa Busch of the law firm Weitz & Luxenberg, P.C.

6. On July 6, 2020, the Committee selected Caplin & Drysdale, Chartered and Robinson+Cole LLP to serve as bankruptcy co-counsel for the Committee.

7. On November 24, 2020, the Committee selected Gilbert to serve as its special insurance counsel.

RELIEF REQUESTED

8. By this Application, the Committee seeks to employ and retain Gilbert as of the date they were selected, November 24, 2020, to represent the Committee in these Chapter 11 Cases as its special insurance counsel. Accordingly, the Committee respectfully requests entry of an order pursuant to Bankruptcy Code Sections 328(a) and 1103(a), Bankruptcy Rules 2014(a) and 2016(b), and Local Rules 2014-1 and 2016-1, in substantially the form attached hereto, authorizing the Committee to employ and retain Gilbert as special insurance counsel in these Chapter 11 Cases.

GILBERT LLP'S QUALIFICATIONS

9. The Committee has selected Gilbert as its special insurance counsel in this bankruptcy proceeding because of Gilbert's experience and expertise regarding asbestos products

liability coverage issues, in particular experience and expertise regarding the preservation, evaluation and maximization of coverage in mass tort bankruptcy proceedings. The potential availability of insurance is a critical issue in an asbestos bankruptcy case and such insurance may provide a significant source of funding for a plan of reorganization in these proceedings or a potential 524(g) trust.

10. The professionals at Gilbert have substantial experience in bankruptcy cases, including bankruptcies involving asbestos-related insurance issues and, have participated in numerous proceedings before various bankruptcy courts. Gilbert represents or has represented debtors, chapter 7 trustees, official creditors' committees, and future claimants' representatives in bankruptcies filed in Delaware, New York, Ohio, Pennsylvania, Tennessee, Washington, and other jurisdictions.

11. Gilbert currently serves as special insurance counsel to (i) both the committee of unsecured creditors and the future claimants' representative in the Rapid-American Corporation bankruptcy, (ii) the asbestos claimants' committee in the Duro Dyne Corporation bankruptcy, (iii) both the tort claimants' committee and the future claimants' representative in the Imerys Talc America bankruptcy, and (iv) the asbestos claimants' committee in the ON Marine Services Company LLC bankruptcy, which are all chapter 11 cases that involve asbestos issues. Gilbert also serves as special insurance counsel to Fraser's Boiler Service, Inc., Debtor, in its bankruptcy and Charles M. Forman, Chapter 7 Trustee, in the National Service Industries, Inc. bankruptcy.

12. Gilbert previously served as insurance counsel to the debtors in the asbestos-related bankruptcy cases of Armstrong World Industries, *et al.*, ACandS, Inc., *et al.*, and Federal-Mogul Global, Inc., *et al.*, and provided some insurance-related advice to the reorganized debtors that emerged from these cases. Some of that post-bankruptcy work may be continuing.

13. Gilbert has previously represented the committees of tort claimants and/or future claimants' representatives with regard to insurance-related matters in various Chapter 11 reorganizations, including those of Babcock & Wilcox Company, Burns & Roe Enterprises, Inc., Christy Refractories Company, LLC, Church Street Health Management LLC, *et al.*, City Homes, Combustion Engineering, Inc., Geo. V. Hamilton, Metex Mfg. Corp. (f/k/a Kentile Floors, Inc.), Plibrico Company, TK Holdings, Inc., *et al.*, and SEPCO Corporation, all of which concluded with confirmed Chapter 11 plans.

14. Gilbert currently represents or has represented various section 524(g) trusts which were created for the benefit of asbestos claimants pursuant to the plans of reorganization confirmed in several bankruptcies. These include the Celotex Asbestos Settlement Trust, the ACandS Asbestos Settlement Trust, the Armstrong World Industries, Inc. Asbestos Personal Injury Settlement Trust, the Babcock & Wilcox Company Asbestos PI Trust, the Combustion Engineering Trust, the Federal-Mogul Asbestos Personal Injury Trust, the Hercules Chemical Company, Inc. Asbestos Trust, and the Shook & Fletcher Asbestos Settlement Trust.

15. The Committee believes that Gilbert is well qualified to represent it in these Chapter 11 Cases with respect to insurance coverage matters and requests that this Court approve such retention.

16. Based upon the Quinn Declaration, the Committee believes that Gilbert's partners, associates, and other attorneys do not represent any entity having an interest adverse to the Committee in the context of this case.

17. Given the experience and background of Gilbert attorneys involved in this case, the type of services to be performed, and the market prices in existence for such services, the fee arrangement proposed by the Committee and Gilbert herein is reasonable.

SERVICES TO BE PROVIDED

18. The Committee requires Gilbert to act as its counsel relating to insurance coverage matters under 11 U.S.C. §§ 1103(a), including, without limitation, the following services:

- A. analyzing the Debtors' insurance policies and providing strategic advice as to the coverage potentially available to respond to asbestos claims;
- B. advising the Committee on steps to be taken to preserve insurance coverage and maximize insurance recoveries;
- C. attending meetings and negotiations with the Committee, representatives of the Debtors, their insurance carriers, and other parties-in-interest in these Chapter 11 Cases related to the preservation of insurance coverage;
- D. advising and representing the Committee with respect to any insurance settlements executed prior to the commencement of these Chapter 11 Cases;
- E. advising and representing the Committee with respect to the use of insurance coverage and insurance proceeds in connection with a plan of reorganization;
- F. advising and representing the Committee with respect to other matters and pleadings that may be raised by insurers or that may impact insurance coverage;
- G. advising and representing the Committee in any dispute that may arise including, but not limited to, an adversary proceeding, arbitration, or mediation related to insurance coverage; and
- H. assisting the Committee with any other insurance-related matters arising in conjunction with the formulation of a plan of reorganization and funding of a trust for the payment of asbestos claims established under plan.

GILBERT LLP'S CONNECTIONS IN THIS CASE

19. Under section 1103(a) of the Bankruptcy Code, a statutory committee "with the court's approval, . . . may select and authorize the employment . . . of one or more attorneys . . . to represent or perform services for such committee." 11 U.S.C. § 1103(a). An attorney employed by the committee "may not, while employed by such committee, represent any other entity having an adverse interest in connection with the case." 11 U.S.C. § 1103(b). But, "[r]epresentation of

one or more creditors of the same class as represented by the committee shall not per se constitute the representation of an adverse interest.” 11 U.S.C. § 1103(b).

