

Holland N. O'Neil (TX 14864700)
FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, Texas 75201
Telephone: 214-999-4961
Email: honeil@foley.com

**SPECIAL TEXAS COUNSEL FOR
THE DEBTOR AND DEBTOR-IN-POSSESSION**

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

In re:	§	
	§	Chapter 11
HIGHLAND CAPITAL MANAGEMENT, L.P., ¹	§	
	§	Case No. 19-34054-sgj11
Debtor.	§	
	§	

**TENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF FOLEY & LARDNER LLP² AS SPECIAL
TEXAS COUNSEL TO THE DEBTOR FOR THE PERIOD FROM
AUGUST 1, 2020 THROUGH AUGUST 31, 2020**

Name of Applicant:	Foley & Lardner LLP
Authorized to Provide Professional Services to:	Debtor and Debtor in Possession
Date of Retention:	March 11, 2020, <i>Nunc Pro Tunc</i> to the Petition Date
Period for which Compensation and Reimbursement is sought:	August 1 – 31, 2020
Amount of Compensation sought as Actual, Reasonable and Necessary:	\$8,046.00 ³
Amount of Expense Reimbursement sought as Actual, Reasonable and Necessary:	\$31.90

This is a: ☒ monthly ☐ interim ☐ final application.

¹ 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.

² On April 1, 2020, Foley Gardere officially became "Foley & Lardner LLP."

³ This amount reflects a reduction of \$854.00 in fees for two time entries on August 25, 2020 (the referenced entries are highlighted on the attached invoice), which Foley has agreed to, on an interim basis, but reserves the right to seek such amount in its final fee application.



PRIOR MONTHLY APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
12/23/2019	10/16/19 – 11/30/19	\$176,129.00	\$7,836.31	Amended	Amended
03/20/2020 (Amendment) ⁴	10/16/19 – 11/30/19	\$84,194.00	\$3,458.87	Interim 80%	Interim Approval
01/24/2020	12/01/19 – 12/31/19	\$143,328.50	\$2,808.29	Amended	Amended
03/20/2020 (Amendment) ⁵	12/01/19 – 12/31/19	\$143,328.50	\$2,808.29	Interim 80%	Interim Approval
03/20/2020	01/01/20 – 01/31/20	\$88,520.60	\$2,180.35	Interim 80%	Interim Approval
03/20/2020	02/01/20 – 02/29/20	\$86,276.50	\$1,994.83	Interim 80%	Interim Approval
04/28/2020	03/01/20 – 03/31/20	\$82,270.50	\$12.70	Interim 80%	Interim Approval
06/16/2020	04/01/20 – 04/30/20	\$32,602.50	\$0.00	Interim 80%	Interim Approval
06/18/2020	05/01/20 – 05/01/20	\$27,822.00	\$489.80	Interim 80%	Interim Approval
07/22/2020	06/01/20 – 06/31/20	\$21,242.00	\$343.69	Interim 80%	Interim Approval
06/06/2020	07/01/20 – 07/31/20	\$6,264.50	\$0.00	Interim 80%	Interim Approval

INTERIM FEE APPLICATION FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved⁶ Fees	Approved Expenses	Amount Outstanding
04/28/2020	10/16/19 – 3/31/20	\$484,590.10	\$10,455.04	\$387,672.07	\$10,455.04	\$96,918.03
08/26/2020	4/1/20 – 7/1/20	\$87,931.00	\$833.49	\$63,144.80	\$833.49	\$63,978.29

⁴ Amended and superseded by the First Application filed on 12/23/19 [Doc. No. 270].

⁵ Amended and superseded by the Second Application filed on 1/24/20 [Doc. No. 394].

⁶ See Order Granting First Interim Application for Compensation and Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from October 16, 2019 through March 31, 2020 [Doc. No. 670].

