

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re:)	Chapter 9
)	
CITY OF DETROIT, MICHIGAN,)	Case No. 13-53846
)	
Debtor.)	Hon. Steven W. Rhodes

**FEE EXAMINER’S FIRST SUPPLEMENTAL QUARTERLY REPORT FOR MONTHS
OF JANUARY, FEBRUARY AND MARCH 2014**

Robert M. Fishman, the duly appointed fee examiner (the “Fee Examiner”), submits this First Supplemental Quarterly Report (the “First Supplemental Quarterly Report”) for the Months of January, February and March 2014 (the “Reporting Period”) pursuant to paragraph 8 of the Court’s Fee Review Order dated September 11, 2013 [Docket No. 810] (the “Fee Review Order”):¹

Background

1. Pursuant to the Order Appointing Fee Examiner dated August 19, 2013 [Docket No. 383] (the “Appointment Order”), the Court appointed Robert M. Fishman as the Fee Examiner in connection with the above-captioned bankruptcy case (the “Case”). Pursuant to the Appointment Order, it is the Fee Examiner’s responsibility to assure the Court, the City, the creditors, and the public that the City’s Professional Fee Expenses (as defined in the Appointment Order) are fully disclosed and are reasonable, as required by 11 U.S.C. § 943(b)(3).

2. Pursuant to paragraph 1 of the Fee Review Order, by no later than September 30, 2013, the City and the Committee were both required to submit lists of all professionals who have been retained to render services in connection with the Case and who seek payment of

¹ Capitalized terms not otherwise defined herein shall have the meaning assigned in the Fee Review Order.



compensation and reimbursement of expenses from the City for post-petition services, excluding ordinary course professionals hired by the City not in conjunction with the Case, but rather in the same contexts and capacities as such professionals were typically hired by the City prior to the commencement of the Case. Fee Review Order, ¶ 1. The City and the Committee both complied with this requirement by submitting lists of the following City Professionals and Committee Professionals:²

City Professionals

Conway MacKenzie, Inc.
Dykema Gossett, PLLC
Ernst & Young LLP
Jones Day
Foley & Lardner LLP
Kilpatrick & Associates, PC
Kurtzman Carson Consultants LLC
Miller Buckfire & Co. LLC
Miller, Canfield, Paddock & Stone, P.L.C.
Milliman, Inc.
Ottenwess, Allman & Taweel, PLC
Pepper Hamilton LLP

Committee Professionals

Dentons US LLP/Salans FMC SNR Denton Europe LLP
Brooks Wilkins Sharkey & Turco PLLC
Lazard Freres & Co. LLC
Segal Consulting

3. Additionally, on May 29, 2014 the Court issued an order [Docket No. 5150] (the “US Bank Order”) requiring that US Bank, as Trustee, submit the invoices (going back to the inception of the case) received from its internal employee, counsel and consultants to the Fee Examiner for review. Accordingly, the following Professionals, on behalf of U.S. Bank, as Trustee, are also now participating in the Fee Review Process and submitting their invoices to

² The City added Professionals (Dykema Gossett, PLLC, Kilpatrick & Associates, PC and Ottenwess, Allman & Taweel, PLC) in a letter to the Fee Examiner dated December 13, 2013.

the Fee Examiner: Waller, Bodman, John Young, GLC and U.S. Bank. Additionally, counsel for Christie's Inc, Debevoise, has also agreed to be designated as a City Professional and have its invoices reviewed by the Fee Examiner. The Fee Examiner has just begun his review of the applicable invoices for these new Professionals and will be filing the appropriate Final Monthly and Quarterly Reports in the future.

4. By no later than October 4, 2013, each City Professional and Committee Professional was required to submit to the Fee Examiner (a) an executed copy of its engagement letter, (b) a verified rate statement respecting regular hourly rates and Discounted Rates, and (c) a list of billing and expense categories to be used in monthly invoices (the "Invoices"), which list had to be acceptable to the Fee Examiner in his reasonable discretion (collectively, the "Initial Submissions"). Fee Review Order, ¶ 2.

