

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

WELDED CONSTRUCTION, L.P., *et al.*¹,

Debtors.

Chapter 11

Case No. 18-12378 (KG)

(Jointly Administered)

MONTHLY STAFFING AND COMPENSATION REPORT OF
ZOLFO COOPER MANAGEMENT, LLC
FOR THE PERIOD OF FEBRUARY 1, 2020 THROUGH FEBRUARY 29, 2020

This is Zolfo Cooper Management, LLC's² ("Zolfo Cooper") Monthly Staffing and Compensation Report (the "Staffing Report") for the period February 1, 2020 through February 29, 2020 (the "Fee Period").

This Staffing Report is filed pursuant to the *Order Authorizing the Debtors to (A) Employ and Retain Zolfo Cooper Management, LLC to Provide Interim Management Services and (B) Designate Frank Pometti as Debtors' Chief Restructuring Officer Nunc Pro Tunc to the Petition Date* [Docket No. 236 (the "Retention Order").

¹ 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.

² On November 1, 2018, AlixPartners, LLP ("AlixPartners"), a global consulting firm headquartered in New York, acquired all of the membership interests of ZC Holdings, LLC ("Zolfo Cooper") and its subsidiaries, including Zolfo Cooper Management, LLC (the "Transaction"). Zolfo Cooper will continue to provide services to the Debtors on this matter as Zolfo Cooper, operating as a subsidiary of AlixPartners.



COMPENSATION STAFFING

Professional Fees	\$ 118,420.00
Less 50% Travel Fees	<u>(1,635.00)</u>
Total Current Fees	\$ 116,785.00
Expenses and Other Charges	<u>438.28</u>
Total Invoice	<u>\$ 117,223.28</u>

The professionals who rendered services and their function are attached hereto in **Exhibit A**.

The professionals who rendered services, their title, hours of services performed and the compensation earned during the Fee Period are set forth below.

Summary of Hours by Professional

PROFESSIONAL	APS TITLE⁽¹⁾	RATE⁽²⁾	2/1/2020 - 2/29/2020	
			HOURS	FEES
Frank Pometti	Managing Director	1,090.00	41.4	\$ 45,126.00
Andrew Ralph	Director	800.00	21.9	17,520.00
Mark D Wessel	Director	800.00	1.8	1,440.00
Elizabeth S Kardos	Director	710.00	0.5	355.00
Kristina Galbraith	Senior Vice President	645.00	5.2	3,354.00
Alice L Huang	Senior Vice President	645.00	0.8	516.00
Adam R Rusnock	Senior Vice President	620.00	1.0	620.00
Stacey Macumber	Senior Vice President	465.00	0.3	139.50
David Kang	Vice President	605.00	7.8	4,719.00
Sujay Cherian	Vice President	515.00	83.4	42,951.00
John W Girgis	Vice President	295.00	0.1	29.50
Lisa Marie Bonito	Associate	450.00	3.0	1,350.00
Paraskevas Moisakis	Associate	250.00	0.2	50.00
Tyrone D Rembert	Associate	250.00	1.0	250.00
Total Hours and Fees			168.4	\$ 118,420.00
Less 50% Welded Travel Time				(1,635.00)
Total Professional Fees				\$ 116,785.00

⁽¹⁾ Job titles for certain positions were changed at the time of the Transaction to be consistent with AlixPartners' standard titling structure. The positions which prior to the Transaction were titled as Analyst, Jr. Associate, Associate, Manager, Director and Senior Director are now Consultant, Vice President, Senior Vice President and Director. These new titles became effective as of the Transaction closing date of November 1, 2018.

⁽²⁾ Travel time rates are reduced by 50%.

A list of matter codes and detailed description of each category is attached hereto as

Exhibit B.

Detailed time descriptions of the services performed by each professional, paraprofessional and support person, organized by discrete project by day and the aggregate hours is attached hereto as **Exhibit C.** Also included in **Exhibit C** is a list of professionals, paraprofessionals and support personnel providing services; arranged by project category, the aggregate hours and professional fees expended by each professional, paraprofessional and support person; summarized by matter code.

