

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:

WELDED CONSTRUCTION, L.P., *et al.*,<sup>1</sup>

Debtors.

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)  
) Chapter 11  
)  
) Case No. 18-12378 (KG)  
)  
) (Jointly Administered)  
)  
) **Ref. Docket No. 945**

**SUPPLEMENT TO THIRD INTERIM FEE REQUEST OF  
YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Young Conaway Stargatt & Taylor, LLP (“**Young Conaway**” or the “**Firm**”), counsel to the above-captioned debtors and debtors in possession (the “**Debtors**”), hereby supplements the *Third Interim Fee Request of Young Conaway Stargatt & Taylor, LLP* [Docket No. 945] (the “**Third Interim Request**”) for the period from April 1, 2019, through and including June 30, 2019 (the “**Interim Period**”), by attaching, as **Exhibits A** through **E** hereto, certain schedules requested by the *Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under United States Code by Attorneys in Larger Chapter 11 Cases* (the “**UST Guidelines**”). In addition, Young Conaway respectfully states as follows to address the questions set forth under section C.5 of the UST Guidelines:

- a. During the Interim Period, Young Conaway did not agree to any variations from, or alternatives to, its standard or customary billing rates, fees, or terms.
- b. The fees sought by Young Conaway in the Third Interim Request are more than 10% of the fees budgeted for the interim period covered by such request pursuant to the

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Welded Construction, L.P. (5008) and Welded Construction Michigan, LLC (9830). The mailing address for each of the Debtors is 26933 Eckel Road, Perrysburg, OH 43551.



original budget provided by Young Conaway to the Debtors, and the reasons for the variation were discussed with the Debtors.

c. The professionals included in the Third Interim Request did not vary their hourly rate based on the geographic location of the bankruptcy case.

d. The Third Interim Request did not include any fees dedicated to reviewing or revising time records, or, preparing, reviewing, and revising invoices that would not normally be compensable outside of bankruptcy.

e. The time period covered by the Third Interim Request includes approximately 2.00 hours with a value of \$1,362.00 spent by Young Conaway to ensure that the time entries subject to the Third Interim Request comply with the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and do not disclose privileged or confidential information. This review and any revisions associated therewith are a necessary component of Young Conaway's preparation of each monthly fee application.

f. The Third Interim Request reflects Young Conaway's annual rate increase, which took effect on January 1, 2019.

Dated: August 14, 2019  
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Allison S. Mielke

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Sean M. Beach (No. 4070)

Robert F. Poppiti, Jr., (No. 5052)

Allison S. Mielke (No. 5934)

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*Counsel to the Debtors*

**EXHIBIT A****CUSTOMARY AND COMPARABLE  
COMPENSATION DISCLOSURES**

Young Conaway's hourly rates for bankruptcy services are comparable to the hourly rates charged in complex chapter 11 cases by comparably skilled bankruptcy attorneys. In addition, Young Conaway's hourly rates for bankruptcy services are comparable to the rates charged by the Firm, and by comparably skilled practitioners in other firms, for complex corporate and litigation matters, whether in court or otherwise, regardless of whether a fee application is required. By way of example, Young Conaway's blended hourly rates for attorneys and paraprofessionals in the Corporate Counseling and Litigation, Business Planning, and Intellectual Property Litigation sections of the Firm for the prior calendar year were as set forth below. Young Conaway believes that the services performed by those three sections of the Firm are comparable to the services performed in the Bankruptcy and Corporate Restructuring section. Also included below is 2018 blended hourly rate information for all sections of the Firm, excluding the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

<b>Category of Timekeeper</b>	<b>Blended Hourly Rate</b>		
	<b>Billed</b> In comparable practice areas for preceding calendar year <sup>1</sup>	<b>Billed</b> Firm-wide for preceding calendar year <sup>2</sup>	<b>Billed</b> This Application
Partner	\$800.00	\$667.00	\$695.86
Counsel	\$514.00	\$465.00	\$525.00
Associate	\$417.00	\$414.00	\$395.69
Paralegal	\$240.00	\$195.00	\$272.69
<b>Aggregated:</b>	\$542.00	\$487.00	\$532.64

<sup>1</sup> This column reflects the blended 2018 rates charge by the firm for complex corporate and litigation matters in the following sections of the firm: Corporate Counseling and Litigation, Business Planning and Tax, and Intellectual Property Litigation.

<sup>2</sup> This column excludes blended hourly rates for the Bankruptcy and Corporate Restructuring section and the Personal Injury and Workers' Compensation section.