20. Although section 1103 does not require committee professionals to be disinterested in order to be retained and employed by a committee, section 328(c) of the Bankruptcy Code states that “the court may deny allowance of compensation for services and reimbursement of expenses of [such] a professional” if such professional is not a “disinterested person.” Section 101(14) of the Bankruptcy Code defines “disinterested person” as a person that:

- A. is not a creditor, an equity security holder, or an insider;
- B. is not and was not, within 2 years before the date of the filing of the petition, a director, officer, or employee of the debtor; and
- C. does not have an interest materially adverse to the interest of the estate or of any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the debtor, or for any other reason.

11 U.S.C. § 101(14).

21. The Committee has reviewed the Quinn Declaration, including the “connections” to these cases disclosed therein, as such term is used in Bankruptcy Rule 2014(a). Other than as set forth herein and noted in the Quinn Declaration, to the best of the Committee’s knowledge and information after due inquiry, neither Gilbert or any of its partners, of counsel, associates or other attorneys has had or presently has any connections with the Debtors, its creditors, members, or any other party-in-interest, or their respective attorneys, accountants, the Bankruptcy Administrator, or the Judges for the United States Bankruptcy Court for the Western District of North Carolina, in any matters related to the Debtors or their estate. Gilbert will supplement the Quinn Declaration if and when it is necessary to disclose any further relationships that require disclosure in this bankruptcy case.

22. Notwithstanding anything set forth in the Quinn Declaration, or herein, the Committee believes that Gilbert is a “disinterested person,” and does not hold or represent an interest adverse to the Debtors’ estate with respect to the matters for which Gilbert is to be employed, as required by Bankruptcy Code Section 328(c).

GILBERT LLP’S COMPENSATION

23. Gilbert has advised the Committee that it intends to apply to the Court for compensation for professional services rendered and reimbursement of expenses incurred in accordance with Bankruptcy Code sections 330 and 331, and applicable provisions of the Bankruptcy Rules, the Local Rules, the Compensation Guidelines issued by this Court, the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Retained Professionals [Docket No. 171] (the “Interim Compensation Order”), and any other applicable procedures and orders of the Court. Subject to this Court’s approval and in accordance with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and the Compensation Guidelines issued by this Court, the Committee requests that Gilbert be compensated on an hourly basis, plus reimbursement of the actual and necessary expenses that Gilbert incurs, in accordance with the ordinary and customary rates that are in effect on the date the services are rendered.

24. It is anticipated that the primary attorneys who will represent the Committee are Kami E. Quinn (whose current hourly rate is \$950), Heather Frazier (whose current hourly rate is \$600), and Brandon Levey (whose current hourly rate is \$380).

25. It is anticipated that other attorneys or paraprofessionals from Gilbert may, from time to time, provide legal services on behalf of the Committee in connection with the matters

described herein. The current standard hourly rates for the anticipated Gilbert attorneys and paraprofessionals are as follows:

Title	Hourly Rate
Partners	\$675.00 – \$1,500.00
Of Counsel	\$640.00
Associates	\$290.00 – \$600.00
Paralegals/Project Assistants	\$190.00 – \$300.00

26. Other attorneys and paralegals will render services to the Committee as needed. The hourly rates set forth above are the rates of Gilbert's standard hourly rates for work of this nature. These rates are set at a level designed to compensate fairly Gilbert for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. Gilbert has informed the Committee that its hourly rates are subject to periodic adjustment in accordance with its firm's policies on established billing practices and procedures.

27. Gilbert does not bill clients for overhead, telephone, facsimile or routine copying charges. Gilbert bills its clients for all other expenses and disbursements incurred in connection with the representation of its clients. These costs include, but are not limited to, major photocopying charges, courier and overnight delivery charges, travel expenses (including mileage, parking, airfare, lodging, meals, and ground transportation), costs incurred related to litigation support systems, on-line legal research (Lexis, PACER and Westlaw), and filing fees. Gilbert's practice is to bill costs to its clients at the same rate at which they are billed and paid; Gilbert does not write up costs for a profit. Gilbert will charge for these expenses in a manner and at rates consistent with charges made generally to such firm's other clients and the Local Rules.

28. Gilbert will maintain detailed records of fees and expenses incurred in connection with the rendering of the legal services described herein, in accordance with applicable rules and guidelines.

29. Section 328(a) of the Bankruptcy Code authorizes the employment of a professional person on any reasonable terms and conditions of employment, including on an hourly basis. 11 U.S.C. § 328(a). The Committee believes that the hourly rates and expense policies of Gilbert, which are applied to other clients of Gilbert, constitute fair and reasonable terms and conditions for the retention by the Committee of Gilbert as counsel in accordance with Bankruptcy Code section 328(a).

30. The Committee requests that Gilbert be allowed compensation for its services and reimbursement for their expenses in accordance with Bankruptcy Code sections 330 and 331 and Bankruptcy Rule 2016 upon submission of appropriate applications for each of the respective firms therefor in compliance with all applicable orders, rules, and guidelines, subject to the review and approval of this Court.

NOTICE

31. Notice of this Application has been provided to: (a) the Bankruptcy Administrator; (b) counsel for the Debtors; (c) counsel to the non-debtor affiliates Trane Technologies LLC and Trane U.S. Inc.; and (d) any party that has requested notice pursuant to Bankruptcy Rule 2002. In light of the nature of the relief requested, the Committee submits that no further notice is necessary.

NO PRIOR REQUEST

32. No prior request for the relief sought in this Application has been made to this or any other court in connection with these Chapter 11 Cases.

RESERVATION OF RIGHTS

33. The Committee expressly reserves all rights with respect to challenging the validity, propriety, jurisdiction, and venue of these Chapter 11 Cases, including without limitation seeking to dismiss these Chapter 11 Cases pursuant section 1112 of the Bankruptcy Code and seeking to

transfer these Chapter 11 Cases pursuant to sections 1406 and 1408 of title 28 of the United States Code and section 105 of the Bankruptcy Code.

CONCLUSION

WHEREFORE, Committee Counsel respectfully requests that this Court enter an Order, in substantially the form annexed hereto, authorizing the Committee to retain and employ Gilbert as special insurance counsel in these Chapter 11 Cases and for such other and further relief as the Court deems just and equitable.