FOLEY PROFESSIONALS

Name of Professional Person	Initials of Professional Person or Other Reference ID Used in the Application for the Professional Person	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Current Hourly Billing Rate ⁷	Total Hours Billed	Total Compensation
O'Neil, Holland N.	HNO	Partner 1995; Member TX Bar 1987; Bankruptcy	\$1,080	5.70	\$5,400.00 ⁸
Harrison, Janelle C.	JCH	Paralegal 2019	\$245	11.20	\$2,646.00 ⁹

Grand Total: \$8,046.00
Total Hours: 15.80
Blended Rate: \$509.24

Summary of Compensation Requested by Project Category (8/1/2020 – 8/31/2020)¹⁰

Task Code	Project Categories	Total Hours	Total Fees
B110	Case Administration	4.90	\$2,453.00
B120	Asset Analysis and Recovery	0.30	\$324.00
B160	Fee/Employment Applications	8.20	\$3,428.50 ¹¹
B190	Other Contested Matters	0.50	\$540.00
B430	Claims Administration/Review and Analyze	1.00	\$1,080.00
B440	Adverse Proceedings	0.90	\$220.50
	TOTAL	15.80	\$1,840.50

Summary of Expense Reimbursement Requested by Category (8/1/2020 – 8/31/2020)

Expense Category	Total Expenses
Electronic Legal Research Services	\$31.90
TOTAL	\$ 31.90

⁷ Foley adjusts billing rates annually at the inception of its fiscal year on February 1st.

⁸ This amount reflects a reduction of \$756.00 in fees for an August 25, 2020 time entry (the referenced entry is highlighted on the attached invoice), which Foley has agreed to, on an interim basis, but reserves the right to seek such amount in its final fee application.

⁹ This amount reflects a reduction of \$98.00 in fees for an August 25, 2020 time entry (the referenced entry is highlighted on the attached invoice), which Foley has agreed to, on an interim basis, but reserves the right to seek such amount in its final fee application.

¹⁰ Detailed time entries concerning the services rendered by Foley may be found in the redacted invoices attached hereto as **Exhibit A**, which are fully incorporated herein by reference.

¹¹ This amount reflects a reduction of 1.10 hours from this category for two August 25, 2020 time entries (the referenced entries are highlighted on the attached invoice), which Foley has agreed to, on an interim basis, but reserves the right to seek such amount in its final fee application.

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FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, Texas 75201
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**SPECIAL TEXAS COUNSEL FOR
THE DEBTOR AND DEBTOR-IN-POSSESSION**

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

In re:

HIGHLAND CAPITAL MANAGEMENT, L.P.,¹

Debtor.

§
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Chapter 11

Case No. 19-34054-sgj11

**TENTH MONTHLY APPLICATION FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES OF FOLEY & LARDNER LLP² AS SPECIAL
TEXAS COUNSEL TO THE DEBTOR FOR THE PERIOD FROM
AUGUST 1, 2020 THROUGH AUGUST 31, 2020**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), and the Delaware Court’s *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, entered on November 14, 2019 [DE Doc. No. 136, TX Doc. No. 141] (the “Administrative Order”), Foley & Lardner LLP (“Foley” or the “Firm”), Special Texas counsel for the above-captioned debtor and debtor in possession (the “Debtor”) hereby submits its *Tenth Monthly Application for Compensation and for Reimbursement of*

¹ 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.

² On April 1, 2020, Foley Gardere officially became “Foley & Lardner LLP.”

Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from August 1, 2020 through August 31, 2020 (the “Fee Application”).

By this Fee Application and in accordance with the Administrative Order, Foley seeks (i) interim allowance of fees in the amount of **\$8,046.00** and actual and necessary expenses in the amount of **\$31.90** for a total allowance of **\$8,077.90** for the period August 1, 2020 through August 31, 2020 (the “Interim Period”) and (ii) payment of **\$6,436.50** (80% of the fees) and reimbursement of **\$31.90** (100% expenses) for a total payment of **\$6,468.70**. In support of this Fee Application, Foley respectfully represents as follows:

BACKGROUND

1. On October 16, 2019 (the “Petition Date”), the Debtor filed its voluntary petition for relief under chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the “Delaware Court”). The Debtor has continued in the possession of its property and has continued to operate and manage its business as a debtor in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in this chapter 11 case.

2. On October 29, 2019, the Office of the United States Trustee (the “U.S. Trustee”) for the District of Delaware filed its *Notice of Appointment of Committee of Unsecured Creditors* [Docket No. 65] (the “Committee”).

3. On November 14, 2019, the Delaware Court signed the Administrative Order, authorizing certain professionals and members of any official committee (“Professionals”) to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within twenty-one

(21) days after service of the monthly fee application, the Debtor is authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the requested expenses. Beginning with the period ending December 31, 2019, and at three-month intervals or such other intervals convenient to the Court, each Professional shall file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

4. On October 29, 2019, the Debtor filed its *Application for an Order Authorizing the Retention and Employment of Foley Gardere, Foley & Lardner LLP as Special Texas Counsel, Nunc Pro Tunc to the Petition Date* on October 29, 2019 [DE Doc. No. 69, TX Doc. No. 68] (the “Foley Employment Application”), seeking approval *nunc pro tunc* to the Petition Date.

