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Special Counsel to Ronald F. Greenspan
Chapter 7 Trustee for Brobeck, Phleger & Harrison LLP

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

<p>In re BROBECK, PHLEGER & HARRISON LLP Debtor.</p>	<p>CHAPTER 7 CASE NO. 03-32715-DM7 NINTH AND FINAL APPLICATION OF GIBSON, DUNN & CRUTCHER LLP FOR FINAL ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONAL SERVICES RENDERED AS SPECIAL COUNSEL TO RONALD F. GREENSPAN, CHAPTER 7 TRUSTEE FOR BROBECK, PHLEGER & HARRISON LLP, FOR (I) THE PERIOD MAY 1, 2009 THROUGH DECEMBER 31, 2009, AND (II) THE PRIOR EIGHT INTERIM FEE PERIODS Date: to be set Time: to be set Courtroom: Courtroom 22 235 Pine Street San Francisco, CA 94104 Judge: Hon. Dennis Montali</p>
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Gibson, Dunn & Crutcher LLP ("GDC"), special counsel to Ronald F. Greenspan, Chapter 7 Trustee (the "Trustee") for Brobeck, Phleger & Harrison LLP, Chapter 7 Debtor ("Brobeck" or the "Debtor") herein, hereby submits its Ninth and Final Application for Compensation and Reimbursement of Expenses of Gibson, Dunn & Crutcher LLP ("GDC's Ninth and Final Application") for the period May 1, 2009 through December 31, 2009 ("Final Period"). GDC applies

1 to this Court for an order (i) approving and allowing GDC's fees in the amount of \$2,543.50, (ii)
2 approving and allowing GDC's expenses in the amount of \$4.56, and (3) final allowance of the fees
3 and expenses previously approved by the Court's 8 prior fee orders, which are summarized in Exhibit
4 A attached hereto.

5
6 **I.**

7 **JURISDICTION AND BASIS FOR RELIEF**

8 This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a
9 core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this district pursuant to
10 28 U.S.C. § 1409(a). Section 330 of the Bankruptcy Code provides that the court may award to a
11 professional person employed under section 327 of the Bankruptcy Code reasonable compensation
12 for actual, necessary services rendered by the professional person, based on the time, the nature, the
13 extent and the value of such services, and the cost of comparable services to a non-debtor, as well as
14 reimbursement of the actual, necessary expenses expended by the professional person.
15

16 **II.**

17 **BACKGROUND**

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19 (a) On June 2, 2005, this Court entered its Order pursuant to 11 U.S.C. § 327 authorizing
20 the employment of GDC *nunc pro tunc* to March 30, 2005.

21 (b) This is GDC's Ninth and Final Application for compensation and expense
22 reimbursement. In its capacity as special counsel to the Trustee, GDC has acted in a limited role to
23 provide legal services with respect to certain pension disputes and with issues involving the Pension
24 Benefit Guaranty Corporation ("PBGC"), including the claim filed by the PBGC against the Debtor's
25 estate (collectively, the "PBGC Matters"). Attached hereto as Exhibit A is a chart which shows the
26 fees and costs allowed pursuant to the eight previous fee applications.

27 (c) The amount of GDC's Ninth and Final Application is \$2,543.50 in fees and \$4.56 in
28 expenses for a total of \$2,548.06.

1 (d) GDC has no agreement or understanding with any other person or entity for the
2 sharing of compensation received or to be received for services rendered in this case other than
3 sharing such compensation received or to be received for services rendered pursuant to GDC's
4 partnership agreement.

5 (e) The fees and expenses sought in this Application constitute reasonable compensation
6 for actual, necessary services rendered by GDC and for the actual, necessary expenses incurred by
7 GDC in connection with GDC's representation of the Trustee. GDC's billing rates are similar to the
8 billing rates of attorneys with comparable skill and experience at other large national law firms, and
9 the fees charged by GDC to the Trustee in this case are the same as those fees that GDC could have
10 collected from its non-debtor clients for similar services. In addition, the services rendered by GDC
11 have not been duplicative of services rendered by other professionals employed or compensated by
12 the Trustee. Moreover, the services rendered by GDC were necessary.