Zolfo Cooper classified all services performed for which compensation is sought into separate categories. Summarized below is a list of the number of hours expended by professionals during the Fee Period with respect to each of the matter categories that Zolfo Cooper established in connection with these Chapter 11 Cases:

Summary of Hours and Fees by Matter Category

CODE	MATTER CATEGORY	<u>2/1/2020 - 2/29/2020</u>	
		<u>HOURS</u>	<u>FEES</u>
100	Planning and Coordination	34.0	26,584.00
101	DIP Budget Process Management	-	0.00
102	Cash Management	18.6	9,579.00
103	Communication with Interested Parties	12.0	11,224.00
104	U.S. Trustee / Court Reporting Requirements	12.3	6,564.50
105	Business Operations and Analysis	5.1	2,856.50
106	Asset Disposition	-	0.00
107	Executory Contracts	-	0.00
108	Claims Administration	23.9	14,481.50
109	Fee Statements and Fee Applications	4.0	2,105.00
110	Retention and Engagement Administration	-	0.00
111	Litigation	8.5	9,265.00
112	Williams Litigation	24.6	17,056.50
113	Disclosure Statement	22.4	15,434.00
129	Non-Working Travel Time	3.0	1,635.00
		<u>168.4</u>	<u>\$116,785.00</u>
		Average Billing Rate	<u>\$ 693.50</u>

Expenses

The total actual and necessary costs and expenses incurred by Zolfo Cooper during the Fee Period are set forth below. A detailed analysis of the out-of-pocket expenses incurred showing the amount incurred by each professional in each expense category by day is attached hereto as **Exhibit D.**

EXPENSE CATEGORY	2/1/2020 - 2/29/2020
	EXPENSE
Ground Transportation	105.78
Meals	332.50
Total	\$ 438.28

Pursuant to the Zolfo Cooper's Retention Order, Zolfo Cooper files the Staffing Report listing: (a) the names and functions of professionals assigned to the Debtors; (b) the compensation earned by Zolfo Cooper during the Fee Period in the amount of \$116,785.00 and reimbursement of expenses in the amount of \$438.28, for a total amount of \$117,223.28.

Dated: March 27, 2020

FRANK POMETTI, as an Authorized
Representative of Zolfo Cooper Management, LLC
909 Third Avenue, 28th Floor
New York, New York 10022

/s/ Frank Pometti

By: Frank Pometti
Managing Director

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

In re:

WELDED CONSTRUCTION, L.P., *et al.*,¹

Debtors.

) Chapter 11

) Case No. 18-12378 (KG)

) (Jointly Administered)

) **Obj. Deadline: April 10, 2020 at 4:00 p.m. (ET)**

) **Ref. Docket No. 236**

**NOTICE OF FILING OF STAFFING REPORT OF ZOLFO COOPER MANAGEMENT,
LLC FOR THE PERIOD OF FEBRUARY 1, 2020 THROUGH FEBRUARY 29, 2020**

PLEASE TAKE NOTICE that Zolfo Cooper Management, LLC (“**Zolfo Cooper**”) has filed the attached monthly staffing and compensation report for the period of February 1, 2020 through February 29, 2020 (the “**Staffing Report**”) with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, Wilmington, Delaware 19801, with a copy to the United States Trustee appointed in this chapter 11 case, and counsel to the Official Committee of Unsecured Creditors pursuant to the *Order Authorizing the Debtors to (A) Employ and Retain Zolfo Cooper Management, LLC to Provide Interim Management Services and (B) Designate Frank Pometti as Debtors’ Chief Restructuring Officer Nunc Pro Tunc to the Petition Date* [Docket No. 236] (the “**Retention Order**”), entered on November 15, 2018, approving the employment of Zolfo Cooper.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Retention Order, objections to the Staffing Report are to be filed on or before fourteen (14) days after the filing of the Staffing Report, which date is **April 10, 2020 at 4:00 p.m. (ET)**.

¹ 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 P.O. Box 470, Perrysburg, OH 43552-0470.