5. The hearing on the Foley Employment Application was originally set for December 2, 2019; however, the Delaware court ordered the case transferred to the Northern District of Texas on such date and deferred ruling on the Foley Employment Application.

6. On December 4, 2019, the Delaware Court entered an order transferring venue of this case from the District of Delaware to the Northern District of Texas [Docket No. 1084].

7. The hearing on the Foley Employment Application was then reset to January 21, 2020. However, on January 17, 2020, a joint motion was filed by the Debtor and the Committee to continue the hearing on the Foley Employment Application [Docket No. 370], and a subsequent order was entered the same day [Docket No. 371].

8. The hearing on the Foley Employment Application was again reset and subsequently heard on February 19, 2020.

9. On March 11, 2020, the Court entered the *Order Authorizing the Retention and Employment of Foley Gardere, Foley & Lardner LLP as Special Texas Counsel, Nunc Pro Tunc to the Petition Date* [Docket No. 513] (the “Foley Employment Order”).

10. On April 28, 2020, Foley filed the *First Interim Application for Compensation and Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from October 16, 2019 through March 31, 2020* [Doc. No. 602] (the “First Interim Fee Application”). On May 26, 2020, a hearing was held on the First Interim Fee Application. Also on May 26, 2020, the *Order Granting First Interim Application for Compensation and Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from October 16, 2019 through March 31, 2020* [Doc. No. 670] was entered.

11. On August 6, 2020, Foley filed the *Second Interim Application for Compensation and Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from April 1, 2020 through July 31, 2020* [Doc. No. 924] (the “Second Interim Fee Application”). On September 11, 2020, the *Agreed Order Granting Second Interim Application for Compensation and Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from April 1, 2020 through July 31, 2020* [Doc. No. 1045] was entered.

**FOLEY’S APPLICATION FOR COMPENSATION
AND FOR REIMBURSEMENT OF EXPENSES**

Compensation Paid and Its Source

12. The services for which Foley requests compensation are related to advising the Debtor in connection with all aspects of the pending Acis proceedings, where Foley has been representing the Debtor since April 2018, and performing the range of services as described in the Employment Application. Foley has received no payment and no promises for payment from any

source other than the Debtor for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Fee Application. There is no agreement or understanding between Foley and any other person other than the partners of Foley for the sharing of compensation to be received for services rendered in this case.

Fee Statements

13. The fee statements for the Interim Period are attached hereto as **Exhibit A**. These statements contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of Foley's knowledge, this Fee Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. Foley is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. Foley's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. Foley has reduced its charges related to any non-working travel time to fifty percent (50%) of Foley's standard hourly rate. To the extent it is feasible, Foley professionals attempt to work during travel.

Actual and Necessary Expenses

14. A summary of actual and necessary expenses incurred by Foley for the Interim Period is attached hereto as part of **Exhibit A**.

15. Foley bills its clients for conference calls using an "800" number service at \$.035 per minute per participant.

16. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), Foley charges the standard usage rates these providers charge for computerized legal

research. Foley bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by Foley is passed on to the client.

17. Foley believes the foregoing rates are the market rates that the majority of law firms charge clients for such services. In addition, Foley believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

18. The names of the timekeepers of Foley who have rendered professional services in this case during the Interim Period are set forth in the attached **Exhibit A**. Foley, by and through such persons, has advised the Debtor in relation to the pending Acis proceedings; has advised the Debtor in relation to the claim filed by Acis and related objections to claims; has advised the Debtor in relation to certain pleadings filed in the Acis adversary proceeding; and has provided other necessary professional services as may have been requested by the Debtor, which are more specifically described in detail in the fee statements.

Summary of Services by Project

19. The services rendered by Foley during the Interim Period can be grouped into the categories set forth below. Foley attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the invoices attached as **Exhibit A**. **Exhibit A** identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Adverse Proceedings/Appeals

20. During this Interim Period, time billed to this category related to addressing matters in the adversary proceeding in the Acis bankruptcy case and Acis' Abatement Motion.

Fees: \$220.50

Hours: 0.90

B. Asset Analysis and Recovery

21. Time billed to this category relates to advising client in relation to their review of potential assets including causes of action and non-litigation recoveries.