5. Each of the Professionals has provided its Initial Submissions to the Fee Examiner.

6. Pursuant to the Fee Review Order, each Professional is required to submit Invoices to the Fee Examiner within 49 days after the end of each calendar month; provided, however, that the July and August 2013 Invoices were due on or before October 21, 2013 (each, an "Invoice Deadline"). *Id.*, ¶ 4. Within 35 days of each Invoice Deadline, the Fee Examiner is required to create Preliminary Reports with respect to each timely submitted Invoice and transmit that Preliminary Report to the applicable Professional. *Id.*, ¶ 5. During the 14-day period after the Fee Examiner transmits the Preliminary Report (the "Resolution Period"), the Fee Examiner and each Professional are required to meet and confer respecting any issues raised by the Fee Examiner in the Preliminary Report in an effort to resolve such issues by agreement (the "Resolution Discussion"). *Id.*, ¶ 6.

7. Within 14 days after the expiration of the Resolution Period, the Fee Examiner is required to prepare a Final Monthly Report respecting all of the Invoices. Fee Review Order, ¶ 7. In the Final Monthly Report, the Fee Examiner is required to delineate all write-offs and other adjustments made to each Invoice, both before the submission of the Monthly Invoice and as a result of the Resolution Discussions. *Id.*

8. Beginning on February 4, 2014³ and approximately every 91 days thereafter, the Fee Examiner is required to prepare Quarterly Reports, which must include the following: (a) copies of each of the Final Monthly Reports for the applicable months and copies of each Monthly Invoice (subject to redaction requirements); (b) a summary of the Professional Fee Expenses for each Professional for the applicable time period, as well as for all prior time periods (if applicable); and (c) a statement by the Fee Examiner as to whether all of the Professional Fee Expenses covered by the Quarterly Report have been fully disclosed and are reasonable. Fee Review Order, ¶ 8. The Quarterly Reports must be filed with the Court and posted on the Emergency Manager's page of the City's website and on the restructuring website maintained by the City's claims and noticing agent. *Id.*

9. On August 5, 2014, the Fee Examiner filed his Quarterly Report for the Reporting Period [Docket No. 6528] ("1Q 2014 Report"). This First Supplemental Quarterly Report supplements the 1Q 2014 Report and addresses two specific matters: (i) the Invoice submitted by Jones Day for March 2014, which was not included in the 1Q 2014 Report and (ii) corrections to the calculations of the fees and expenses of Ernst & Young LLP ("EY") as reflected in the 1Q 2014 Report.

³ The original date set forth in the Fee Review Order was January 15, 2014, but the Court entered an Order extending that date to February 4, 2014 [Dkt. # 2435].

I. Jones Day

A. Jones Day Final Monthly Report and Monthly Invoice For March 2014

10. As required by the Fee Review Order, the Fee Examiner prepared and transmitted a Preliminary Report to Jones Day and engaged in Resolution Discussions with Jones Day prior to preparing the Final Monthly Report respecting Jones Day for March 2014. The Final Monthly Report is attached hereto as Exhibit 1, and it includes a copy of a redacted Invoice submitted by Jones Day for March 2014.

B. Summary of Jones Day Professional Fee Expenses for Reporting Period

11. The attached Final Monthly Report includes a summary of the Professional Fee Expenses for Jones Day's March 2014 Invoice. The following is a summary of the Professional Fee Expenses of Jones Day for the Reporting Period following the Fee Examiner's review of the Invoices and related Resolution Discussions with Jones Day:⁴

Jones Day		
	Total Fee Request	Total Expense Request
January 2014	\$3,150,154.57	\$90,533.00
February 2014	\$2,416,263.06	\$115,699.07
March 2014	\$2,944,654.88	\$82,868.55
Quarterly Totals:	\$8,511,072.51	\$289,100.62
Total for First Quarter (July-Sept) 2013:	\$6,589,572.64	\$143,273.82
Total for Second Quarter (Oct-Dec) 2013:	\$10,025,613.74	\$590,248.51
Total for Case:	\$25,126,258.89	\$1,022,622.95

⁴ The 1Q 2014 Report did not address the Professional Fee Expenses of Jones Day for the month of March 2014 due to Jones Day's additional investigation of an issue raised by the Fee Examiner in his Preliminary Report for that month.

II. EY

12. The 1Q 2014 Report reflected slight miscalculations of the fees and expenses of EY for the Reporting Period. The miscalculations concerned the application of a 10% holdback upon which EY and the City have previously agreed. Under the terms of EY's engagement agreement with the City, the monthly fees of EY are "subject to a 10% holdback that will be payable upon the confirmation of a Plan of Adjustment of Debts by the Bankruptcy Court by December 31, 2014. In the event a Plan of Adjustment of Debts is not confirmed by December 31, 2014, the cumulative holdback amount will not be payable."