Dated: March 27, 2020
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Betsy L. Feldman

Sean M. Beach (No. 4070)

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

Allison S. Mielke (No. 5934)

Betsy L. Feldman (No. 6410)

Rodney Square

1000 North King Street

Wilmington, DE 19801

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Counsel to the Debtors

ZOLFO COOPER MANAGEMENT, LLC

Exhibit A

Description of Primary Current Responsibilities of Principal ZC Engagement Professionals

ZOLFO COOPER MANAGEMENT, LLC
DESCRIPTION OF PRIMARY CURRENT RESPONSIBILITIES OF PRINCIPAL ZC ENGAGEMENT PROFESSIONALS
FOR THE PERIOD FEBRUARY 1, 2020 THROUGH FEBRUARY 29, 2020

NAME	ALIX TITLE⁽¹⁾	COMPANY TITLE	HOURLY RATE⁽²⁾	PRIMARY CURRENT RESPONSIBILITIES
Frank Pometti	Managing Director	Chief Restructuring Officer	\$1,090	Develop and implement restructuring strategy; serve as primary contact for parties of interest; interface with the bankruptcy court, advisors to creditors and official committee of unsecured creditors; oversee development of business plan and performance award plan; lead the overall engagement
Andrew Ralph	Director	Associate Director of Restructuring	\$800	Provide internal operational direction regarding the debtor's Chapter 11 process; serve as contact for parties in interest; interface with advisors to creditors and official committee of unsecured creditors; develop and manage work plan; primary point of contact with management for development of budget and business plan
Mark D. Wessel	Director	Associate Director of Restructuring	\$800	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Elizabeth Kardos	Director	Associate Director of Restructuring	\$710	Assist in the preparation of monthly staffing and compensation report
Kristina Galbraith	Senior Vice President	Associate Director of Restructuring	\$645	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Alice L Huang	Senior Vice President	Associate Director of Restructuring	\$645	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Adam R Rusnock	Senior Vice President	Associate Director of Restructuring	\$620	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Stacey Macumber	Senior Vice President	Associate Director of Restructuring	\$465	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
David Kang	Vice President	Associate Director of Restructuring	\$605	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Sujay Cherian	Vice President	Associate Director of Restructuring	\$515	Assist in the tracking and monitor of equipment and asset management; oversee heavy equipment sale process; interface with advisors to creditors and official committee of unsecured creditors; assist in the preparation of court filings including MORs, Statements and Schedules
John W Girgis	Vice President	Associate Director of Restructuring	\$295	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Lisa Marie Bonito	Associate		\$450	Assist with the preparation of monthly staffing and compensation report
Paraskevas Moisakis	Associate		\$250	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests
Tyrone D Rembert	Associate		\$250	Assist in the preparation and production of electronically stored information for Williams Litigation discovery requests

Note: The primary responsibilities of the principal ZC engagement professionals are likely to change as the Chapter 11 case progresses.

⁽¹⁾ Job titles for certain positions were changed at the time of the Transaction to be consistent with AlixPartners' standard titling structure. The positions which prior to the Transaction were titled as Analyst, Jr. Associate, Associate, Manager, Director and Senior Director are now Consultant, Vice President, Senior Vice President and Director. These new titles became effective as of the Transaction closing date of November 1, 2018.

⁽²⁾ Travel time rates are reduced by 50%.

ZOLFO COOPER MANAGEMENT, LLC

Exhibit B
List of Matter Codes

ZOLFO COOPER MANAGEMENT, LLC
WELDED CONSTRUCTION, L.P., et al.
MATTER CATEGORIES

CODE	MATTER CATEGORY	DESCRIPTION
100	Planning and Coordination	Engagement planning and coordination of efforts both internally and with other professionals
101	DIP Budget Process Management	Negotiate with lenders regarding DIP loan funding, reporting and compliance matters
102	Cash Management	Forecasting, planning and controlling cash and cash position, and analyzing cash variance from forecast, including reconciliation of all cash receipts, disbursements, and transfers of cash with respect to the Debtors and their non-Debtor management companies
103	Communication with Interested Parties	Meetings / discussions with constituent groups and their advisors regarding restructuring issues, review operating performance, debate reorganization proposals and alternatives, build awareness of impending issues, seek approval of various initiatives, and address questions and concerns.
104	U.S. Trustee / Court Reporting Requirements	Meeting with US Trustee regarding operating reports and other matters, including MORs, OCP caps
105	Business Operations and Analysis	Issues related to debtor-in-possession operating in chapter 11 such as employee, vendor, tenant issues and other similar problems. Includes activities related to interim management
106	Asset Disposition	Formulation of various strategies and work plan to dispose of assets
107	Executory Contracts	Analyzing executory contracts in order to determine the appropriate course of action to protect the Estates' best interests. Preparing and reviewing related motions, applications, orders, stipulations and attending hearings related thereto.
108	Claims Administration	Specific claim inquiries; bar date motions; analyses, objections and allowances of claims.
109	Fee Statements and Fee Applications	Preparation of monthly staffing reports for self or review of others; support motions to establish interim procedures.
110	Retention and Engagement Administration	Preparations of employment retention applications for self or review of others; support motions to establish interim procedures.
111	Litigation	Attention to adversarial matters being addressed by the bankruptcy court or some other venue where the company is either the plaintiff or defendant
112	Williams Litigation	Assist in the prosecution of the Williams litigation, including the adversary proceeding against and objection to claims filed by Transco
113	Disclosure Statement	Assist in the preparation of the Disclosure Statement and Plan and associated exhibits
129	Non-Working Travel Time	Non-working travel time billed at 50% of Applicant's regular hourly rates.