Fees: 324.00

Hours: 0.30

C. Case Administration

22. Time billed to this category relates to work regarding general matters and monitoring of actions in the Acis proceeding as they may be affected by the Debtor's bankruptcy proceeding.

Fees: \$2,453.00

Hours: 4.90

D. Claims Administration/Review and Analyze

23. During this Interim Period, Foley provided further review and analysis of the Acis claim filed in this proceeding.

Fees: \$1,080.00

Hours: 1.00

E. Fee/Employment Applications

24. Time billed to this category relates to preparing and filing monthly fee applications and a second interim fee application, and addressing any objections thereto and resolutions thereof.

Fees: \$3,428.500

Hours: 8.20

F. Other Contested Matters

25. Time billed to this category relates to advising client in relation to adverse pleadings filed in the Acis proceeding and assisting with responses thereto.

Fees: \$540.00

Hours: 0.50

Valuation of Services

26. Attorneys and paraprofessionals of Foley expended a total 15.80 hours in connection with their representation of the Debtors as Special Texas counsel during the Interim Period.

27. The nature of work performed by these persons is fully set forth in the invoices that are **Exhibit A** attached hereto. These are Foley's normal hourly rates for work of this character. The reasonable value of the services rendered by Foley for the Debtor during the Interim Period is **\$8,046.00.**

28. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Foley is fair and reasonable given (a) the complexity of this case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, Foley has reviewed the requirements of the Administrative Order and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses by Attorneys in Large Chapter 11 Cases, effective November 1, 2013* (the "**Guidelines**") and believes that this Fee Application complies with such Administrative Order and Guidelines.

WHEREFORE, Foley respectfully requests that, for the Interim Period, (i) interim allowance be made to Foley for fees in the amount **\$8,046.00** and actual and necessary expenses in the amount of **\$31.90** for a total allowance of **\$8,0771.90**, (ii) a payment of **\$6,436.50** (80% of the fees) and reimbursement of **\$31.90** (100% expenses) for a total payment of **\$6,468.70** (iii) for such other and further relief as this Court may deem just and proper.

Dated: September 18, 2020

FOLEY & LARDNER LLP

/s/ *Holland N. O'Neil*

Holland N. O'Neil (TX 14864700)
2021 McKinney Avenue, Suite 1600
Dallas, Texas 75201
Telephone: 214-999-4961
Email: honeil@foley.com

**SPECIAL TEXAS COUNSEL FOR
THE DEBTOR AND DEBTOR-IN-POSSESSION**

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on September 18, 2020, I caused a copy of the foregoing to be served, via electronic mail, on the following:

<u>Debtor:</u> Highland Capital Management, L.P. 300 Crescent Court, Ste. 700 Dallas, TX 75201 Attn: Isaac Leventon, Esq. (ileventon@highlandcapital.com)	<u>Counsel to the Debtor:</u> Pachulski Stang Ziehl & Jones LLP 10100 Santa Monica Blvd, 13th Floor Los Angeles, CA 90067 Attn: Jeffrey N. Pomerantz, Esq. (jpomerantz@pszjlaw.com)
<u>Office of the United States Trustee:</u> Lisa L. Lambert Asst. U.S. Trustee, TX 11844250 1100 Commerce Street, Rm. 976 Dallas, TX 75242 (Lisa.L.Lambert@usdoj.gov)	<u>Local Counsel to the Debtor:</u> Hayward & Associates PLLC 10501 N. Central Expy., Ste. 106 Dallas, TX 75231 Attn: Melissa Hayward, Esq. (MHayward@HaywardFirm.com)
<u>Counsel to the Committee:</u> Sidley Austin LLP 787 Seventh Avenue New York, NY 10019 Attn: Jessica Boelter, Esq. (jboelter@sidley.com)	<u>Counsel to the Committee:</u> Sidley Austin LLP One South Dearborn Street Chicago, IL 60603 Attn: Matthew Clemente (mclemente@sidley.com)

By: /s/ Holland N. O'Neil
Holland N. O'Neil

Holland N. O'Neil (TX 14864700)
FOLEY & LARDNER LLP
2021 McKinney Avenue, Suite 1600
Dallas, Texas 75201
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**SPECIAL TEXAS COUNSEL FOR
THE DEBTOR AND DEBTOR-IN-POSSESSION**

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

In re:	§	Chapter 11
HIGHLAND CAPITAL MANAGEMENT, L.P., ³	§	Case No. 19-34054-sgj11
Debtor.	§	

CERTIFICATION OF HOLLAND N. O'NEIL

Holland N. O'Neil, under penalty of perjury, certifies as follows:

1. I am a partner with the law firm of Foley & Lardner LLP ("Foley").⁴ I make this certification in accordance with Appendix F of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas ("Appendix F") regarding the contents of applications for compensation and expenses.

