

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:**NEW WEI, INC., et al.,¹****Debtors.****Chapter 7****Case No. 15-02741-TOM7****Jointly Administered**

**SUMMARY OF FIFTH INTERIM AND FINAL FEE APPLICATION OF BRADLEY
ARANT BOULT CUMMINGS LLP FOR COMPENSATION EARNED AND EXPENSES
INCURRED AS SPECIAL COUNSEL FOR CHAPTER 7 TRUSTEE FOR THE PERIOD
FROM FEBRUARY 21, 2017 THROUGH AUGUST 31, 2019**

Name of Applicant:	Bradley Arant Boult Cummings LLP
Authorized to Provide Professional Services to:	Chapter 7 Trustee
Date of Application for Employment:	May 4, 2017
Date of Retention:	May 5, 2017 (<i>Nunc Pro Tunc</i> to February 21, 2017)
Period for which compensation and reimbursement are sought:	February 21, 2017 through August 31, 2019
Amount of compensation sought as actual, reasonable, and necessary:	\$133,158.15 ²

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: New WEI, Inc. (f/k/a Walter Energy, Inc.) (9953); Atlantic Development and Capital, LLC (8121); Atlantic Leaseco, LLC (5308); Blue Creek Coal Sales, Inc. (6986); Blue Creek Energy, Inc. (0986); New WEI 7, Inc. (f/k/a J.W. Walter, Inc.) (0648); Jefferson Warrior Railroad Company, Inc. (3200); New WEI 2, LLC (f/k/a Jim Walter Homes, LLC) (4589); New WEI 13, Inc. (f/k/a Jim Walter Resources, Inc.) (1186); Maple Coal Co., LLC (6791); Sloss-Sheffield Steel & Iron Company (4884); SP Machine, Inc. (9945); Taft Coal Sales & Associates, Inc. (8731); Tuscaloosa Resources, Inc. (4869); V Manufacturing Company (9790); New WEI 19, LLC (f/k/a Walter Black Warrior Basin LLC) (5973); New WEI 18, Inc. (f/k/a Walter Coke, Inc.) (9791); New WEI 22, LLC (f/k/a Walter Energy Holdings, LLC) (1596); New WEI 20, LLC (f/k/a Walter Exploration & Production LLC) (5786); New WEI 1, Inc. (f/k/a Walter Home Improvement, Inc.) (1633); New WEI 6 Company (f/k/a Walter Land Company) (7709); New WEI 16, Inc. (f/k/a Walter Minerals, Inc.) (9714); and New WEI 21, LLC (f/k/a Walter Natural Gas, LLC) (1198).

² This amount includes fees previously approved by the Court in the amount of \$108,682.65 ("First Interim Fee Order"), \$6,775.00 ("Second Interim Fee Order"), \$8,634.00 ("Third Interim Fee Order"), and \$4,153.50 ("Fourth Interim Fee Order"), and, collectively, (the "Interim Fee Orders"), plus fees requested for the Fifth Interim Fee Period.



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Amount of Expense Reimbursement sought as
actual, reasonable, and necessary:

\$2,847.38³

³ This amount includes expenses previously approved by the Court in the Interim Fee Orders, plus expenses requested for the Fifth Interim Fee Period.

This is a: __ monthly __ interim X final application.

Prior Applications Filed:

Date	Docket No.	Period Covered	Fees Requested	Expenses Requested	Fees Paid	Expenses Paid
08.02.17	Docket No. 3106	02.21.17 – 06.30.17	\$112,175.00	\$2,681.69	\$108,682.65 ⁴	\$2,681.69 ⁵
11.10.17	Docket No. 3187	07.01.17 – 10.31.17	\$6,862.00	\$142.09	\$6,775.00 ⁶	\$142.09
08.20.18	Docket No. 3309	11.01.17 – 07.31.18	\$8,634.00	\$0.00	\$8,634.00	\$0.00
04.17.19	Docket No. 3423	08.01.18 – 03.31.19	\$4,153.50	\$0.00	\$4,153.50	\$0.00
Time Not Previously Requested	N/A	04.01.19 – 08.31.19	\$4,913.00	\$23.60	\$0.00	\$0.00
TOTAL			\$136,737.50	\$2,847.38	\$128,245.15	\$2,823.78

⁴ Reduction in fees in the amount of \$3,300.00 pursuant to the Order Approving First Interim Fee Application [Docket No. 3124].

⁵ Reduction in expenses in the amount of \$192.35 pursuant to the Order Approving First Interim Fee Application, [Docket No. 3124]. Bradley's Accounting Policy & Procedures will only allow reduction of fees, all expenses must be reimbursed. Accordingly, any reduction in allowed expenses is applied to fees for purposes of Bradley's accounting.