ZOLFO COOPER MANAGEMENT, LLC

Exhibit C

Detailed Description of Fees, Hours and Descriptions by Matter Category



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-1

Re: Planning and Coordination
Client/Matter # 012255.00100

Date	Consultant	Description of Services	Hours
02/03/20	AR	Call with YCST, S.Hawkins (Welded) re Columbia Gas settlement	1.50
02/04/20	SC	Constructed summary tracker of covenant compliance requirements, 13-week cash reporting compliance and events of default and coordinated on tracking initiatives	2.30
02/10/20	SC	Call with T. Pakrough on Welded OCP revisions	0.30
02/11/20	SC	Welded Advisor update call with S. Beach, R. Poppiti, M. Lunn, A. Mielke, (YCST), F. Pometti, S. Cherian (APS), M. Schaedle, J. Lucian (BR), C. Boguslaski, O. Stevens, A. Stepanyants (Teneo)	0.50
02/12/20	FP	Discussion with S Hawkins and Jackie K regarding status remaining personnel	0.40
02/13/20	FP	Review proposed settlement, analyze potential responses and coordinate to discuss with litigation team	0.70
02/14/20	FP	Work planning and discussions with S Beach (YCST)	0.70
02/16/20	FP	Board update communication and coordination for board call	0.40
02/18/20	FP	Coordination call with S Beach (YCST)	0.30
02/18/20	FP	Review latest TC Energy term sheet in advance of settlement meeting	0.40
02/18/20	SC	Chubb accounts receivable versus accounts payable analysis for A. Melike (YCST)	0.70
02/18/20	SC	Approving check run and professional fee payments	1.80
02/19/20	FP	Review open claims against TC Energy and prepare for settlement meeting	2.60
02/19/20	FP	Discussions with S Beach, M McGuire and S Hawkins regarding TC Energy and proposed settlements	1.10
02/19/20	AR	Discuss with YCST TC Energy settlement proposal	0.50
02/20/20	SC	Updating 13 week for actuals and forecast	3.80
02/21/20	FP	Discuss TC Energy follow-up with M. McGuire and A Ralph and review analysis of pre-petition project payments to date	0.80
02/21/20	FP	Coordinate with Board and Advisors to schedule board update call	0.20
02/25/20	AR	Preparation and participation in call with YCST, F.Pometti (APS) re plan and disclosure update	1.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-1

Re: Planning and Coordination
 Client/Matter # 012255.00100

Date	Consultant	Description of Services	Hours
02/25/20	FP	Call with Welded (S Hawkins), YCST (S Beach, A Mielke), APS (A Ralph) and M McGuire to discuss claims analysis and proposed settlement	1.10
02/25/20	FP	Call with YCST (S Beach, M Lunn, A Mielke), S Hawkins and APS (A Ralph) to discuss plan for Board call and plan/DS drafts	0.90
02/26/20	FP	Review status of open items and communications received from third parties regarding customer reviews	0.60
02/26/20	SC	Call with R. Fetchik (Welded) on Trial balance detail	0.70
02/27/20	SC	Conducted and aged AP and AR analysis and collected payment detail re: MOR reporting	2.70
02/27/20	FP	Prepare for and conduct call with Welded board to approve filing of Ch11 Plan	2.60
02/27/20	AR	Board prep call with YCST, S.Hawkins (Welded) and F.Pometti (APS)	0.30
02/27/20	AR	Read and respond to email correspondence re litigation and DS	0.30
02/28/20	AR	Read and respond to email re vendor payments and DS	0.50
02/28/20	AR	Discuss with YCST litigation matters and claims	0.30
02/28/20	SC	Revising MOR based on YCST comments and coordinating executed MOR	1.60
02/28/20	SC	Coordinating payments with R. Fetchik (Welded) and reconciling invoices	1.20
02/28/20	SC	Discussions with R. Fetchik (Welded) on go forward GA vendors	0.40
02/28/20	FP	Discussions with YCST regarding LC cash collateralization and research support required	0.80
Total Hours			34.00