2. I have read the *Tenth Monthly Application for Compensation and for Reimbursement of Expenses of Foley & Lardner LLP as Special Texas Counsel to the Debtor for the Period from August 1, 2020 through August 31, 2020* (the "Fee Application").

³ 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.

⁴ On April 1, 2020, Foley Gardere officially became "Foley & Lardner LLP."

3. Pursuant to section I.G of Appendix F, I hereby certify to the best of my knowledge, information and belief, formed after reasonable inquiry, that (a) the compensation and expense reimbursement sought is in conformity with Appendix F, except as specifically noted in the Fee Application and (b) the compensation and expense reimbursement requested are billed at rates in accordance with practices no less favorable than those customarily employed by the applicant and generally accepted by the applicant's clients.

4. I have reviewed the requirements of the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses by Attorneys in Large Chapter 11 Cases, effective November 1, 2013* (the "Guidelines") and I believe that the Fee Application complies with the Guidelines.

Dated: September 18, 2020

/s/ Holland N. O'Neil
Holland N. O'Neil

Exhibit A



FOLEY & LARDNER LLP
2021 MCKINNEY AVENUE
SUITE 1600
DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Highland Capital Management, L.P.
300 Crescent Court, Ste. 700
these invoices are emailed by assistant
Dallas, TX 75201

Date: September 9, 2020
Invoice No.: 50080586

Services through August 31, 2020

Summary of Services

Our Ref.	Description	Services	Expenses	Total
118712-0102	Special Texas Counsel	\$8,900.00	\$31.90	\$8,931.90
	Totals:	\$8,900.00	\$31.90	\$8,931.90
	Amount Due:			\$8,931.90

Please reference your account number 118712 and your invoice number 50080586 with your remittance payable to Foley & Lardner LLP. Payment is due promptly upon receipt of our invoice.

Federal Employer Number:
39-0473800

Highland Capital Management L.P.

Our Ref. No.: 118712-0102

Invoice No.: 50080586

Special Texas Counsel

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Foley & Lardner LLP

September 09, 2020

Professional Services Detail**B110 - Case Administration**

Date	Attorney/Description	Hours
08/03/20	J. Harrison (JCH) Download and circulate recently filed pleadings.	0.50
08/10/20	J. Harrison (JCH) Download and circulate recently filed pleadings (.5); calendar upcoming hearing (.2).	0.70
08/13/20	J. Harrison (JCH) Download and circulate recently filed pleadings and calendar rescheduled status conference.	0.50
08/19/20	J. Harrison (JCH) Download and circulate recently filed pleadings.	0.50
08/21/20	J. Harrison (JCH) Download and circulate recently filed pleadings (.5); calendar upcoming hearing date (.2).	0.70
08/28/20	J. Harrison (JCH) Download and circulate recently filed pleadings.	0.50
08/30/20	H. O'Neil (HNO) Telephone conference with J.P. Sevilla regarding the HCM claims in the Acis case and provide background information regarding same to assist with the mediation process.	1.00
08/31/20	H. O'Neil (HNO) Address inquiry related to HCM's claims and status of mediation.	0.50

B120 - Asset Analysis and Recovery

Date	Attorney/Description	Hours
08/13/20	H. O'Neil (HNO) Review of QOR-related Order and email regarding same.	0.30

Highland Capital Management L.P.