December 22, 2020

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*Local Counsel for the Committee of
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EXHIBIT

A

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION**

In re

ALDRICH PUMP LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 20-30608

(Jointly Administrated)

**ORDER APPROVING THE APPLICATION OF THE OFFICIAL COMMITTEE OF
ASBESTOS PERSONAL INJURY CLAIMANTS FOR AN ORDER AUTHORIZING
THE RETENTION AND EMPLOYMENT OF GILBERT LLP AS SPECIAL
INSURANCE COUNSEL EFFECTIVE AS OF NOVEMBER 24, 2020**

Upon the application (the “Application”)² of the Official Committee of Asbestos Personal Injury Claimants (the “Committee”) for entry of an order (this “Order”) authorizing the Committee to retain and employ Gilbert LLP (“Gilbert”) as its special insurance counsel in connection with the Chapter 11 Cases of Aldrich Pump LLC and Murray Boiler LLC (the “Debtors”), it appearing that this Court has jurisdiction to consider the Application pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of these Chapter 11 Cases and the Application in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors’ address is 800-E Beaty Street, Davidson, North Carolina 28036.

² Any capitalized term not defined herein shall have the meaning ascribed to it as set forth in the Application.

pursuant to 28 U.S.C. § 157(b); and upon the declaration of Kami E. Quinn (the “Quinn Declaration”; and this Court being satisfied based on the representations made in the Application and the Quinn Declaration that (a) Gilbert is a “disinterested person” within the meaning of section 101(14) of the Bankruptcy Code, (b) Gilbert does not represent any person or entity having an interest adverse to the Committee in connection with these Chapter 11 Cases, (c) Gilbert does not hold or represent an interest adverse to the interest of the Debtors’ estate with respect to matters on which Gilbert is employed, (d) Gilbert does not have any connection to the Debtors, their creditors, or any other party in interest except as disclosed in the Application and the Quinn Declaration, and (e) the retention and employment of Gilbert as special insurance counsel to the Committee, is reasonable, necessary and appropriate and is in the best interest of the Committee; and this Court having found that notice of the Application was sufficient under the circumstances, and that, except as otherwise ordered herein, no other or further notice is necessary; and after due deliberation thereon, and good and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. In accordance with Bankruptcy Code sections 328(a) and 1103(a), Bankruptcy Rule, 2014, and Local Bankruptcy Rules 2014-1 and 2016-1, the Committee is hereby authorized to employ and retain Gilbert as its special insurance counsel in the above-captioned Chapter 11 Cases on the terms and conditions set forth in the Application and the Quinn Declaration.
3. Gilbert is authorized to render the professional services set forth in the Application and the Quinn Declaration.
4. Gilbert shall use its reasonable efforts to avoid any undue duplication of services provided by any of the Committee’s other retained professionals in these Chapter 11 Cases.

5. Gilbert shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the firm's work as special insurance counsel of the Committee in these Chapter 11 Cases in compliance with sections 330 and 331 of the Bankruptcy Code and applicable provisions of the Bankruptcy Rules, the Local Rules, the Compensation Guidelines issued by this Court, the Interim Compensation Order, and any other applicable procedures and orders of the Court.

6. This Order shall be immediately effective and enforceable upon its entry. Pursuant to Local Rule 9013-1(f), however, any party shall be entitled to request a hearing or request that the Court reconsider entry of this Order by filing a motion for reconsideration within fourteen (14) days of service of this Order.

7. The Committee and Gilbert are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

8. To the extent the Application or the Quinn Declaration is inconsistent with the terms of this Order, the terms of this Order shall govern.

9. This Court shall retain exclusive jurisdiction over all matters pertaining to this Order and the Application.

This Order has been signed electronically.
The Judge's signature and Court's Seal
appear at the top of this Order.

United States Bankruptcy Court
Western District of North Carolina

EXHIBIT B

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NORTH CAROLINA
CHARLOTTE DIVISION**

In re

ALDRICH PUMP LLC, *et al.*,

Debtors.¹

Chapter 11

Case No. 20-30608

(Jointly Administrated)

**DECLARATION OF KAMI E. QUINN IN SUPPORT OF THE *EX PARTE*
APPLICATION OF THE OFFICIAL COMMITTEE OF ASBESTOS PERSONAL
INJURY CLAIMANTS FOR AN ORDER AUTHORIZING THE RETENTION
AND EMPLOYMENT OF GILBERT LLP AS SPECIAL INSURANCE
COUNSEL EFFECTIVE AS OF NOVEMBER 24, 2020**

Kami E. Quinn, pursuant to 28 U.S.C. § 1746, declares as follows:

1. I am a partner of Gilbert LLP (“Gilbert”) and authorized to make this declaration on its behalf. I am a member in good standing of the bar of the State of Virginia and the bar of the District of Columbia. Gilbert maintains its offices at 700 Pennsylvania Avenue SE, Suite 400, Washington, DC 20003. Other attorneys at Gilbert are duly admitted to practice law in the District of Columbia.

2. By the *Ex Parte Application of the Official Committee of Asbestos Personal Injury Claimants for an Order Authorizing the Retention and Employment of Gilbert LLP as Special Insurance Counsel Effective as of November 24, 2020*, (the “Application”), the Official Committee of Asbestos Personal Injury Claimants (the “Committee”) appointed in the above-titled cases seeks court approval, pursuant to §§ 105, 328, and 1103 of the Bankruptcy Code, Rules 2014 and 2016 of the Federal Rules of Bankruptcy Procedure, and W.D.N.C. Bankr. Local Rule 2014-1, to employ

¹ The Debtors are the following entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Aldrich Pump LLC (2290) and Murray Boiler LLC (0679). The Debtors’ address is 800-E Beaty Street, Davidson, North Carolina 28036.

and retain Gilbert as special insurance counsel to the Committee in connection with the Debtors' chapter 11 cases (the "Chapter 11 Cases"). I submit this declaration in support of the Application.

QUALIFICATIONS OF PROFESSIONALS

3. The Committee has selected Gilbert as its special insurance counsel in this bankruptcy proceeding because of Gilbert's experience and expertise regarding asbestos products liability coverage issues, in particular regarding the preservation, evaluation and maximization of coverage in asbestos-related bankruptcy proceedings. The potential availability of insurance is an important issue in an asbestos-related bankruptcy case and such insurance may provide a significant source of funding for a plan of reorganization in these proceedings or a potential trust.