⁶ Reduction in fees in the amount of \$87.00, pursuant to the Order Approving the Second Interim Fee Application, [Docket No. 3214].

Schedule 1

New WEI, Inc., *et al.*

Rates by Professional for the period February 21, 2017 through August 31, 2019

Name of Professional Person	Hourly Billing Rate (\$) 2017	Hourly Billing Rate (\$) 2018	Hourly Billing Rate (\$) 2019
James Bailey	435.00	455.00	475.00
Jay Bender	680.00	705.00	730.00
Nicholas Danella	475.00	N/A	N/A
David G. Hymer	665.00	N/A	N/A
James E. Long	520.00	N/A	N/A
Cathleen C. Moore	560.00	560.00	N/A
Edmund Sauer	555.00	N/A	N/A
Scott B. Smith	570.00	600.00	615.00

Schedule 2

New WEI, Inc., *et al.*

Total hours and fees by Professional for the period February 21, 2017 through August 31, 2019

Name of Professional Person	Total Hours Worked	Total Amount (\$)
James Bailey	66.50	\$28,369.00
Jay Bender	28.90	\$18,094.50
Nicholas Danella	12.40	\$5,890.00
David G. Hymer	7.00	\$4,655.00
James E. Long	1.00	\$520.00
Cathleen C. Moore	1.80	\$1,008.00
Edmund Sauer	12.60	\$6,993.00
Scott B. Smith	124.60	\$71,208.00
Grand Total:	254.80	\$136,737.50

Schedule 3

New WEI, Inc., *et al.*

Summary of Expenses for the period February 21, 2017 through August 31, 2019

Expenses Category	Total Expenses (\$)
Copy Charges	927.20
Postage Charges	8.92
Travel Expense	1,683.76
Computerized Legal Research – Westlaw	94.20
Federal Docket Service – Pacer	12.00
TOTAL	\$2,847.38

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:

NEW WEI, INC., *et al.*,¹

Debtors.

Chapter 7

Case No. 15-02741-TOM7

Jointly Administered

**FIFTH INTERIM AND FINAL FEE APPLICATION OF BRADLEY ARANT BOULT
CUMMINGS LLP FOR COMPENSATION EARNED AND EXPENSES
INCURRED AS SPECIAL COUNSEL FOR CHAPTER 7 TRUSTEE
FOR THE PERIOD FROM FEBRUARY 21, 2017 THROUGH AUGUST 31, 2019**

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 (the “Bankruptcy Rules”), and rule 2016-1 of the Local Rules for the United States Bankruptcy Court for the Northern District of Alabama (the “Local Rules”), Bradley Arant Boult Cummings LLP (“Bradley”), special counsel to André M. Toffel, the chapter 7 trustee (the “Trustee”) for New WEI, Inc. and its affiliated debtors (each a “Debtor” and, collectively, the “Debtors”), hereby files its Fifth Interim and Final Fee Application for compensation earned and expenses incurred (the “Fifth Interim and Final Fee Application”) for the period of February 21, 2017 through August 31, 2019 (the “Final Fee

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: New WEI, Inc. (f/k/a Walter Energy, Inc.) (9953); Atlantic Development and Capital, LLC (8121); Atlantic Leaseco, LLC (5308); Blue Creek Coal Sales, Inc. (6986); Blue Creek Energy, Inc. (0986); New WEI 7, Inc. (f/k/a J.W. Walter, Inc.) (0648); Jefferson Warrior Railroad Company, Inc. (3200); New WEI 2, LLC (f/k/a Jim Walter Homes, LLC) (4589); New WEI 13, Inc. (f/k/a Jim Walter Resources, Inc.) (1186); Maple Coal Co., LLC (6791); Sloss-Sheffield Steel & Iron Company (4884); SP Machine, Inc. (9945); Taft Coal Sales & Associates, Inc. (8731); Tuscaloosa Resources, Inc. (4869); V Manufacturing Company (9790); New WEI 19, LLC (f/k/a Walter Black Warrior Basin LLC) (5973); New WEI 18, Inc. (f/k/a Walter Coke, Inc.) (9791); New WEI 22, LLC (f/k/a Walter Energy Holdings, LLC) (1596); New WEI 20, LLC (f/k/a Walter Exploration & Production LLC) (5786); New WEI 1, Inc. (f/k/a Walter Home Improvement, Inc.) (1633); New WEI 6 Company (f/k/a Walter Land Company) (7709); New WEI 16, Inc. (f/k/a Walter Minerals, Inc.) (9714); and New WEI 21, LLC (f/k/a Walter Natural Gas, LLC) (1198).