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-1

Re: Planning and Coordination
Client/Matter # 012255.00100

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	16.00	515.00	8,240.00
Andrew Ralph	4.40	800.00	3,520.00
Frank Pometti	13.60	1,090.00	14,824.00
Total Hours & Fees	34.00		26,584.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-2

Re: Cash Management
 Client/Matter # 012255.00102

Date	Consultant	Description of Services	Hours
02/05/20	SC	Tee's up check run request and professional fee payments and reviewed invoices	1.40
02/05/20	SC	Reviewed cash transactions and conducted invoice reconciliation re: updating 13-Week	2.20
02/05/20	SC	Updated 13-Week for actuals and revised forecast in preparation for disclosure statement analysis and normal reporting	3.30
02/07/20	SC	Drafting November Chubb invoice, updating budget and reconciling amounts to orders	1.10
02/14/20	SC	Conducted invoice diligence to approve check run request and updated check run tracker and integrated into 13-week model	2.60
02/14/20	SC	Reviewed insurance receipts and updated analysis	1.10
02/24/20	SC	Revising 13-week estimates and checking professional fee assumptions and accruals	3.70
02/25/20	SC	Updating 13-Week for actuals and revising forecast re: liquidation / recovery scenarios	3.20
Total Hours			18.60



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-2

Re: Cash Management
Client/Matter # 012255.00102

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	18.60	515.00	9,579.00
Total Hours & Fees	18.60		9,579.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-3

Re: Communication with Interested Parties
 Client/Matter # 012255.00103

Date	Consultant	Description of Services	Hours
02/11/20	FP	Weekly update call with UCC advisors (Blank Rome/Teneo), YCST (S Beach, M Lunn, A Mielke) and APS (S Cherian)	0.50
02/18/20	AR	Update summary of TC related vendor claims and provide to TC Energy	3.00
02/19/20	AR	Discuss with Bechtel tax team case updates	0.50
02/20/20	FP	Prepare and conduct settlement negotiation meeting with TC Energy, YCST (S Beach), Landis (M McGuire), and S Hawkins	4.50
02/24/20	AR	Call with Bechtel tax department re case update and accounting entries	0.30
02/25/20	AR	Call with UCC and F.Pometti (APS) re: TC energy claims	0.60
02/25/20	AR	Preparation and participation in call with Landis, YCST, S.Hawkins (Welded) and F.Pometti (APS) re TC Energy settlement	1.00
02/25/20	FP	Call with UCC advisors to discuss Columbia Gas with Teneo and APS (A Ralph)	0.60
02/27/20	AR	Call with Board, YCST, S.Hawkins (Welded) and F.Pometti (APS) re plan filing and disclosure statement	1.00
Total Hours			12.00



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-3

Re: Communication with Interested Parties
Client/Matter # 012255.00103

Fee Recap:

Consultant	Hours	Rate	Amount
Andrew Ralph	6.40	800.00	5,120.00
Frank Pometti	5.60	1,090.00	6,104.00
Total Hours & Fees	12.00		11,224.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-4

Re: U.S. Trustee / Court Reporting Requirements
 Client/Matter # 012255.00104

Date	Consultant	Description of Services	Hours
02/26/20	SC	Reconciling year end account changes re: MOR purposes	3.60
02/26/20	SC	Constructing MOR 2 AND MOR 3 reports and updating model	4.60
02/27/20	SC	Constructing MOR 1 and updating cash model	3.70
02/28/20	FP	Review January 2020 MOR	0.40
Total Hours			12.30



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-4

Re: U.S. Trustee / Court Reporting Requirements
 Client/Matter # 012255.00104

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	11.90	515.00	6,128.50
Frank Pometti	0.40	1,090.00	436.00
Total Hours & Fees	12.30		6,564.50