13. The 1Q 2014 Report and associated Monthly Reports incorrectly applied the 10% holdback to EY's expenses as well as to certain additional fee reductions that EY has agreed to make. As a result, the figures for EY's monthly and quarterly fees and expenses reflected in the 1Q 2014 Report were slightly inaccurate. After correcting the application of the 10% contractual holdback, EY's monthly and quarterly fees and expenses for the Reporting Period are as follows:

A. EY January 2014 Fees and Expenses

Initial Voluntary Discounts	Professional Fees Charged at 65% of EY Standard Rates; Non-Working Travel Time Capped at 2 Hours; Meals Not Billed.
Original Fee Request	\$1,323,902
Revised Fee Request After Agreed Write-Offs	\$1,320,244
10% Contractual Fee Hold-Back	(\$132,024)
Additional Voluntary Fee Reduction	(\$15,000)
Interim Fee Request	\$1,173,220
Original Expense Request	\$57,847
Additional Voluntary Expense Reduction	\$0
Final Expense Request	\$57,847
Total Fee and Expense Request (w/o Hold-Back)	\$1,363,091
Interim Fee and Expense Request (w/ Hold-Back)	\$1,231,067

B. EY February 2014 Fees and Expenses

Initial Voluntary Discounts	Professional Fees Charged at 65% of EY Standard Rates; Non-Working Travel Time Capped at 2 Hours; Meals Not Billed.
Original Fee Request	\$1,155,130
Revised Fee Request After Agreed Write-Offs	\$1,148,918
10% Contractual Fee Hold-Back	(\$114,892)
Additional Voluntary Fee Reduction	(\$18,000)
Interim Fee Request	\$1,016,026
Original Expense Request	\$88,783
Additional Voluntary Expense Reduction	(\$5)
Final Expense Request	\$88,778
Total Fee and Expense Request (w/o Hold-Back)	\$1,219,696
Interim Fee and Expense Request (w/ Hold-Back)	\$1,104,804

C. EY March 2014 Fees and Expenses

Initial Voluntary Discounts	Professional Fees Charged at 65% of EY Standard Rates; Non-Working Travel Time Capped at 2 Hours; Meals Not Billed.
Original Fee Request	\$1,091,069
Revised Fee Request After Agreed Write-Offs	\$1,085,844
10% Contractual Fee Hold-Back	(\$108,584)
Additional Voluntary Fee Reduction	(\$32,000)
Interim Fee Request	\$945,260
Original Expense Request	\$57,535
Additional Voluntary Expense Reduction	\$0
Final Expense Request	\$57,535
Total Fee and Expense Request (w/o Hold-Back)	\$1,111,379
Interim Fee and Expense Request (w/ Hold-Back)	\$1,002,795

D. Total EY 1Q 2014 Fees and Expenses

	Total Fee Request	Total Expense Request
January 2014	\$1,305,244	\$57,847
February 2014	\$1,130,918	\$88,778
March 2014	\$1,053,844	\$57,535
Quarterly Total	\$3,490,006	\$204,160

Statement Regarding Disclosure and Reasonableness of Professional Fee Expenses

14. The procedures and requirements set forth in the Fee Review Order, including but not limited to the submission of the information contained in this First Supplemental Quarterly Report, are intended to ensure the adequacy of disclosure and a mechanism to assess the reasonableness of all Professional Fee Expenses. For example, the Initial Submissions enabled the Fee Examiner (i) to understand the terms of the engagement letters pursuant to which each Professional is employed, (ii) to evaluate the significance of any Discounted Rates in comparison to each Professional's regular hourly rates, and (iii) to obtain Invoices in a sufficiently detailed and organized format that is conducive to meaningful review. The Fee Examiner, individually and through his professionals, conducted a thorough review of each Invoice and generated a Preliminary Report for each Invoice that contained the Fee Examiner's detailed comments and questions, which were aimed at (a) generating compliance with the substantive requirements of the Fee Review Order and the reasonableness standards developed by the Fee Examiner based on his extensive experience in bankruptcy cases, and (b) providing full public disclosure of the Professional Fee Expenses (subject only to redacting as determined by the applicable Professional).