4. The professionals at Gilbert have substantial experience in bankruptcy cases, including bankruptcies involving asbestos-related insurance issues and, have participated in numerous proceedings before various bankruptcy courts. Gilbert represents or has represented debtors, chapter 7 trustees, official creditors' committees, and future claimants' representatives in bankruptcies filed in Delaware, New York, Ohio, Pennsylvania, Tennessee, Washington, and other jurisdictions.

5. Gilbert currently serves as special insurance counsel to (i) both the unsecured creditors' committee and the future claimants' representative in the Rapid-American Corporation bankruptcy, (ii) the asbestos claimants' committee in the Duro Dyne Corporation, *et al.* bankruptcy, (iii) the tort claimants' committee in the Imerys Talc America, Inc., *et al.* bankruptcy proceeding, and (iv) asbestos personal injury claimants' committee in the ON Marine Services bankruptcy, which are all chapter 11 cases that involve asbestos claims. Gilbert also serves as special insurance counsel to Charles M. Forman, chapter 7 Trustee in the National Service Industries, Inc. bankruptcy and Fraser's Boiler Service, Inc., Debtor, in its bankruptcy proceeding.

6. Gilbert previously served as insurance counsel to the debtors in the asbestos-related bankruptcy cases of Armstrong World Industries, *et al.*, ACandS, Inc., *et al.*, and Federal-Mogul Global, Inc., *et al.*, and provided some insurance-related advice to the reorganized debtors that emerged from these cases. Some of that post-bankruptcy work may be continuing.

7. Also, Gilbert currently represents various trusts with regard to insurance-related matters which were created for the benefit of asbestos claimants pursuant to the plans of reorganization confirmed in several bankruptcies. These include the Celotex Asbestos Settlement Trust, the Armstrong World Industries, Inc. Asbestos Personal Injury Settlement Trust, the ACandS Asbestos Settlement Trust, the Combustion Engineering Trust, the Burns & Roe Asbestos Personal Injury Settlement Trust, the Federal-Mogul Asbestos Personal Injury Trust, the Hercules Chemical Company, Inc. Asbestos Trust, and the Shook & Fletcher Asbestos Settlement Trust.

SERVICES TO BE RENDERED

8. The Committee requires Gilbert to act as its counsel relating to insurance coverage matters under 11 U.S.C. §§ 1103(a), including, without limitation, the following services:

- A. analyzing the Debtors' insurance policies and providing strategic advice as to the coverage potentially available to respond to asbestos claims;
- B. advising the Committee on steps to be taken to preserve insurance coverage and maximize insurance recoveries;
- C. attending meetings and negotiations with the Committee, representatives of the Debtors, their insurance carriers, and other parties-in-interest in these Chapter 11 Cases related to the preservation of insurance coverage;
- D. advising and representing the Committee with respect to insurance settlements executed prior to the commencement of these Chapter 11 Cases;
- E. advising and representing the Committee with respect to the use of insurance coverage and insurance proceeds in connection with a plan of reorganization;

- F. advising and representing the Committee with respect to other matters and pleadings that may be raised by insurers or that may impact insurance coverage;
- G. advising and representing the Committee in any dispute that may arise including, but not limited to, an adversary proceeding, arbitration, or mediation related to insurance coverage; and
- H. assisting the Committee with any other insurance-related matters arising in conjunction with the formulation of a plan of reorganization and funding of a trust for the payment of asbestos claims established under plan.

CONNECTIONS AND DISINTERESTEDNESS OF PROFESSIONALS

9. To ascertain Gilbert's "connections" as that term is used in the Federal Rules of Bankruptcy Procedure 2014, with the Debtors and other parties-in-interest, certain of my colleagues and I reviewed the list of interested parties and professionals that is annexed hereto as **Appendix 1**.

10. As is Gilbert's practice, the firm's conflicts administrator ran a computerized search to identify any potential conflicts related to parties identified on Appendix 1 hereto.

11. Additionally, Gilbert circulated an e-mail to all timekeepers the list of parties on Appendix 1, asking if they had any knowledge of any adverse interest that would prevent the firm from acting as insurance counsel to the Committee.

12. The results of both the computerized search and responses to the e-mail are attached as **Appendix 2** to this Declaration. In verifying the connections disclosed in Appendix 2 hereto and in the statements within this Declaration, I have relied upon the professionals at Gilbert and the investigation they have undertaken to compile the information upon which such disclosures are based.

13. Insofar as I have been able to ascertain, neither Gilbert nor any of its attorneys, represents an interest adverse to the Committee in the matters upon which the Committee seeks

to retain Gilbert. Gilbert has no connection with the office of the Bankruptcy Administrator or the United States Bankruptcy Judges in the Western District of North Carolina.

14. While Gilbert has undertaken, and continues to undertake, extensive efforts to identify connections with the Committee, the Debtor, and other parties in interest, it is possible that connections with some parties in interest have not yet been identified. Should Gilbert learn of any new connections of the nature discussed herein, Gilbert will so advise the Court.

15. Gilbert will not, while employed by the Committee, represent any other entity having an adverse interest in the matters upon which the Committee seeks to retain Gilbert during the pendency of these Chapter 11 Cases.

16. Based on the statements above, to the best of my knowledge and information, I believe that Gilbert is a “disinterested person” within the meaning set forth in Bankruptcy Code §§ 101(14) and 328(c).

17. The proposed employment of Gilbert is not prohibited by or improper under Rule 5002 of the Federal Rules of Bankruptcy Procedure. Gilbert and its professionals are qualified to represent the Committee in the matters in which it is proposed to be employed.

PROFESSIONAL COMPENSATION

18. Subject to this Court’s approval, Gilbert will charge for its legal services on an hourly basis in accordance with the ordinary and customary hourly rates in effect on the date services are rendered. Gilbert will maintain detailed, contemporaneous records of time and any actual and necessary expenses incurred in connection with the rendering of legal services in these Chapter 11 Cases by category and nature of the services rendered.

19. It is anticipated that the primary attorneys who will represent the Committee are Kami E. Quinn (whose current hourly rate is \$950), Heather Frazier (whose current hourly rate is \$600), and Brandon Levey (whose current hourly rate is \$380).