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-5

Re: Business Operations and Analysis
 Client/Matter # 012255.00105

Date	Consultant	Description of Services	Hours
02/06/20	SC	Put together professional fee accrual schedule for R. Fetchik (Welded)	0.90
02/07/20	FP	Review month end financial statements	0.20
02/07/20	SC	Welded AP review re: reviewing accounts that need to be closed out and putting together support for R. Fetchik (Welded)	2.10
02/10/20	SC	Put together analysis on Lewis Brisbois historical fees and forecasts and cap assumptions and formulated responses to questions re: OCP analysis	1.00
02/24/20	FP	Follow-up regarding bank account structure and interest income	0.20
02/26/20	SC	Updated recovery analysis and prepared board deck	0.70
Total Hours			5.10



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-5

Re: Business Operations and Analysis
 Client/Matter # 012255.00105

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	4.70	515.00	2,420.50
Frank Pometti	0.40	1,090.00	436.00
Total Hours & Fees	5.10		2,856.50



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-6

Re: Claims Administration
 Client/Matter # 012255.00108

Date	Consultant	Description of Services	Hours
02/18/20	SC	Going through invoice support for project allocation purposes re: settlement purposes	3.10
02/19/20	SC	Going through Steve Miller lien action invoice support re: settlement purposes	4.20
02/20/20	SC	Updating claims analysis	3.60
02/20/20	SC	Updating recovery analysis re: 13 week and claims assumptions	3.70
02/24/20	SC	Updating claims report for assumption ties ongoing negotiations and settlement analysis	3.10
02/24/20	AR	Review claims register and update assumptions of estimated allowed claims	1.80
02/25/20	AR	Review claims register and update summary of latest estimate of claims	2.50
02/25/20	FP	Review Columbia GAs claims analysis prepared by counsel and develop update summary of outstanding claims and potential set-off	1.40
02/28/20	AR	Review claims register	0.50
Total Hours			23.90



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-6

Re: Claims Administration
 Client/Matter # 012255.00108

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	17.70	515.00	9,115.50
Andrew Ralph	4.80	800.00	3,840.00
Frank Pometti	1.40	1,090.00	1,526.00
Total Hours & Fees	23.90		14,481.50



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-7

Re: Fee Statements and Fee Applications
 Client/Matter # 012255.00109

Date	Consultant	Description of Services	Hours
02/04/20	LMB	Preparation of January 2020 professional fees for monthly staffing report	0.80
02/11/20	LMB	Prepare January 2020 monthly staffing and compensation reports, supporting exhibits and schedules	1.80
02/11/20	AR	Review monthly staffing report and provide edits	0.50
02/12/20	LMB	Finalize January 2019 monthly staffing and compensation report	0.20
02/12/20	LMB	Email to B. Feldman (YCST) attaching January 2020 monthly staffing and compensation for filing on the Court docket	0.20
02/12/20	ESK	Reviewed january 2019 monthly staffing and compensation report	0.50
Total Hours			4.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-7

Re: Fee Statements and Fee Applications
 Client/Matter # 012255.00109

Fee Recap:

Consultant	Hours	Rate	Amount
Lisa Marie Bonito	3.00	450.00	1,350.00
Elizabeth S Kardos	0.50	710.00	355.00
Andrew Ralph	0.50	800.00	400.00
Total Hours & Fees	4.00		2,105.00



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-8

Re: Litigation
 Client/Matter # 012255.00111

Date	Consultant	Description of Services	Hours
02/06/20	FP	Attend and participate in mediation negotiations at McCarter & English with Prime NDT	5.50
02/06/20	FP	Prep for mediation negotiations at YCST office (Kevin G., Sean B) and Steve H.	0.90
02/14/20	FP	Review proposed settlement from Prime NDT and conduct call with YCST (Kevin G, Erin E, Sean B) and Steve Hawkins to discuss response to mediator and Prime NDT	1.30
02/18/20	FP	Review draft of Prime NDT Settlement Agreement	0.60
02/24/20	FP	Review and execute Prime NDT Settlement Agreement	0.20
Total Hours			8.50



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-8

Re: Litigation
Client/Matter # 012255.00111

Fee Recap:

Consultant	Hours	Rate	Amount
Frank Pometti	8.50	1,090.00	9,265.00
Total Hours & Fees	8.50		9,265.00