Period”). Specifically, Bradley seeks allowance of (i) \$4,913.00 in fees earned and \$23.60 in expenses incurred during the period from February 21, 2019 through August 31, 2019 (the “Fifth Interim Fee Period”) and (ii) final approval of \$133,158.15 in fees earned and \$2,847.38 in expenses incurred during the period from February 21, 2017 through August 31, 2019 (the “Final Fee Period”). In support of its Fifth Interim and Final Fee Application, Bradley respectfully represents as follows:

Background

1. On July 15, 2015 (the “Petition Date”), each of the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Following the sale of substantially all of the Debtor’s assets, the Court entered an order converting the Debtors’ cases to chapter 7 of the Bankruptcy Code effective February 21, 2017. *See* Docket No. 2893.

2. The Trustee was appointed as the chapter 7 trustee on February 21, 2017.

3. On May 4, 2017, the Trustee filed an application to employ Bradley as special counsel: (i) in the pending appeal of this Court’s *Memorandum Opinion and Order Granting Debtors’ Motion for an Order (I) Authorizing the Debtors to (A) Reject Collective Bargaining Agreements, (B) Implement Final Labor Proposals, and (C) Terminate Retiree Benefits; and (II) Granting Related Relief* [Docket No. 1489] (the “Appeal”) and (ii) with respect to the *Application for Administrative Expense* [Docket No. 2988] (the “Administrative Expense Claim”) filed by the UMWA 1992 Benefit Plan and its Trustees and the UMWA Combined Benefit Fund. *See* Docket No. 3013.

4. On May 5, 2017, the Court approved the Trustee’s retention of Bradley *nunc pro tunc* to February 21, 2017. *See* Docket No. 3021.

5. With Bradley's assistance, the Trustee prevailed in defending the Appeal before the Eleventh Circuit Court of Appeals.

Jurisdiction and Notice

6. Bradley files the Fifth Interim and Final Fee Application pursuant to sections 330 and 331 of the Bankruptcy Code, rule 2016 of the Bankruptcy Rules, and rule 2016-1 of the Local Rules.

7. The Court has jurisdiction over the Fifth Interim and Final Fee Application pursuant to 28 U.S.C. § 1334(b). The Fifth Interim and Final Fee Application is a core proceeding under 28 U.S.C. §§ 157(b)(2)(A) and (B). Venue of the cases and the Fifth Interim and Final Fee Application is proper before the Court under 28 U.S.C. §§ 1408 and 1409.

8. Notice of the Fifth Interim and Final Fee Application has been or will be provided to those parties entitled to receive notice in accordance with the *Order Continuing and Amending the Limited Notice and Service Requirements Established in the Chapter 11 Cases*. See Docket No. 3063.

Statement Pursuant to Rule 2016 of the Bankruptcy Rules

9. All the services for which Bradley seeks compensation were performed for, and on behalf of, the Trustee and the bankruptcy estates. Bradley has not received any promises of payment from any source other than the bankruptcy estates. Bradley has not shared or entered into any agreement for sharing any compensation it receives for services performed in connection with these cases. Except as set forth herein, Bradley has not received any compensation from the Trustee or from any other source for the services performed and expenses incurred by Bradley on behalf of the Trustee and the bankruptcy estates.

10. Bradley was specifically retained by the Trustee to represent the bankruptcy estates with respect to the Appeal and Administrative Expense Claim. Bradley did not receive an advance retainer or any other form of compensation with respect to this representation. Bradley's prior compensation for services rendered as bankruptcy counsel to the Debtors is more fully disclosed in Bradley's final fee application and the order approving such application. *See* Docket Nos. 2939 & 3018.

11. This is the Fifth Interim and Final Fee Application filed by Bradley with respect to its representation of the Trustee, and covers all fees and expenses incurred by Bradley from February 21, 2019 through August 31, 2019.

12. The Trustee has previously paid Bradley (1) \$108,682.65 in fees and \$2,681.69 in expenses in connection with Bradley's First Interim Fee Application; (2) \$6,775.00 in fees and \$142.09 in expenses in connection with Bradley's Second Interim Fee Application; (3) \$8,634.00 in fees and \$0.00 in expenses in connection with Bradley's Third Interim Fee Application; and (4) \$4,153.50 in fees and \$0.00 in expenses in connection with Bradley's Fourth Interim Fee Application. By way of this Fifth Interim and Final Fee Application, Bradley requests that the Court authorize and instruct the Trustee to pay the requested fees earned in the amount of \$4,913.00 and expenses in the amount of \$23.60, all incurred during the Fifth Interim Fee Period, and grant final approval of all fees and expenses allowed and paid during the Final Fee Period.