20. It is anticipated that other attorneys or paraprofessionals from Gilbert may, from time to time, provide legal services on behalf of the Committee in connection with the matters described herein. The current standard hourly rates for the anticipated Gilbert attorneys and paraprofessionals are as follows:

Title	Hourly Rate
Partners	\$675.00 – \$1,500.00
Of Counsel	\$640.00
Associates	\$290.00 – \$600.00
Paralegals/Project Assistants	\$190.00 – \$300.00

21. Other attorneys and paralegals will render services to the Committee as needed. The hourly rates set forth above are the rates of Gilbert's standard hourly rates for work of this nature. These rates are set at a level designed to compensate fairly Gilbert for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. Gilbert has informed the Committee that its hourly rates are subject to periodic adjustment in accordance with its firm's policies on established billing practices and procedures.

22. Gilbert does not bill clients for overhead, telephone, facsimile or routine copying charges. Gilbert bills its clients for all other expenses and disbursements incurred in connection with the representation of its clients. These costs include, but are not limited to, major photocopying charges, courier and overnight delivery charges, travel expenses (including mileage, parking, airfare, lodging, meals, and ground transportation), costs incurred related to litigation support systems, on-line legal research (Lexis, PACER and Westlaw), and filing fees. Gilbert's practice is to bill costs to its clients at the same rate at which they are billed and paid; Gilbert does

not write up costs for a profit. Gilbert will charge for these expenses in a manner and at rates consistent with charges made generally to such firm's other clients and the Local Rules.

23. Gilbert intends to apply to the Court for compensation for professional services rendered and reimbursement of expenses incurred in accordance with Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and the local rules and orders of this Court, and pursuant to any additional procedures that may be established by the Court in these Chapter 11 Cases.

24. Gilbert intends to work with Committee Counsel and other professionals retained by the Committee to minimize duplication of services in an effort to efficiently manage administrative costs in these Chapter 11 Cases.

25. No promises have been received by Gilbert or any partner of the firm as to compensation in connection with these Chapter 11 Cases. Gilbert has no agreement with any other entity to share with such entity any compensation received by Gilbert in connection with these Chapter 11 Cases.

I declare under penalty of perjury that the facts and statements set forth above are either (i) within my personal knowledge and are true and correct, or (ii) based upon information supplied to me by others, including certain professionals at Gilbert, and as such are true and correct to the best of my knowledge, information, and belief.

Executed this 22nd day of December, 2020.

/s/ Kami E. Quinn

Kami E. Quinn

Appendix 1

List of Persons and Entities Against Which Gilbert LLP Has Searched for “Connections”

Debtor

Aldrich Pump LLC
Murray Boiler LLC

Direct Equity Owner of Debtor

Murray Boiler Holdings LLC
Trane Technologies Holdco, Inc.

Debtor’s Direct Non-Debtor Subsidiary

200 Park, Inc.
ClimateLabs LLC

Managers and Officers of the Debtor

Marc Dufour
Ray Pittard
Amy Roeder

Allan Tananbaum
Manlio Valdes
Robert Zafari

Other Non-Debtor Affiliates

Airco Limited
Alliance Compressors LLC
Amair Limited
Aro De Venezuela, C.A.
Artic Cool Chillers Limited
BEST MATIC INTERNATIONAL
LIMITED
BEST MATIC
VERMOGENSVERWALTUNGS
GmbH
Best-Matic International AB
Calmac Corp.
Climate ETC Technology Services Private
Limited
Compagnie Trane Technologies SAS
Cool Energy Limited
Dallah Trane for Manufacturing Air
Conditioners
DiaSorin International B.V.
Dradnats, Inc.
EBB Holdings Limited
Filairco Technical Services Co., Inc.
Filairco, Inc.
Flowcool Limited

Frigoblock GmbH
FRIGOBLOCK UK LIMITED
Hermann Trane Harrisburg, Inc.
ICS Cool Energy (SAS)
ICS Cool Energy AG
ICS Cool Energy B.V.
ICS Cool Energy GmbH
ICS Cool Energy Investments Limited
ICS COOL ENERGY LIMITED
ICS GROUP HOLDINGS LIMITED
ICS Heat Pumps Limited
ICS RENEWABLE ENERGY LIMITED
ICS SERVICING LIMITED
Industrial Chill Servicing Private Ltd.
Ingersoll-Rand Climate Solutions Private
Limited
Ingersoll-Rand Company of Peru S.A.C.
Ingersoll-Rand Latin America, S. de R.L. de
C.V.
Ingersoll-Rand Manufactura, S. de R.L de
C.V.
INGERSOLL-RAND ZIMBABWE
(PRIVATE) LIMITED
Mitsubishi Electric Trane HVAC US LLC

Murray Boiler Holdings LLC
Nexia Intelligence LLC
Perfect Pitch, L.P.
Prime Air Limited
PT Trane Indonesia
R&O Immobilien GmbH
REFTRANS, S.A.
Société Trane SAS
SPANASHVIEW UNLIMITED
COMPANY
Standard Centennial Property, LLC
Standard Compressors, Inc.
Standard Industrial Mineral Products Corp.
Standard Resources and Development
Corporation
Standard Trane Insurance Company
Standard Trane Insurance Ireland
Designated Activity Company
Standard Trane Warranty Company
T.I. Solutions (Israel) Ltd.
Tast Limited
The Trane Company
Thermo King (Hong Kong) Company
Limited
Thermo King (Shanghai) Co., Ltd.
THERMO KING CONTAINER
TEMPERATURE CONTROL
(SUZHOU) CORPORATION LTD.
THERMO KING CONTAINER-
DENMARK A/S
Thermo King Corporation
Thermo King De Puerto Rico, Inc.
THERMO KING EUROPEAN
MANUFACTURING LIMITED
THERMO KING INDIA PRIVATE
LIMITED
THERMO KING IRELAND LIMITED
Thermo King Japan Limited
Thermo King Manufacturing s.r.o.
THERMO KING PUERTO RICO
MANUFACTURA, INC.
Thermo King Rodamientos, S.L.
THERMO KING SERVICES LIMITED
THERMO KING SOUTH AFRICA (PTY)
LTD.
Thermo King SVC, Inc.