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-9

Re: Williams Litigation
Client/Matter # 012255.00112

Date	Consultant	Description of Services	Hours
02/03/20	FP	Review draft consulting agreement for expert witness re: pipeline coating	0.30
02/11/20	SC	Reviewed Chubb invoice	0.50
02/12/20	FP	Coordinate for production of responsive documents in connection with litigation	0.20
02/13/20	SC	Revising invoice and budget to actual re: litigation funding requests	0.80
02/14/20	DK	Set up B-Side workspace and coordinate processing of data for Risk.	1.90
02/14/20	FP	Coordinate with Partners' staff to assist in document production	0.60
02/14/20	FP	Review summary status and overview of Williams litigation prepared by counsel	0.60
02/14/20	MDW	Coordinate data collection and conference with APS' legal team regarding handling of the collection.	0.40
02/17/20	SM	Create 1 new Relativity case "B-Side Review", create 1 new group "System Admin - B-Side", add 10 existing users to new group, add new group to new case with standard admin permissions, create 4 additional new groups "CA First Pass", "CA Admin", "Review Admin" & "Reviewer", add to new case with requested permissions and then email an update to the case manager.	0.30
02/17/20	TDR	Set up new project DFS folder and MFT structure with requested access permission.	1.00
02/18/20	ARR	Create Relativity Workspace.	1.00
02/18/20	MDW	Coordinate intake and processing of email data for review. Emails and calls with APS eDiscovery team regarding same.	0.40
02/18/20	KG	Stage and process data for loading.	0.90
02/19/20	KG	Perform quality control review of processed data. Address standard processing exceptions.	1.10
02/19/20	KG	Export and stage data for loading to Relativity. Import data into Relativity.	0.70
02/19/20	KG	Log and update SPOT documentation. Create processing tracking documentation.	0.60
02/19/20	KG	Perform quality control review of data loaded to hosting	1.20



Welded Construction, L.P.
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 Perrysburg, OH 43551

Invoice # 2122302-9

Re: Williams Litigation
 Client/Matter # 012255.00112

Date	Consultant	Description of Services	Hours
		environment. Generate TIF images and run OCR for exception documents. Update/overlay data and index for search/retrieval.	
02/19/20	MDW	Conference with APS team regarding processing and load status of data for review. Emails with APS team regarding same. QC database setup searches.	0.70
02/19/20	DK	Email with Risk and FAS team regarding search terms for B-Side matter. Set up segregation searches.	1.70
02/20/20	DK	Internal Risk matter: Promote search hits to Review workspace. Set up workspace for external access. Create users. Coordinate with Risk and FAS team	1.50
02/20/20	PM	B-Side Relativity: Create Relativity user.	0.20
02/20/20	MDW	Review database setup and conference with D. Kang regarding same.	0.30
02/20/20	KG	Export, stage and overlay natives into Relativity database.	0.70
02/21/20	FP	Follow-up with YCST and APS IT regarding production of documents in connection with Williams litigation	0.30
02/21/20	DK	Internal Risk matter: Coordinate with F. Pometti and Risk team to identify and prepare documents for export. Prepare document export.	1.20
02/22/20	JWG	Added four (4) requested users to the System Admin - B-Side user group.	0.10
02/22/20	ALH	Export metadata, natives and text for saved search Export to YCST 20200221.	0.80
02/24/20	DK	Internal Risk matter: Prepare export volume and prepare delivery for YCST team. Coordinate transfer of data.	1.50
02/24/20	FP	Follow-up with APS IT team and YCST regarding access to document production	0.20
02/26/20	FP	Call with YCST (M. Neiburg, E Edwards, A Mielke, T Buchanan), S Hawkins and J Krzysztofik	0.80
02/26/20	FP	Review draft objections and response to Transco's First Discovery Request	0.70
02/26/20	AR	Review post-petition ASR reconciliation for discovery requests	1.00
02/27/20	FP	Confirm revised final ASR reconciliation and discuss with A Ralph	0.40



Welded Construction, L.P.
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Perrysburg, OH 43551

Invoice # 2122302-9

Re: Williams Litigation
Client/Matter # 012255.00112

Date	Consultant	Description of Services	Hours
Total Hours			<u>24.60</u>



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-9

Re: Williams Litigation
 Client/Matter # 012255.00112

Fee Recap:

Consultant	Hours	Rate	Amount
Tyrone D Rembert	1.00	250.00	250.00
Paraskevas Moisakis	0.20	250.00	50.00
John W Girgis	0.10	295.00	29.50
Stacey Macumber	0.30	465.00	139.50
Sujay Cherian	1.30	515.00	669.50
David Kang	7.80	605.00	4,719.00
Adam R Rusnock	1.00	620.00	620.00
Kristina Galbraith	5.20	645.00	3,354.00
Alice L Huang	0.80	645.00	516.00
Mark D Wessel	1.80	800.00	1,440.00
Andrew Ralph	1.00	800.00	800.00
Frank Pometti	4.10	1,090.00	4,469.00
Total Hours & Fees	24.60		17,056.50



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-10

Re: Disclosure Statement
 Client/Matter # 012255.00113

Date	Consultant	Description of Services	Hours
02/09/20	SC	Reviewed draft Chapter 11 Plan of liquidation	0.70
02/18/20	FP	Review draft plan settlement and indemnity agreement	1.40
02/18/20	FP	Review updated cash flow forecast and recovery model	0.30
02/18/20	SC	Responding to claims diligence questions from YCST re: liquidation analysis	1.10
02/24/20	SC	Updating liquidation analysis	2.70
02/24/20	AR	Review liquidation analysis	0.80
02/25/20	AR	Review liquidation and recovery analysis	2.50
02/25/20	FP	Review drafts of Ch11 Plan and Disclosure Statements and updated liquidation/recovery analysis	1.20
02/25/20	SC	Updating recovery model assumptions, turning comments/revisions and adjusting model mechanics	3.80
02/25/20	SC	Revising claims assumptions and tracker re: disclosure statement	2.10
02/25/20	SC	Updated liquidation analysis and assumption re: Disclosure Statement	1.70
02/26/20	FP	Review draft settlement and indemnity agreements	1.20
02/26/20	FP	Review and disseminate to board updated recovery analysis and board resolutions	0.30
02/26/20	AR	Update recovery analysis for board materials	1.00
02/27/20	SC	Revising claims assumptions	1.10
02/28/20	AR	Call with YCST re DS and claims	0.50
Total Hours			<u>22.40</u>



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-10

Re: Disclosure Statement
Client/Matter # 012255.00113

Fee Recap:

Consultant	Hours	Rate	Amount
Sujay Cherian	13.20	515.00	6,798.00
Andrew Ralph	4.80	800.00	3,840.00
Frank Pometti	4.40	1,090.00	4,796.00
Total Hours & Fees	22.40		15,434.00



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-11

Re: Welded Travel
Client/Matter # 012255.00129

Date	Consultant	Description of Services	Hours
02/06/20	FP	Travel from home to YCST (DE)	1.50
02/06/20	FP	Travel home from YCST	1.50
Total Hours			<u><u>3.00</u></u>



Welded Construction, L.P.
 26933 Eckel Road
 Perrysburg, OH 43551

Invoice # 2122302-11

Re: Welded Travel
 Client/Matter # 012255.00129

Fee Recap:

Consultant	Hours	Rate	Amount
Frank Pometti	3.00	1,090.00	3,270.00
Total Hours & Fees	3.00		3,270.00
Less 50% Travel Fees			(1,635.00)
Total Fees			1,635.00

ZOLFO COOPER MANAGEMENT, LLC

Exhibit D

Summary and Detail of Expenses by Day



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-11

Re: Welded Expenses
Client/Matter # 012255.00129

Date	Disbursement Description	Amount
02/06/20	Mileage Frank Pometti 79 Miles	45.43
02/06/20	Mileage Frank Pometti 82 Miles	47.15
02/06/20	Parking & Tolls Frank Pometti	13.20
02/06/20	Meals - Engagement Team Frank Pometti - Lunch - Frank Pometti; Steve Hawkins; Sean Beach; Kevin Guerke	32.50
02/19/20	Meals - Engagement Team Frank Pometti - Dinner - Frank Pometti; Andrew Ralph; Steve Hawkins; Sean Beach; Matt McGuire	300.00
Total Disbursements		<u><u>438.28</u></u>



Welded Construction, L.P.
26933 Eckel Road
Perrysburg, OH 43551

Invoice # 2122302-11

Re: Welded Expenses
Client/Matter # 012255.00129

Disbursement Recap:

Description	Amount
Ground Transportation	105.78
Meals	332.50
Total Disbursements	438.28