Our Ref. No.: 118712-0102

Invoice No.: 50080586

Special Texas Counsel

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Foley & Lardner LLP

September 09, 2020

B160 - Fee/Employment Applications

Date	Attorney/Description	Hours
08/04/20	J. Harrison (JCH) Prepare draft of Foley's Ninth Monthly Fee App (.5); prepare draft of Foley's Second Interim Fee Application (1.2).	1.70
08/05/20	H. O'Neil (HNO) Review and finalize on monthly fee statement.	0.30
08/05/20	J. Harrison (JCH) Finalize draft of Foley's Ninth Monthly Fee Statement (.5); finalize draft of Foley's Second Interim Fee Application (1.7).	2.20
08/06/20	H. O'Neil (HNO) Review and finalize fee applications (.8).	0.80
08/06/20	J. Harrison (JCH) Minor revisions to Foley's Ninth Monthly Fee Statement and file same (.5); revisions to Foley's Second Interim Fee Application (.5); file Foley's Second Interim Fee Application (.2); calendar objection deadline for both (.1).	1.30
08/13/20	J. Harrison (JCH) Prepare a Certificate of No Objection to Foley Eighth Month Fee Statement.	0.50
08/23/20	H. O'Neil (HNO) Address preparation of Fee Application Supplement and emails with Greg Demo regarding same.	0.60
08/24/20	J. Harrison (JCH) Draft and file supplement to Foley Second Interim Fee App.	0.80
08/25/20	H. O'Neil (HNO) Address fee application issues with Ms. Lambert.	0.70
08/25/20	J. Harrison (JCH) Email correspondence with H. O'Neil regarding U.S. Trustee's objections to fees (.2); prepare and send chart to H. O'Neil regarding fees objected to (.2).	0.40

Highland Capital Management L.P.

Our Ref. No.: 118712-0102

Invoice No.: 50080586

Special Texas Counsel

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Foley & Lardner LLP

September 09, 2020

B190 - Other Contested Matters (excluding assumption/rejecti

Date	Attorney/Description	Hours
08/18/20	H. O'Neil (HNO) Review of issues related to sealed documents.	0.50

B430 - Claims Administration/Review and Analyze

Date	Attorney/Description	Hours
08/27/20	H. O'Neil (HNO) Address requests for information related to the claims HCM filed in the Acis cases, including call with J.P. Sevilla and followup with email and documents.	1.00

B440 - Adverse Proceedings

Date	Attorney/Description	Hours
08/06/20	J. Harrison (JCH) Download and circulate filing from Acis-related adversary proceeding.	0.20
08/13/20	J. Harrison (JCH) Download and circulate filing from Acis proceeding.	0.20
08/28/20	J. Harrison (JCH) Download and circulate recently filed pleadings in Acis-related adversaries.	0.50

Professional Services Summary

Task Code	Task Description	Hours	Amount
B110	B110 - Case Administration	4.90	2,453.00
B120	B120 - Asset Analysis and Recovery	0.30	324.00
B160	B160 - Fee/Employment Applications	9.30	4,282.50
B190	B190 - Other Contested Matters (excluding assumption/rejecti	0.50	540.00
B430	B430 - Claims Administration/Review and Analyze	1.00	1,080.00
B440	B440 - Adverse Proceedings	0.90	220.50
Totals		16.90	\$8,900.00

Highland Capital Management L.P.

Our Ref. No.: 118712-0102

Invoice No.: 50080586

Special Texas Counsel

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Foley & Lardner LLP

September 09, 2020

Expenses Incurred

Description	Amount
Electronic Legal Research Services	\$31.90
Expenses Incurred Total	\$31.90

Certain services and expenses, which involve payments made to third parties, include an additional charge based upon our internal costs with respect to those services and expenses.

Matter Total: **\$8,931.90**

Highland Capital Management L.P.
Invoice No.: 50080586

Foley & Lardner LLP
September 09, 2020

Professional Services Summary

Service Provider	Initials	Title	Hours	Rate	Amount
Janelle C. Harrison	JCH	Paralegal	11.20	\$245.00	\$2,744.00
Holland N. O'Neil	HNO	Partner	5.70	\$1,080.00	\$6,156.00
Totals			16.90		\$8,900.00



FOLEY & LARDNER LLP
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DALLAS, TEXAS 75201
TELEPHONE (214) 999-3000
FACSIMILE (214) 999-4667
WWW.FOLEY.COM

Highland Capital Management L.P.

Date: September 09, 2020
Invoice No.: 50080586
Our Ref. No.: 118712

Current Invoice:

09/09/20 - 50080586 \$8,931.90

Total Amount Due: \$89,804.70

Please mail check payments to:

Foley & Lardner LLP
P.O. Box 78470
Milwaukee, WI 53278-8470

Foley & Lardner LLP's preferred payment method is ACH (CTX or CCD+ transmission) with invoice number(s) included in the addenda of the ACH.

Please send electronic payment remittance advice and questions to accountsreceivable@foley.com.

Foley & Lardner LLP
U.S. Bank, NA
777 E. Wisconsin Ave.
Milwaukee, WI 53202
ABA No.: 075000022
Acct No.: 112031389
Swift Code: USBKUS44IMT
(foreign wires only)