Relief Requested

13. Bradley submits the Fifth Interim and Final Fee Application pursuant to section 330 of the Bankruptcy Code, which provides that the Court may award to an attorney employed by a trustee (a) reasonable compensation for actual, necessary services and (b) reimbursement for actual, necessary expenses.

14. Schedule 1 above is a summary of the hourly rates by Bradley's professionals during the Final Fee Period. This schedule discloses the names of the professionals that performed work on behalf of the Trustee during the Fifth Interim and Final Period and their corresponding hourly billing rates.

15. Schedule 2 above is a summary of the total amount of hours worked and fees earned by each Bradley professional during the Final Fee Period.

16. Schedule 3 above is a summary of Bradley's expenses in connection with its role as attorneys for the Trustee during the Final Fee Period. Such expenses include, without limitation, travel expenses, working meals, transcript charges, mailing and postage charges, and copy charges. Details of such expenses are attached hereto in Exhibit A.²

17. Also included in Exhibit A is a listing, arranged chronologically, of detailed time entries for services provided by Bradley's professionals in the Bankruptcy Cases during the Fifth Interim Fee Period.³

18. In *Grant v. George Schumann Tire & Battery Co.*, 908 F.2d 874, 877 (11th Cir. 1990), the United States Court of Appeals for the Eleventh Circuit held that in determining the allowance

² For a detailed itemization of such expenses incurred prior to the Fifth Interim Fee Period, Bradley respectfully refers the Court to, and incorporates herein by reference, its previously docketed Interim Fee Applications, including (1) the First Interim Fee Application [Docket No. 3106]; (2) the Second Interim Fee Application [Dkt. No. 3174]; (3) the Third Interim Fee Application [Docket No. 3309]; and (4) the Fourth Interim Fee Application [Docket No. 3423]. Because the information incorporated by reference in Exhibit A from such prior fee applications may include fees and expenses that Bradley voluntarily wrote off (which write-offs were reflected in the orders approving the fee applications), the amounts incorporated by reference from prior Interim Fee Applications may be higher than the numbers reflected in the schedules above.

³ For a detailed itemization of fees incurred prior to the Fifth Interim Fee Period, Bradley respectfully refers the Court to, and incorporates herein by reference, its previously docketed Interim Fee Applications, including (1) the First Interim Fee Application [Docket No. 3106]; (2) the Second Interim Fee Application [Dkt. No. 3174]; (3) the Third Interim Fee Application [Docket No. 3309]; and (4) the Fourth Interim Fee Application [Docket No. 3423]. Because the information incorporated by reference in Exhibit A from such prior fee applications may include fees and expenses that Bradley voluntarily wrote off (which write-offs were reflected in the orders approving the fee applications), the amounts incorporated by reference from prior Interim Fee Applications may be higher than the numbers reflected in the schedules above.

of attorneys' fees and the reimbursement of expenses in a bankruptcy case, the bankruptcy court must consider:

- a. the nature and extent of the services rendered;
- b. the value of such services; and
- c. the factors set forth in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974).

19. Based on the Eleventh Circuit's criteria, Bradley respectfully submits that the Court should approve and allow Bradley's fees and the reimbursement of Bradley's expenses in the amounts requested.

A. The Lodestar Figure.

20. The Court may determine an objective estimate of the value of the services of a chapter 7 trustee's attorneys and paralegals by multiplying the number of hours such attorneys and paralegals reasonably expend on such services by each attorney's and paralegal's reasonable hourly rate. *See, e.g., Hensley v. Eckerhart*, 461 U.S. 424, 433 (1983); *Loranger v. Stierheim*, 10 F.3d 776, 781 (11th Cir. 1994); *Grant*, 908 F.2d at 879. Courts have referred to such an estimate as the "lodestar" figure. *See Grant*, 908 F.2d at 878. The hours included in the lodestar figure should be only those hours for which an attorney would be able to bill an ordinary, non-bankruptcy client. *See Norman v. Housing Authority of the City of Montgomery*, 836 F.2d 1292, 1301 (11th Cir. 1988). When fixing a fee award based on the lodestar analysis, courts consider the twelve factors enunciated in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974). The twelve *Johnson* factors are: (a) the time and labor expended; (b) the novelty and difficulty of the questions raised; (c) the skill required to properly perform the legal services rendered; (d) the attorney's opportunity costs in pressing the instant case; (e) the customary fee for like work; (f) the attorney's expectations at the outset of the case; (g) the time limitations imposed by the client

or circumstances; (h) the amount in controversy and the results obtained; (i) the experience, reputation and ability of the attorney; (j) the undesirability of the case within the legal community in which the case arose; (k) the nature and length of the professional relationship between the attorney and client; and (l) attorneys' fee awards in similar cases.