Thermo King Sverige AB
Thermo King Trading Company
THERMO KING TRANSPORTKOELING
B.V.
TK Puerto Rico Aire, Inc.
TK Puerto Rico Comercial, Inc.
TK Puerto Rico Ensamblaje, Inc.
TK Puerto Rico Fabricacion, Inc.
TK Puerto Rico Logistica, Inc.
TK Puerto Rico Operaciones Industriales,
Inc.
TK Puerto Rico Produccion, Inc.
TK Puerto Rico Soluciones Climaticas, Inc.
TK Puerto Rico Tecnologias, Inc.
TM Air Conditioning Sdn. Bhd.
Trane (Europe) Limited
Trane (Ireland) Limited
Trane (Schweiz) GmbH / Trane (Suisse)
S.à.r.l.
Trane (Thailand) Limited
Trane Air Conditioning Products Limited
Trane Air Conditioning Systems (China) Co.
Ltd.
Trane Air Conditioning Systems and Service
Co., Limited
Trane Air Conditioning Pte. Ltd.
Trane Aire Acondicionado S.L.
Trane Bermuda Ltd.
Trane Brands, Inc.
Trane Buford LLC
Trane BVBA
Trane Canada, L.P.
Trane Canada ULC
Trane Central America, Inc.
Trane China Holdings Limited
TRANE CLIMATE MANUFACTURING
S.R.L.
Trane CR Spol sro.
Trane Croatia d.o.o. za trgovinu
Trane de Argentina S.A.
Trane de Chile S.A.
Trane de Colombia S.A.
Trane Deutschland GmbH
Trane Distribution Pte. Ltd.
Trane do Brasil Indústria e Comércio de
Produtos para Condicionamento de Ar

Ltda.	de C. V.
Trane Dominicana, S.R.L.	TRANE SUPPORT SAS
Trane Egypt LLC	Trane Sweden AB
Trane Energy Choice LLC	Trane Systems Solutions of Panama, Inc.
Trane Energy Services LLC	Trane Taiwan Distribution Ltd.
Trane Energy-Saving Services (Shanghai) Co., Ltd.	Trane Technologies Charitable Foundation
Trane Europe Holdings B.V.	Trane Technologies Company LLC
Trane Export LLC	Trane Technologies Costa Rica Sociedad Anonima
Trane Finance SPRL	Trane Technologies European Holding Company B.V.
Trane Foundation of New York	Trane Technologies Financial Services Corporation
TRANE FRANCE SAS	Trane Technologies Financing Limited
Trane GmbH	Trane Technologies Finland Oy
Trane GP, Inc.	Trane Technologies Funding Ltd.
Trane Grid Services LLC	Trane Technologies Global Holding Company Limited
Trane Hellas S.A.	Trane Technologies GmbH
Trane Holding Co.	Trane Technologies Holdco, Inc.
Trane Holding Limited	Trane Technologies Holdings B.V.
Trane Holdings Company YK	TRANE TECHNOLOGIES INDÚSTRIA, COMÉRCIO E SERVIÇOS DE ARCONDICIONADO LTDA.
Trane Hungary KFT	Trane Technologies International Finance Limited
Trane Inc.	Trane Technologies International Limited
Trane Inc. Of Delaware	Trane Technologies Irish Holdings Unlimited Company
Trane India Ltd.	Trane Technologies Latin America B.V.
Trane International, Inc.	Trane Technologies Lux Euro III Financing S.à.r.l.
Trane IP, Inc.	Trane Technologies Lux Holdings II Company S.à.r.l.
Trane Italia S.r.L	Trane Technologies Lux International Holding Company S.à.r.l.
Trane Japan, Ltd.	Trane Technologies Luxembourg Finance S.A.
Trane Klima Ticaret AS	Trane Technologies Luxembourg United S.à.r.l.
Trane Korea, Inc.	Trane Technologies PLC
Trane Kuwait Airconditioning Co. WLL	Trane Technologies Rus LLC
Trane Malaysia Sales & Services SDN. BHD.	Trane Technologies S.A.
Trane Maroc S.A.R.L. AU	Trane Technologies s.r.o.
Trane Netherlands B.V.	Trane Technologies Sales Company LLC
Trane NY, Inc.	
Trane Poland sp. z o.o.	
Trane Portugal	
Trane Puerto Rico LLC	
Trane Qatar LLC	
Trane Romania S.R.L.	
Trane S.A.	
Trane S.A.E.	
Trane Servicefirst, C.A.	
Trane Services Limited	
Trane Singapore Enterprises Pte. Ltd.	
Trane Sistemas Integrales, S. de R. L.	

TRANE TECHNOLOGIES SERVIÇOS
LTDA.
Trane Technologies Worldwide Capital
S.à r.l.
Trane Thermo King (Shanghai) Enterprise
Management Co., Ltd.
Trane Thermo King Pty Ltd.
Trane U.S., Inc.
Trane UK Limited

Trane Vidalia LLC
Trane Vietnam Services Company Limited
Trane, S.A. de C.V.
TRICOOL THERMAL LIMITED
TSI Anstalt Ltd.
TUI Holdings Inc.
TwentyThreeC LLC
TYS Limited
World Standard Ltd.

Depository and Disbursement Banks

J.P. Morgan Chase

Parties to Material Contracts, Unexpired Leases and License Agreements with the Debtor

National Economic Research Associates, Inc. (NERA)
Navigant Consulting, Inc.
PACE Claim Services
The Claro Group

Significant Co-Defendants in Asbestos-Related Litigation

3M Company	Honeywell International Inc.
A.O. Smith Corporation	Industrial Holdings Inc.
Carborundum Company	Ingersoll Rand Company
CBS Corporation	JM Manufacturing Company Inc.
Crane Company	Metropolitan Life Insurance Company
Foster Wheeler Energy Corporation	Union Carbide Corporation
General Electric Company	Westinghouse Electric Corporation

Debtor's Retained Professionals and Claims Agent

AlixPartners LLP
Bates White LLC
Evert Weathersby Houff
Jones Day
K&L Gates LLP
Kurtzman Carson Consultants LLC
Rayburn Cooper & Durham, P.A.