13 **III.**

14 **CASE STATUS**

15
16 The history and present posture of the case is described in the first interim application of lead
17 counsel to the Trustee, Hennigan, Bennett & Dorman LLP ("HBD"), and any subsequent applications
18 filed by HBD in this case, the most recent being HBD's seventeenth and final fee application filed on
19 May 9, 2012, as Docket Entry No. 2922, which are incorporated herein by reference.

20 **IV.**

21 **DESCRIPTION OF SERVICES RENDERED BY GDC**

22 **A. Summary of Services Rendered and Schedule of Professionals**

23 Exhibit B to this Application sets forth in detail the work performed by GDC in this chapter 7
24 case during the Final Period, a description of such services, the date such services were performed,
25 and the time expended thereon.

26
27 GDC maintained its records of work performed in this chapter 7 case in the following
28 category:

Debtor's Pension Plan:	Work related to Debtor's pension plan
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Below is a table of the attorneys and paraprofessionals that spent time on this chapter 7 case during the Final Period, together with their hourly rates and total amounts billed.

Attorney	Title	Hourly Rate	Hours Billed	Total
William J. Kilberg	Partner	\$905 (2009)	.20	\$181.00
Michael J. Collins	Partner	\$675 (2009)	3.50	\$2,362.50
		TOTAL	3.70	\$2,543.50

B. Debtor's Pension Plan (attached hereto as Exhibit B)

This category consists of the services rendered by GDC during the Final Period in connection with the following matters relating to the Debtor's pension plan:

- (a) Advising the Trustee on various issues and strategies relating to the termination of the Debtor's pension plan and other matters relating to the PBGC, and working with the former liquidation committee in connection with the distress termination of such pension plan;

Fees in this category for the Final Period total \$2,543.50. A summary of the timekeepers, hours spent, and amount incurred for this category during the Final Period is set forth below:

Attorney	Title	Hourly Rate	Hours Billed	Total
William J. Kilberg	Partner	\$905 (2009)	.20	\$181.00
Michael J. Collins	Partner	\$675 (2009)	3.50	\$2,362.50
		TOTAL	3.70	\$2,543.50

V.

DESCRIPTION OF EXPENSES INCURRED BY GDC

GDC also requests reimbursement of its actual and necessary expenses incurred during the Final Period in the sum of \$4.56, all of which expenses were incurred in connection with the

1 rendering of services to the Trustee. An itemized list of expenses incurred during the Final Period is
2 set forth in the billing statements attached hereto as Exhibit B and is summarized below.

3 **A. Expenses Charged to the Debtor**

4 With respect to the expenses incurred on behalf of the Trustee for which reimbursement is
5 sought, all such expenses are charged to all of GDC's clients, whether debtor, creditor, trustee, or
6 non-bankruptcy related. Consistent with its ordinary course of practice, GDC has charged the
7 following expenses to Trustee:

- 8 (a) Document retrieval service

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10 **B. Summary of Expenses Advanced During the Final Period**

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Description	Matter 00002
Document Retrieval Service	\$4.56
TOTAL	\$4.56

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15 **VI.**

16 **FEES AND EXPENSES INCURRED IN CONNECTION WITH THIS FEE**
17 **APPLICATION**

18 GDC also requests that the fees and expenses incurred by GDC in connection with preparing
19 and, if necessary, litigating this Application be approved. Section 330(a)(6) of the Bankruptcy Code
20 expressly contemplates compensation for the preparation of fee applications. Further, as made clear
21 in *In re Smith*, 317 F.3d 918 (9th Cir. 2002), *cert. denied*, 123 S.Ct. 2074 (2003), compensation is
22 allowable for the fees and costs incurred in connection with litigating a fee application. *Id.* at 928-29.
23 GDC will submit the amount of the above-described fees and expenses to the Court and the Debtor as
24 part of its subsequent application for fees and expenses in connection with this case.

25 **CONCLUSION**

26
27 GDC respectfully submits that all services rendered by GDC in this chapter 7 case have been
28 reasonable and necessary.

1 WHEREFORE, GDC respectfully requests that the Court enter an order as follows:

2 A. Allowing compensation to GDC for fees incurred in the Final Period in the amount of
3 \$2,543.50 and expenses incurred during the Final Period in the amount of \$4.56, for a total award of
4 \$2,548.06 for the Final Period.