21. The hours Bradley has devoted to its representation of the Trustee meet the above-stated criteria. As the time reports included in **Exhibit A** demonstrates along with the previously filed Interim Fee Applications, the individual attorneys involved in Bradley's representation of the bankruptcy estates kept detailed, contemporaneous records of the time devoted to such representation. The time spent on each particular task is reasonable and comparable to the time Bradley's professionals would have expended on behalf of a non-bankruptcy client. Bradley seeks payment only for such documented and reasonable services.

22. The reasonable hourly rate to be applied to the time expended is the "prevailing market rate in the relevant legal community for similar services by lawyers of reasonably comparable skills, experience and reputation." *Norman*, 836 F.2d at 1299. The hourly rates Bradley has charged the Trustee are consistent with the rates Bradley normally charges similarly situated non-bankruptcy clients for similar services. Based on all applicable criteria, Bradley submits that the rates set forth herein are reasonable and are consistent with prevailing market rates in the relevant legal community for similar services by lawyers of comparable skill, experience and reputation.

B. Johnson Factors.

23. When determining the reasonableness of the rates and hours submitted by Bradley, the Court also must consider the twelve factors outlined in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974). Bradley submits that under the criteria set forth in *Johnson v.*

Georgia Highway Express, its requested fees are reasonable and should be allowed in full by the Court.

24. The *Johnson v. Georgia Highway Express* factors apply as follows:

- a. Time and Labor Required. The actual time Bradley has expended on behalf of the bankruptcy estates is set forth in detail in **Exhibit A**. **Exhibit A** constitutes a detailed itemization of time billed for Bradley's services. Bradley created the time records contemporaneously with the rendition of the services described. The time Bradley expended is commensurate with the size and complexity of the claims at issue in the Appeal and Administrative Expense Claim. Bradley has made every effort to avoid any unnecessary duplication of time or services. The time charges for Bradley's representation of the Trustee and the bankruptcy estates listed in **Exhibit A** were reasonable and necessary given the significant demands of the Appeal and Administrative Expense Claim. Schedule 1 above provides the hourly rates and time charged to the bankruptcy estates by each of Bradley's timekeepers.
- b. The Novelty and Difficulty of Questions Presented by the Case. The Appeal and Administrative Expense Claim involved complex legal issues. Without limitation, the 1992 Plan and Combined Fund challenged the Court's authority under 11 U.S.C. § 1114 to terminate the Debtors' premium obligations to certain private trusts formed under the Coal Act, 26 U.S.C. §§ 9701 *et seq.* The Administrative Expense Claim similarly raised

complex issues regarding the scope of 11 U.S.C. § 503 with respect to “tax” claims.

- c. Skill Requisite to Perform the Legal Services Properly. The matters and issues in the Appeal and with respect to the Administrative Expense Claim requiring Bradley’s attention, as described above, required considerable knowledge of bankruptcy law and other substantive legal areas.
- d. Customary Fees for Similar Work in the Community. Bradley’s fees for services rendered by lawyers and paralegals are customary and usual in the legal community in which Bradley practices. The hourly rates set forth in Schedule 1 above are those customarily charged to Bradley’s similarly situated non-bankruptcy clients for similar legal services.
- e. Contingent Nature of Fees. Bradley’s fees as special counsel are based upon the hourly billing rates of Bradley’s attorneys. As in all bankruptcy cases, however, fees for professionals are subject to Court approval and the availability of funds in the bankruptcy estates.
- f. Amount Involved and Results Obtained. The fees requested by Bradley are reasonable given the size and complexity of the claims asserted against the bankruptcy estates. As a result of Bradley’s representation, the Eleventh Circuit ruled in favor of the Trustee in the Appeal and upheld this Court’s prior orders. *See In re Walter Energy, Inc.*, 911 F.3d 1121, 1125 (11th Cir. 2018). The Administrative Expense Claim was asserted in the amount of approximately \$3.7 million, but was subsequently withdrawn. The Trustee, on behalf of the bankruptcy estates, reserves all rights, claims, and defenses

with respect to any claims related to the Appeal and Administrative Expense Claim.