**EXHIBIT B****BUDGET AND STAFFING PLAN**

	<b>BUDGETED AMOUNT</b>			
	<b><u>April</u></b>	<b><u>May</u></b>	<b><u>June</u></b>	<b><u>Application Period</u></b>
<b>Total Budgeted Fees/Expenses</b>	<b>\$210,000.00</b>	<b>\$410,000.00</b>	<b>\$360,000.00</b>	<b>\$979,050.00</b>
	<b>PROFESSIONAL RATES</b>			
<b><u>Professional</u></b>	<b><u>April</u></b>	<b><u>May</u></b>	<b><u>June</u></b>	<b><u>Application Period</u></b>
John T. Dorsey	\$935.00	\$935.00	\$935.00	\$935.00
Michael R. Nestor	\$905.00	\$905.00	\$905.00	\$905.00
Sean M. Beach	\$785.00	\$785.00	\$785.00	\$785.00
Matthew B. Lunn	\$745.00	\$745.00	\$745.00	\$745.00
Robert F. Poppiti, Jr.	\$625.00	\$625.00	\$625.00	\$625.00
Erin D. Edwards	\$655.00	\$655.00	\$655.00	\$655.00
Michael S. Neiburg	\$600.00	\$600.00	\$600.00	\$600.00
Travis G. Buchanan	\$530.00	\$530.00	\$530.00	\$530.00
Allison S. Mielke	\$415.00	\$415.00	\$415.00	\$415.00
Tara C. Pakrouh	\$400.00	\$400.00	\$400.00	\$400.00
Betsy L. Feldman	\$340.00	\$340.00	\$340.00	\$340.00
Beth Olivere (paralegal)	\$285.00	\$285.00	\$285.00	\$285.00
	<b>BUDGETED HOURS</b>			
<b><u>Professional</u></b>	<b><u>April</u></b>	<b><u>May</u></b>	<b><u>June</u></b>	<b><u>Application Period</u></b>
John T. Dorsey	10	0	0	10
Michael R. Nestor	5	5	5	15
Sean M. Beach	50	100	100	250
Matthew B. Lunn	25	85	50	160
Robert F. Poppiti, Jr.	25	100	60	185
Erin D. Edwards	10	10	10	30
Michael S. Neiburg	25	10	10	45
Travis G. Buchanan	10	10	10	30
Allison S. Mielke	75	150	150	375
Tara C. Pakrouh	75	150	150	375
Betsy L. Feldman	75	150	150	375
Beth Olivere (paralegal)	25	25	25	75
<b>TOTAL BUDGETED HOURS</b>	<b>410</b>	<b>795</b>	<b>720</b>	<b>1925</b>
	<b>BUDGETED FEES</b>			

<u>Professional</u>	<u>April</u>	<u>May</u>	<u>June</u>	<u>Application Period</u>
John T. Dorsey	\$9,350.00	\$0.00	\$0.00	\$9,350.00
Michael R. Nestor	\$4,525.00	\$4,525.00	\$4,525.00	\$13,575.00
Sean M. Beach	\$39,250.00	\$78,500.00	\$78,500.00	\$196,250.00
Matthew B. Lunn	\$18,625.00	\$63,325.00	\$37,250.00	\$119,200.00
Robert F. Poppiti, Jr.	\$15,625.00	\$62,500.00	\$37,500.00	\$115,625.00
Erin D. Edwards	\$6,550.00	\$6,550.00	\$6,550.00	\$19,650.00
Michael S. Neiburg	\$15,000.00	\$6,000.00	\$6,000.00	\$27,000.00
Travis G. Buchanan	\$5,300.00	\$5,300.00	\$5,300.00	\$15,900.00
Allison S. Mielke	\$31,125.00	\$62,250.00	\$62,250.00	\$155,625.00
Tara C. Pakrouh	\$30,000.00	\$60,000.00	\$60,000.00	\$150,000.00
Betsy L. Feldman	\$25,500.00	\$51,000.00	\$51,000.00	\$127,500.00
Beth Olivere (paralegal)	\$7,125.00	\$7,125.00	\$7,125.00	\$21,375.00
<b>TOTAL BUDGETED FEES</b>	<b>\$207,975.00</b>	<b>\$407,075.00</b>	<b>\$356,000.00</b>	<b>\$971,050.00</b>
	<b>BUDGETED EXPENSES</b>			
	<u>April</u>	<u>May</u>	<u>June</u>	<u>Application Period</u>
<b>TOTAL BUDGETED EXPENSES</b>	<b>\$2,000.00</b>	<b>\$2,000.00</b>	<b>\$4,000.00</b>	<b>\$8,000.00</b>