Debtor's Significant Ordinary Course Professionals, Consultants and Service Providers

Adler Cohen Harvey Wakeman &	Foley & Lardner LLP
Guekguezian LLP	Fox Rothschild LLP
Belin McCormick PC	Frantz McConnell and Seymour LLP
Cardno Chemrisk	Frilot LLC
Christopher Shea Goodwin, Attorney at	Gordon Rees Scully Mansukhani, LLP
Law LLLC	Kemp Smith LLP
Courington Kiefer & Sommers LLC	Kenny Shelton Liptak and Nowak LLP
Dentons Bingham Greenebaum LLP	Kitch, Drutchas, Wagner, Valitutti &

Sherbrook
Kuchler Polk Weiner, LLC
Law Offices of Timothy Clark, P.A.
Litchfield Cavo LLP
Maron Marvel Bradley Anderson &
Tardy
LLC
Marshall Dennehey Warner Coleman and
Goggin
McAfee & Taft
Meagher & Geer P.L.L.P.
Nelson Mullins Riley and Scarborough
LLP

Parker Poe Adams & Bernstein LLP
Parsons Behle
Pascarella Divita PLLC
Prindle Goetz Barnes & Reinholtz
Rasmussen, Dickey & Moore LLC
Snell & Wilmer LLP
Spotts Fain, PC
The Roberts Litigation Group
Tucker Ellis LLP
Ugrin Alexander Zadick PC
Verrill Dana LLP

Known Professionals for Certain Non-Debtor Parties in Interest

McCarter & English, LLP

Law Firms on the Debtors' List of 20 Law Firms with Significant Representations of Asbestos Claimants [Dkt. 1]

Creditors Listed on the Debtors' Consolidated Master Creditors List [Dkt. No. 31]

Contractually Indemnified Parties

Ansaldo S.p.A.
ASD Acquisition Corp.
Dresser-Rand Company
Flowserve Corporation
Flowserve Red Corporation
FRC Acquisitions LLC
Ideal Standard International Holding Sarl
Ingersoll-Dresser Pump Company

Ingersoll-Rand U.S. HoldCo., Inc
Murray Turbomachinery Corporation
Rail Acquisition Corp.
Tuthill Energy Systems
Tuthill Pump Company
WABCO Holdings Inc.
Westinghouse Air Brake Company (or
WABCO)

Major Suppliers of Goods and Services

Trane Technologies Company LLC
Trane U.S., Inc.

Members of the Official Committee of Asbestos Personal Injury Claimants and Their Counsel

Steven W. Bomzer, c/o Weitz & Luxenberg, P.C.
Jerry Lynn Fowles, c/o Brayton Purcell LLP
John Talmage Gambill, c/o Motley Rice LLC
Ray Hager c/o Dean Omar Branham Shirley LLP
Joseph Hamlin, c/o Maune Raichle Hartley French & Mudd, LLC
Barbara Korte o.b.o Donald Korte, c/o SWMW Law, LLC
Robert Overton, c/o Shepard Law
Pete Panagiotopoulos, c/o Cooney & Conway

Richard J. Shiel, Sr., c/o Goldberg Persky White, P.C.
Richard and Calvena Sisk, c/o Kazan, McClain, Satterly & Greenwood PLC
Richard R. Villanueva, c/o Simmons Hanly Conroy

Additional Proposed Counsel to the ACC

Robinson & Cole LLP
Caplin & Drysdale, Chartered
Winston & Strawn
Hamilton Stephens Steele + Martin, PLLC

Material Insurers

Affiliated FM Insurance Company
AIG Property Casualty Company
AIU Insurance Company
Allianz Underwriters Insurance Company
Allstate Insurance Company
Employers Insurance Company of Wausau
Fireman's Fund Insurance Company
Granite State Insurance Company
Hudson Insurance Company
Landmark Insurance Company
Lexington Insurance Company
National Union Fire Insurance Company of Pittsburgh, PA
TIG Insurance Company
Travelers Casualty and Surety Company

Bankruptcy Administrator's Office for the Western District of North Carolina

Shelley K. Abel
Alexandria Kenny
Anne Whitley
David Shepherd
Katrina Adams
Sarah Scholz

Bankruptcy Judges for the Western District of North Carolina

Judge George Hodges (Charlotte)
Judge J. Craig Whitley (Charlotte)
Judge Laura T. Beyer (Charlotte)

"Certain Asbestos Creditors"

Jack Atkinson
Jerry Fowles
Bill E. Glass
Earl Gross
Ray Hager
Joseph Hamlin
Lillian Ann Holt

Louise Kelly, individually and as special administrator of the estate of William Kelly
Donald Korte
Charles Martier
Robert Overton
Jesus Perez
Arthur W. Rosenkeimer III
Richard Shiel, Sr.
Estate of John Sullivan
Timothy Thomas
Edward Travers
Richard R. Villanueva
Estate of Ross Wells Westbrook
David White

APPENDIX 2
TO KAMI E. QUINN DECLARATION

Person Identified	Connection
Baron & Budd PC (“ <u>Baron</u> ”)	Baron is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Baron has represented claimants and/or was a member of the official committee of creditors.
Bevan & Associates, Inc. (“ <u>Bevan</u> ”)	Bevan is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Bevan has represented claimants and/or was a member of the official committee of creditors.
Brayton & Purcell LLP (“ <u>Brayton</u> ”)	Brayton represents one of the members of the Committee who is seeking to employ Gilbert in these Chapter 11 Cases. Gilbert serves or has served as special insurance counsel to committees or the debtor in various bankruptcy cases in which Brayton has represented claimants and/or was a member of the official committee of creditors. Also, Brayton has sought insurance-related advice from Gilbert on behalf of clients in asbestos situations, none of which are involved in these Chapter 11 Cases.
Brent Coon & Associates (“ <u>BC</u> ”)	BC is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which BC has represented claimants and/or was a member of the official committee of creditors.
Caplin & Drysdale, Chartered (“ <u>Caplin</u> ”)	Caplin is co-counsel for the Committee in these Chapter 11 cases. Gilbert serves or has served as special insurance counsel to creditors and ad hoc committees in various bankruptcy cases in which Caplin has represented claimants and/or a member of the official committee of creditors. Gilbert also served as an expert insurance consultant for Caplin in a bankruptcy case. Furthermore, Caplin provides advice and counsel to Gilbert regarding certain tax and corporate issues encountered by the Firm in conducting its legal business.
Cooney & Conway (“ <u>Cooney</u> ”)	Cooney is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Cooney has represented claimants and/or was a member of the official committee of creditors.
Early Lucarelli Sweeney & Meisenkothen (“ <u>Early</u> ”)	Early is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Early has represented claimants and/or was a member of the official committee of creditors.