- g. Time Limitations Imposed by the Circumstances. There have been no significant time limitations imposed with respect to the Appeal or the Administrative Expense Claim.
- h. Experience, Reputation, and Ability of Attorneys and Legal Assistants.
Many of Bradley's attorneys have performed services on behalf of the Trustee and bankruptcy estates within their specialized areas of expertise. Scott Smith has been the primary appellate counsel with respect to the Appeal. Mr. Smith has extensive appellate and complex litigation experience, including briefing and presenting oral argument in dozens of appeals before state and federal appellate courts. A majority of bankruptcy related services were performed by Jay Bender and James Bailey. Mr. Bender is a partner of Bradley who has over 25 years of experience in bankruptcy cases. Mr. Bailey is a partner of Bradley whose practices are devoted to the areas of bankruptcy law and bankruptcy litigation.
- i. Undesirability of the Case. Bradley does not consider representation of the Trustee or the bankruptcy estates to be undesirable.
- j. Nature and Length of the Professional Relationship with the Client. Bradley represented the Debtors prior to conversion of their cases to chapter 7 and specifically with respect to the issues raised in the Appeal and Administrative Expense Claim, which has been beneficial to both Bradley and the Trustee.

k. Awards in Similar Cases. The compensation requested by Bradley is commensurate with fees requested and awarded by this Court and other bankruptcy courts in similar bankruptcy cases. The rates charged by Bradley pursuant to this Final Fee Application are consistent with the rates charged to the Debtors during their chapter 11 cases.

25. As set forth above, the *Johnson v. Georgia Highway Express* factors weigh in favor of approving Bradley's lodestar figure based on Bradley's customary hourly rates.

C. Expenses Requested.

26. The attached Exhibit A includes a detailed listing of all expenses Bradley incurred on behalf of the Trustee for which Bradley seeks reimbursement during the Final Fee Period.

27. As part of its ordinary business activity, Bradley keeps a contemporaneous record of expenses incurred on behalf of clients. Bradley's clerical and bookkeeping staff recorded the expense information in Exhibit A (and all Interim Fee Applications) at or about the same time as such charges were incurred. Bradley maintains an automatic, computerized cost accounting system to track expenses and to ensure that charges for copies, postage, and other expenses are properly posted to the account of the client for which Bradley incurs such expenses.

28. All expenses reflected in Exhibit A (and all Interim Fee Applications) are reasonable and were necessary to Bradley's representation of the Trustee and bankruptcy estates. Bradley's billing rates do not include as overhead components such as charges for copying, postage, or other expenses set forth in Exhibit A (and all Interim Fee Applications). To maximize fairness to all clients, Bradley charges clients for copy and other office services only if the client uses such services. Bradley has deleted any expenses it incurred that may be deemed overhead. All expenses set forth in Exhibit A (and all Interim Fee Applications) are the type of expenses that

Bradley charges to its clients on a use basis and are not part of Bradley's overhead. In addition, all expenses in Exhibit A (and all all Interim Fee Applications) were actually incurred on behalf of the bankruptcy estates in the amounts set forth in Exhibit A (and all Interim Fee Applications) and were necessary to Bradley's representation of the Trustee and bankruptcy estates.

29. The expenses reflected in Exhibit A (and all Interim Fee Applications) are accepted in the market and are consistent with the Local Rules. Such expenses are reasonable and necessary.

WHEREFORE, Bradley respectfully requests final allowance and approval of compensation for professional services in the amount of \$133,158.15 and reimbursement for expenses incurred in the amount of \$2,847.38 during the Final Fee Period, and an order authorizing the Trustee to pay all of Bradley's allowed fees for the Final Fee Period.

Dated: October 11, 2019
Birmingham, Alabama

BRADLEY ARANT BOULT CUMMINGS LLP

By: /s/ Jay Bender
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Counsel to the Chapter 7 Trustee

CERTIFICATE OF SERVICE

I hereby certify that on October 11, 2019, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to all persons and entities that have filed a request for service of filings in this case pursuant to Bankruptcy Rule 2002.

Electronic notice, and via U.S. Mail where appropriate, will also be provided to the following:

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ERP Compliant Fuels LLC
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Seminole Coal Resources, LLC
ERP Compliant COKE, LLC
ERP Environmental Fund, Inc.
Attn: Thomas M. Clarke
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Natural Bridge, Virginia 24578

ERP Compliant Fuels LLC
c/o ENCECo., INC.
Attn: Charles A. Ebetino, Jr.
3694 Seaford Drive
Columbus, OH 43220

/s/ Jay R. Bender

Jay R. Bender

Exhibit A

Fee and Expense Detail



Bradley Arant Boult Cummings LLP

Andre' M. Toffel, as Chapter 7 Trustee for New WEI, Inc.,
f/k/a Walter Energy, Inc.
Andre' M. Toffel, P.C.
450A Centry Park South, Suite 206A
Birmingham, AL 35226

August 21, 2019
Invoice No. 1354812

Matter No. 214717-301001
Re: UMWA Benefit Funds

For professional services posted through July 31, 2019

Current Invoice Summary

Current Professional Services	\$4,913.00
Current Expenses	\$23.60
Current Invoice	\$4,936.60

Thank you for your business.