<b>Professional</b>	<b>Position of the Professional; Number of Years in that Position; Year Obtaining License to Practice, if Applicable</b>
John T. Dorsey	Partner since 2003. Member of DE Bar since 1991. Member of the D.C. Bar since 2008. Member of the NY Bar since 2013.
Michael R. Nestor	Partner since 2003. Joined firm as an associate in 1998. Member of PA and NJ bars since 1995. Member of DE Bar since 1996.
Sean M. Beach	Partner since 2009. Joined firm as an associate in 2000. Member of DE bar since 2001 and NY bar since 2007.
Matthew B. Lunn	Partner since 2010. Joined firm as an associate in 2001. Member of DE bar since 2001 and NY bar since 2009.
Robert F. Poppiti, Jr.	Partner since 2018. Joined firm as an associate in 2007. Member of DE bar since 2007 and NY bar since 2015.
Erin D. Edwards	Partner since 2014. Joined firm as an associate in 2003. Member of DE bar since 2003.
Michael S. Neiburg	Partner since 2019. Joined firm as an associate in 2008. Member of DE bar since 2009 and PA bar since 2006.
Travis G. Buchanan	Joined firm as an associate in 2011. Member of DE and NY bars since 2011.
Allison S. Mielke	Joined firm as an associate in 2017. Member of DE bar since 2013.
Tara C. Pakrouh	Joined firm as an associate in 2017. Member of DE bar since 2015.
Betsy L. Feldman	Joined firm as an associate in 2017. Member of DE bar since 2017.
Beth Olivere	Paralegal

**EXHIBIT C****SUMMARY OF TIMEKEEPERS INCLUDED  
IN THE THIRD INTERIM REQUEST**

<b>Name</b>	<b>Title</b>	<b>Department</b>	<b>Date of First Admission</b>	<b>Fees Billed in the Application Period</b>	<b>Hours Billed in the Application Period</b>	<b>Hourly Rate Billed in the Application Period</b>
Sean M. Beach	Partner	Bankruptcy	2001	\$266,036.50	338.90	\$785.00
Matthew B. Lunn	Partner	Bankruptcy	2001	\$213,070.00	286.00	\$745.00
Kevin A. Guerke	Partner	Bankruptcy	2001	\$54,592.50	75.30	\$725.00
Erin Edwards	Partner	Bankruptcy	2003	\$66,220.50	101.10	\$655.00
Robert F. Poppiti, Jr.	Partner	Bankruptcy	2007	\$204,937.50	327.90	\$625.00
Timothy Snyder	Partner	Employment Law	1985	\$10,670.00	19.40	\$550.00
Michael S. Neiburg	Partner	Bankruptcy	2009	\$101,760.00	169.60	\$600.00
Curtis J. Crowther	Special Counsel	Bankruptcy	1994	\$1,942.50	3.70	\$525.00
Travis G. Buchanan	Associate	Bankruptcy	2011	\$45,209.00	85.30	\$530.00
Joseph M. Mulvihill	Associate	Bankruptcy	2015	\$7,084.00	15.40	\$460.00
Allison S. Mielke	Associate	Bankruptcy	2013	\$129,397.00	311.80	\$415.00
Tara C. Pakrouh	Associate	Bankruptcy	2015	\$89,960.00	224.90	\$400.00
Betsy L. Feldman	Associate	Bankruptcy	2017	\$118,150.00	347.50	\$340.00
Brittani Gordon	Associate	Bankruptcy	-	\$544.00	1.60	\$340.00
Jacob E. Black	Summer Associate	Bankruptcy	-	\$4,202.00	19.10	\$220.00
Kacey E. Jennings	Summer Associate	Bankruptcy	-	\$8,514.00	38.70	\$220.00
Chelsea C. Ryan	Summer Associate	Bankruptcy	-	\$11,704.00	53.20	\$220.00
Danielle Rheume	Summer Associate	Bankruptcy	-	\$2,618.00	11.90	\$220.00



Titus Kabega	Summer Associate	Bankruptcy	-	\$1,056.00	4.80	\$220.00
Brenda Walters	Paralegal	Bankruptcy	-	\$4,808.50	16.30	\$295.00
Debbie Laskin	Paralegal	Bankruptcy	-	\$885.00	3.00	\$295.00
Mike Girello	Paralegal	Bankruptcy	-	\$1,032.50	3.50	\$295.00
Michelle Smith	Paralegal	Bankruptcy	-	\$1,111.50	3.90	\$285.00
Beth Olivere	Paralegal	Bankruptcy	-	\$30,808.50	108.10	\$285.00
Troy Bollman	Paralegal	Bankruptcy	-	\$142.50	0.50	\$285.00
Monica Fratticci	Paralegal	Litigation Support	-	\$2,520.00	14.40	\$175.00
Patrick M. Foss	Paralegal	Litigation Support	-	\$742.50	4.50	\$165.00
Karen Luongo	Paralegal	Corporate	-	\$25.00	0.10	\$250.00
<b>TOTAL</b>				<b>\$1,379,743.50</b>	<b>2590.40</b>	