5 B. Directing the Trustee to pay to GDC the amount set forth above in paragraph A.

6 DATED: September 19, 2014

7 GIBSON, DUNN & CRUTCHER, LLP
8 WILLIAM J. KILBERG

9 /s/ William J. Kilberg
10 William J. Kilberg

11 Special Counsel for Ronald F. Greenspan
12 Chapter 7 Trustee for Brobeck, Phleger & Harrison LLP
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EXHIBIT A

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Interim Application Number	Interim Application Period	Fees Awarded	Total Fees and Expenses Awarded
		Expenses Awarded	
First Fee Application	March 30, 2005 through July 31, 2005	\$9,246.50	\$9,246.50
		\$0	
Second Fee Application	August 1, 2005 through December 31, 2005	\$15,337.50	\$15,920.88
		\$583.38	
Third Fee Application	January 1, 2006 through June 30, 2006	\$75,627.00	\$76,223.91
		\$596.91	
Fourth Fee Application	July 1, 2006 through December 31, 2006	\$17,010.70	\$17,591.51
		\$580.81	
Fifth Fee Application	January 1, 2007 through May 31, 2007	\$25,250.50	\$25,707.54
		\$457.04	
Sixth Fee Application	June 1, 2007 through October 31, 2007	\$9,013.00	\$9,067.68
		\$54.68	
Seventh Fee Application	November 1, 2007 through September 30, 2008	\$15,018.50	\$15,704.28
		\$658.78	
Eighth Fee Application	October 1, 2008 through April 30, 2009	\$16,949.00	\$17,638.69
		\$689.69	
		TOTAL	\$187,100.99

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EXHIBIT B

1 Brobeck, Phleger & Harrison LLP
2 Ronald F. Greenspan
3 633 West 5th Street
4 Suite 1600
5 Los Angeles, CA 90071-2027

6 PENSION PLAN
7 09288-00002

8 For Services Rendered Through December 31, 2009

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
9 WILLIAM J. KILBERG P.C.	0.20	\$ 905.00	\$ 181.00
MICHAEL J. COLLINS	3.50	675.00	<u>2,362.50</u>
10 Total Services			\$ 2,543.50

<u>COSTS/CHARGES</u>	<u>TOTAL</u>
14 DOCUMENT RETRIEVAL SERVICE	<u>\$ 4.56</u>
15 Total Costs/Charges	<u>4.56</u>

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18 **Total Services, Costs/Charges** 2,548.06
19 **BALANCE DUE** \$ 2,548.06

1 PENSION PLAN
2 09288-00002

3 06/17/09
4 0.50 COLLINS, MICHAEL J REVIEW MATERIALS AND RESPOND TO EMAIL FROM
5 ALEK STRYGIN RE: LANGUAGE FOR MOTION FOR
6 DISMISSAL OF PBGC CLAIM AGAINST ESTATE (.5).
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8 07/15/09
9 1.20 COLLINS, MICHAEL J REVIEW ISSUES RE: WHETHER EMPLOYEES CAN
10 OBTAIN AMOUNTS FROM ESTATE FOR BENEFITS
11 LOST FROM PENSION PLAN DUE TO PBGC
12 TERMINATION AND EMAIL A. STRYGIN RE: SAME (.9);
13 EMAILS TO/FROM A. STRYGIN RE: PBGC ISSUES (.3).
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15 07/21/09
16 0.30 COLLINS, MICHAEL J EMAILS TO/FROM ALEK STRYGIN RE: PBGC ISSUES(.3)
17 (.3).
18
19 08/11/09
20 0.40 COLLINS, MICHAEL J REVIEW/RESPOND TO EMAIL FROM ALEK STRYGIN
21 RE: PBGC PREMIUMS (.4).
22
23 08/24/09
24 1.10 COLLINS, MICHAEL J REVIEW OBJECTION TO PBGC CLAIM AND SEND
25 COMMENTS TO A. STRYGIN (1.1).
26
27 12/08/09
28 0.20 KILBERG P.C., WILLIAM J REVIEW GOL FORMS (0.1); DISCUSS WITH M. COLLINS
(0.1).