Bradley Arant Boult Cummings LLP

Invoice Detail

Andre' M. Toffel, as Chapter 7 Trustee for New WEI,
Inc., f/k/a Walter Energy, Inc.

Page 2

Re: UMWA Benefit Funds

August 21, 2019

Invoice No. 1354812

Matter No. 214717-301001

For legal services posted through July 31, 2019

Professional Services

Date	Description	Tkpr	Task/Act	Hours	Rate	Amount
4/8/19	Attend status hearing and conferences with S.Porterfield regarding administrative claim, appeal, and related issues	JB		0.20	475.00	95.00
4/11/19	Advise trustee counsel on response to certain motions filed by unsecured creditors	JB		0.30	475.00	142.50
4/15/19	Review trustee filings in response to motions to allow and pay claims filed by unsecured creditors	JB		0.20	475.00	95.00
4/16/19	Update and revise fee application	JB		0.20	475.00	95.00
4/18/19	Review order setting hearing on fee application	JB		0.10	475.00	47.50
4/24/19	Review initial report from Direct Fee Review and conference and emails with D.Oliver regarding same	JB		0.20	475.00	95.00
5/20/19	Draft and revise fee order, emails with counsel for trustee, and submit order to chambers for entry	JB		0.30	475.00	142.50
5/20/19	Prepare for and attend hearing on fee application	JB		0.40	475.00	190.00
5/24/19	Read and analyze cert petition filed by Coal Act Funds	SBSM		1.10	615.00	676.50
5/24/19	Initial review of cert petition filed before supreme court	JB		0.30	475.00	142.50
5/24/19	Work on strategy for response to cert petition	JB		0.20	475.00	95.00
5/24/19	Email S.Porterfield and A.Toffel regarding strategy for cert petition	JB		0.10	475.00	47.50



Bradley Arant Boult Cummings LLP

Andre' M. Toffel, as Chapter 7 Trustee for New WEI,
Inc., f/k/a Walter Energy, Inc.

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Date	Description	Tkpr	Task/Act	Hours	Rate	Amount
5/28/19	Complete and file waiver paperwork	SBSM		0.20	615.00	123.00
5/28/19	Email A.Toffel regarding strategy for cert petition	JB		0.10	475.00	47.50
5/28/19	Review notice filed with Eleventh Circuit regarding cert petition	JB		0.10	475.00	47.50
5/29/19	Emails and calls with co-counsel regarding filing waivers in U.S. Supreme Court	SBSM		0.50	615.00	307.50
5/29/19	Call to U.S. Supreme Court clerk	SBSM		0.10	615.00	61.50
5/29/19	Analyze issues raised by similar appeal in Westmoreland case and email from its appellate counsel	SBSM		0.70	615.00	430.50
5/29/19	Review briefing on issues related to cert petition	JB		0.20	475.00	95.00
5/29/19	Review waiver filed by Warrior Met and email A.Toffel and others regarding same	JB		0.10	475.00	47.50
6/3/19	Advise on matters related to Coal Act Fund disputes	JB		0.40	475.00	190.00
6/14/19	Correspondence from UMWA and draft letter in response	SBSM		0.20	615.00	123.00
6/14/19	Emails and conference with S.Smith regarding strategy for cert petition in Supreme Court	JB		0.20	475.00	95.00
6/16/19	E-mails with R. Carmody and trustee's counsel regarding retiree funds	JRB		0.10	730.00	73.00
6/21/19	Review supreme court docket regarding status of cert petition	JB		0.10	475.00	47.50
6/24/19	Check U.S. Supreme Court docket and confirm denial of certiorari	SBSM		0.10	615.00	61.50



Andre' M. Toffel, as Chapter 7 Trustee for New WEI,
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Re: UMWA Benefit Funds

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Date	Description	Tkpr	Task/Act	Hours	Rate	Amount
6/24/19	Emails with counsel regarding same	SBSM		0.10	615.00	61.50
6/24/19	Research regarding status of cert petition and email A.Toffel and others regarding denial of cert.	JB		0.20	475.00	95.00
6/25/19	Review Supreme Court notice regarding denial of cert and emails with A.Toffel and others regarding same	JB		0.10	475.00	47.50
8/21/19	Preparation of final fee application	JRB		1.50	730.00	1,095.00
Total Professional Services						\$4,913.00