**EXHIBIT D****SUMMARY OF COMPENSATION AND EXPENSE REIMBURSEMENT**

<b>SUMMARY OF COMPENSATION BY PROJECT CATEGORY</b>			
<b>Project Category</b>		<b>Hours Billed</b>	<b>Fees Sought</b>
B000	Prepetition	0.10	\$25.00
B001	Case Administration	96.70	\$44,339.50
B002	Court Hearings	32.70	\$12,812.50
B003	Cash Collateral/DIP Financing	5.10	\$3,280.50
B004	Schedules & Statements, U.S. Trustee Reports	8.10	\$3,334.50
B005	Lease/Executory Contract Issues	67.30	\$33,723.00
B006	Use, Sale or Lease of Property (363 issues)	488.20	\$288,319.00
B007	Claims Analysis, Objections and Resolutions	459.50	\$247,058.00
B008	Meetings	183.00	\$121,496.00
B009	Stay Relief Matters	45.90	\$24,965.00
B011	Other Adversary Proceedings	472.90	\$246,119.00
B012	Plan and Disclosure Statement	117.20	\$54,012.00
B013	Creditor Inquiries	7.20	\$3,194.00
B014	General Corporate Matters	22.80	\$16,111.00
B015	Employee Matters	38.20	\$22,485.00
B016	Asset Analysis	27.50	\$11,482.00
B017	Retention of Professionals/Fee Issues	21.30	\$7,079.50
B018	Fee Application Preparation	27.30	\$10,534.00
B019	Travel	22.60	\$16,597.00
B190	Other Contested Matters	9.00	\$5,400.00
B768	Williams Litigation	364.40	\$179,511.00
B850	Emergency Motion	73.40	\$27,866.00
<b>Total</b>		<b>2590.40</b>	<b>\$1,379,743.50</b>

<b>SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY</b>	
<b>Category</b>	<b>Amount</b>
Air/Rail Travel	\$3,874.79
Car/Bus/Subway Travel	\$2,128.90
Client Requested Food and Support	\$551.09
Computerized Legal Research	\$195.52
Court Reporter	\$554.70
Delivery / Courier	\$320.00
Docket Retrieval/Search	\$322.30
Facsimile	\$95.00
Federal Express	\$29.14
Filing Fee	\$881.00
Hotel/Lodging	\$1,250.34
Internet Access	\$14.00
Postage	\$35.65
Reproduction Charges	\$4,374.70
Teleconference/Video Conference	\$1,336.91
Working Meals	\$2,045.39
<b>TOTAL</b>	<b>\$18,009.43</b>

**EXHIBIT E**

<b>SUMMARY OF THIRD INTERIM APPLICATION</b>	
Name of Applicant	Young Conaway Stargatt & Taylor, LLP
Name of Client	Debtors
Time period covered by Third Interim Application	April 1, 2019 through June 30, 2019
Total compensation sought during the Application Period	\$1,379,743.50
Total expenses sought during the Application Period	\$18,009.43
Petition Date	October 22, 2018
Retention Date	October 22, 2018
Date of order approving employment	November 15, 2018
Total compensation approved by interim order to date	\$2,569,349.00
Total expenses approved by interim order to date	\$41,986.58
Total allowed compensation paid to date	\$2,569,349.00
Total allowed expenses paid to date	\$41,986.58
Blended rate in the Third Interim Application for all attorneys	\$567.31
Blended rate in the Third Interim Application for all timekeepers	\$532.64
Compensation sought in the Third Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$1,103,794.80
Expenses sought in the Third Interim Application already paid pursuant to a monthly compensation order but not yet allowed	\$18,009.43
Number of professionals included in the Third Interim Application	28
If applicable, number of professionals in the Third Interim Application not included in staffing plan approved by client	18
If applicable, difference between fees budgeted and compensation sought during the Application Period	Amt. Budgeted: \$979,050.00 Amt. Sought: \$1,379,743.50
Number of professionals billing fewer than 15 hours to the case during the Application Period	11
Are any rates higher than those approved or disclosed at retention?	No