Person Identified	Connection
Flowserve Corporation (“ <u>Flowserve</u> ”)	Flowserve is listed under the category “Contractually Indemnified Parties” on Appendix 1 . In another representation that is unrelated to these Chapter 11 cases, Flowserve is a co-policyholder with one of Gilbert’s clients.
Foley & Lardner LLP (“ <u>Foley</u> ”)	Foley is listed under the category “Debtors Significant Ordinary Course Professionals, Consultants and Services Providers” on Appendix 1 . Gilbert represented Foley in a matter that was not related to these Chapter 11 Cases, which ended in May 2019.
Gardner Denver, Inc. (“ <u>Gardner</u> ”)	Gardner is a party in interest in these Chapter 11 Cases. One of Gilbert’s former partners represented Gardner with respect to insurance recovery. The Gardner representation ended when he left Gilbert in 2017. The representation was unrelated to these Chapter 11 Cases.
General Electric Company (“ <u>GE</u> ”)	GE is listed under the category “Significant Co-Defendants in Asbestos-Related Litigation” on Appendix 1 . One of Gilbert’s partners served on an arbitration panel in which GE was a party, which ended in January 2020 and is now closed. The matter was unrelated to these Chapter 11 Cases.
Gordon Rees Scully Mansukhani, LLP (“ <u>GRSM</u> ”)	GRSM is identified as an ordinary course professional on Appendix 1 to the Quinn Declaration. GRSM is identified as a party in interest in certain bankruptcy cases, in which Gilbert serves as special insurance counsel to the committees.
Goldberg Persky & White PC (“ <u>Goldberg</u> ”)	Goldberg is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Goldberg has represented claimants and/or was a member of the official committee of creditors.
Kazan, McClain, Satterley & Greenwood (“ <u>Kazan</u> ”)	Kazan represents one of the members of the Committee who is seeking to employ Gilbert in these Chapter 11 Cases. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Kazan has represented claimants and/or was a member of the official committee of creditors.
Kurtzman Carson Consultants LLC (“ <u>KCC</u> ”)	KCC is the Claims Administrator retained by the Debtors in these Chapter 11 Cases. KCC is or has been the claims administrator in bankruptcy cases in which Gilbert served as special insurance counsel to the committee.
Law Offices of Peter G. Angelos, a Professional Corporation (“ <u>Angelos</u> ”)	Angelos is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Angelos has represented claimants and/or was a member of the official committee of creditors. Furthermore, Angelos has sought insurance-related advice from Gilbert on behalf of various clients in asbestos and/or mass tort situations, none of which are involved in these Chapter 11 Cases.
Maune Raichel Hartley French & Mudd LLC (“ <u>Maune</u> ”)	Maune represents one of the members of the Committee who is seeking to employ Gilbert in these Chapter 11 Cases. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in

Person Identified	Connection
	which Maune has represented claimants and/or was a member of the official committee of creditors.
Motley Rice (“ <u>Motley</u> ”)	Motley is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which Motley has represented claimants and/or was a member of the official committee of creditors. Also, Motley has sought insurance-related advice from Gilbert on behalf of various clients in asbestos and/or mass tort situations, none of which are involved in this bankruptcy case. Currently, Gilbert has been hired by the Plaintiffs’ Executive Committee (“PEC”) in the opioid MDL case to provide insurance-related advice in which Motley is a member of the PEC. The representations are unrelated to these Chapter 11 Cases.
Nix Patterson (“ <u>Nix</u> ”)	Nix is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which Nix has represented claimants and/or was a member of the official committee of creditors.
Provost Umphrey Law Firm (“ <u>Provost</u> ”)	Provost is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which Provost has represented claimants and/or was a member of the official committee of creditors.
Reaud Morgan & Quinn (“ <u>RMQ</u> ”)	RMQ is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which Reaud has represented claimants and/or was a member of the official committee of creditors.
Robinson & Cole (“ <u>R+C</u> ”)	R+C is co-counsel for the Committee in these Chapter 11 cases. R+C serves or has served as counsel to committees in which Gilbert serves or has served as special insurance counsel to the committees.
Shepard Law (“ <u>Shepard</u> ”)	Shepard represents one of the members of the Committee who is seeking to employ Gilbert in these Chapter 11 Cases. Gilbert serves or has served as special insurance counsel in bankruptcy cases in which Shepard has represented claimants and/or was a member of the official committee of creditors.
Simmons Hanly Conroy (“ <u>SHC</u> ”)	SHC is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which SHC has represented claimants and/or was a member of the official committee of creditors. Also, Gilbert has been retained by the Plaintiffs’ Executive Committee (“PEC”) in the opioid MDL case to provide insurance-related advice. SHC serves as a court-appointed co-lead of the PEC. The representation is unrelated to these Chapter 11 Cases.

Person Identified	Connection
SWMW Law LLC (“ <u>SWMW</u> ”)	SWMW is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which SWMW has represented claimants and/or was a member of the official committee of creditors.
The Ferraro Law Firm (“ <u>Ferraro</u> ”)	Ferraro is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Ferraro has represented claimants and/or was a member of the official committee of creditors.
The Gori Law Firm f/k/a/ Gori, Julian & Associates, P.C. (“ <u>Gori</u> ”)	Gori is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Gori has represented claimants and/or was a member of the official committee of creditors.
The Lanier Law Firm (“ <u>Lanier</u> ”)	Lanier is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Lanier has represented claimants and/or was a member of the official committee of creditors. Gilbert has been hired by the PEC in the opioid MDL case to provide insurance-related advice in which Lanier is a member of the PEC. The representation is unrelated to these Chapter 11 Cases.
The Law Offices of Peter T. Nicholl (“ <u>Nicholl</u> ”)	Nicholl is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which Nicholl has represented claimants and/or was a member of the official committee of creditors.
Weitz & Luxenberg (“ <u>Weitz</u> ”)	Weitz is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel in various bankruptcy cases in which Weitz has represented claimants and/or was a member of the official committee of creditors. Also, Weitz has sought insurance-related advice from Gilbert on behalf of various clients in asbestos and mass tort situations, none of which are involved in these Chapter 11 Cases. Gilbert has been hired by the PEC in the opioid MDL case to provide insurance-related advice in which Weitz is a member of the PEC. The aforementioned representations are unrelated to these Chapter 11 Cases.
Wilentz Goldman & Spitzer (“ <u>WGS</u> ”)	WGS is one of the law firms on the Debtors’ list of 20 law firms with significant representations of asbestos claimants [Dkt #1]. Gilbert serves or has served as special insurance counsel to committees in various bankruptcy cases in which WGS has represented claimants and/or was a member of the official committee of creditors.