Expenses

Date	Description	Amount
4/17/19	COPY CHARGES - INTERNAL B&W	13.00
4/18/19	POSTAGE CHARGES	8.00
4/19/19	COPY CHARGES - INTERNAL B&W	2.60
Total Expenses		\$23.60



Bradley Arant Boult Cummings LLP

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Timekeeper Summary

Timekeeper	Initials	Title	Hours	Rate	Amount
James Bailey	JB	Partner	4.00	\$475.00	\$1,900.00
Jay R. Bender	JRB	Partner	1.60	\$730.00	\$1,168.00
Scott B. Smith	SBSM	Partner	3.00	\$615.00	\$1,845.00
Total Professional Services					\$4,913.00

Expense Summary

Description	Amount
COPY CHARGES - INTERNAL B&W	\$15.60
POSTAGE CHARGES	\$8.00
Total Expenses	\$23.60



Bradley Arant Boult Cummings LLP

Andre' M. Toffel, as Chapter 7 Trustee for New WEI, Inc.,
f/k/a Walter Energy, Inc.
Andre' M. Toffel, P.C.
450A Centry Park South, Suite 206A
Birmingham, AL 35226

August 21, 2019
Invoice No. 1354812

Matter No. 214717-301001
Re: UMWA Benefit Funds

Current Invoice Summary

Invoice Date	Invoice Number	Invoice Amount	Credits	Balance Due
8/21/19	1354812	\$4,936.60	\$0.00	\$4,936.60
Total this Invoice				\$4,936.60

Payment Terms: 30 days from the billed date. Invoices over 30 days aged are considered past due.

Federal Tax ID: 63-0243316

Electronic Funds Transfer (EFT) Payments to:

Bank Name: Regions Bank
Account Name: Bradley Arant Boult Cummings LLP
(ACH) Routing Number: 062000019
Account Number: 0064289141

(Wires) Routing Number: 062005690
Account Number: 0064289141
SWIFT Code (International Use Only): UPNBUS44

Check Payments to:

Bradley Arant Boult Cummings LLP
Post Office Box 830709
Birmingham, AL 35283-0709

(Please include remittance information with check.)

(Please reference the matter number, invoice number,
and/or attorney contact in the remarks section.)

Exhibit B

Verification of Jay Bender

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:

NEW WEI, INC., *et al.*,¹

Debtors.

Chapter 7

Case No. 15-02741-TOM7

Jointly Administered

VERIFICATION

I, Jay Bender, after being duly sworn according to law, deposes and says:

- a) I am a Partner with the applicant firm, Bradley Arant Boult Cummings LLP.
- b) I am familiar with the work performed on behalf of André M. Toffel, the chapter 7 trustee for New WEI, Inc. and its affiliated debtors, by Bradley Arant Boult Cummings LLP.
- c) I have reviewed the foregoing Fifth Interim and Final Fee Application and the facts set forth therein are true and correct to the best of my knowledge, information, and belief.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: New WEI, Inc. (f/k/a Walter Energy, Inc.) (9953); Atlantic Development and Capital, LLC (8121); Atlantic Leaseco, LLC (5308); Blue Creek Coal Sales, Inc. (6986); Blue Creek Energy, Inc. (0986); New WEI 7, Inc. (f/k/a J.W. Walter, Inc.) (0648); Jefferson Warrior Railroad Company, Inc. (3200); New WEI 2, LLC (f/k/a Jim Walter Homes, LLC) (4589); New WEI 13, Inc. (f/k/a Jim Walter Resources, Inc.) (1186); Maple Coal Co., LLC (6791); Sloss-Sheffield Steel & Iron Company (4884); SP Machine, Inc. (9945); Taft Coal Sales & Associates, Inc. (8731); Tuscaloosa Resources, Inc. (4869); V Manufacturing Company (9790); New WEI 19, LLC (f/k/a Walter Black Warrior Basin LLC) (5973); New WEI 18, Inc. (f/k/a Walter Coke, Inc.) (9791); New WEI 22, LLC (f/k/a Walter Energy Holdings, LLC) (1596); New WEI 20, LLC (f/k/a Walter Exploration & Production LLC) (5786); New WEI 1, Inc. (f/k/a Walter Home Improvement, Inc.) (1633); New WEI 6 Company (f/k/a Walter Land Company) (7709); New WEI 16, Inc. (f/k/a Walter Minerals, Inc.) (9714); and New WEI 21, LLC (f/k/a Walter Natural Gas, LLC) (1198).

Dated: October 11, 2019

A handwritten signature in blue ink, appearing to read "J. Berke", is positioned above a horizontal line.

Partner, Bradley Arant Boult Cummings LLP