15. Over the course of the many months of the creation, submission, review and related discussions, the Fee Examiner and the Professionals have developed an understanding of the manner in which invoices are going to be prepared, submitted and reviewed. The Fee Review Process itself has allowed the Professionals to improve the substantive content and quality of their respective invoices. This has resulted in both a more complete and meaningful disclosure of the services rendered. Additionally, the Fee Review Process has enabled the Professionals to present their billing services in formats and manners that are acceptable to the

Fee Examiner. As the Fee Review Process has proceeded, the Professionals are generally doing a better job with their respective invoices, thereby decreasing both the modifications/clarifications and billing adjustments that the Fee Examiner has requested.

16. Once again, the Professional Fee Expenses incurred during the Reporting Period were substantial. The Case presents issues of a magnitude and complexity that challenge the Professionals' and the Fee Examiner's ability to assimilate and digest. The novelty of the legal issues, the deadlines imposed by the Case and the strong differences in opinion between the various parties on the appropriate resolution of issues, have (and continue to) make the Case extremely time intensive for all concerned. It is impossible (and inappropriate) to view the Professional Fee Expenses in the abstract. They must be tested against the circumstances of the Case, such as the amount of debt being addressed, the number of competing interests that have to be considered, the number of diverse problems and public interest issues that must be simultaneously considered and solved within the uncharted waters of a Chapter 9 case of this magnitude.

17. During this Reporting Period, there was a shift in the most significant matters occurring in the Case. Previously, the eligibility trial was the most dominant feature of the Case, along with numerous simultaneous mediations, the contested hearings respecting the Debtor's motion to assume and approve the forbearance and optional termination agreement documenting the settlement of swap-related disputes, and multiple pension and labor negotiations. Since the first of the year, the preparation, negotiation and related motion practice respecting the City's Plan of Adjustment (the "Plan") and Disclosure Statement have become the center of activity in the Case. While mediations, financing, labor and pension negotiations and other specific substantive areas all remain extremely active, the context of much of the Case has shifted to the

terms of the Plan and manner of the implementation of the Plan process. Most of the substantive disputes are now focused on Plan treatment and efforts to negotiate resolutions of those disputes that might result in confirmation of the Plan, or efforts by parties to prevent a Plan from being confirmed that such parties believe are not in their best interests.

18. All of the issues that the Fee Examiner identified in the Preliminary Reports sent to Jones Day and EY were reasonably addressed to the Fee Examiner's satisfaction through the Resolution Discussions and the subsequent revisions to Invoices. The power of the Fee Examiner under the Fee Review Order is limited to recommendations and challenges made through the Preliminary Reports and the Resolution Discussions. The Fee Examiner has no authority to require modifications of the Invoices or to reduce the amount of any firm's Professional Fee Expense request.

19. The Final Monthly Reports prepared by the Fee Examiner delineate the voluntary write-offs and reductions by each Professional, both before the submission of each Monthly Invoice and as a result of the Resolution Discussions with the Fee Examiner, and, in the Fee Examiner's opinion, further reflect the reasonableness of the Professional Fee Expenses. Although the fees incurred by the Professionals during the Reporting Period and covered by this First Supplemental Quarterly Report are substantial by any measure, the Fee Examiner believes that all of the requested fees are commensurate with the complexity and speed of the Case, and the quality of the services that the Professionals have provided. Furthermore, the Fee Examiner believes that all of the requested expenses were necessarily incurred by the Professionals in connection with the services rendered. Accordingly, the Fee Examiner submits that all of the Professional Fee Expenses from the Reporting Period, as addressed by this First Supplemental

Quarterly Report, have been fully disclosed and are reasonable, as required by 11 U.S.C. § 943(b)(3).

Respectfully submitted,

Dated: September 8, 2014

By: /s/ Robert M. Fishman
Robert M. Fishman, Fee Examiner

Robert M. Fishman
Shaw Fishman Glantz & Towbin LLC
321 North Clark Street, Suite 800
Chicago, IL 60654
(312) 541-0151
rfishman@shawfishman.com

EXHIBIT 1

**UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

In re: CITY OF DETROIT, MICHIGAN, Debtor.))))))	Chapter 9 Case No. 13-53846 Hon. Steven W. Rhodes
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**FEE EXAMINER’S FINAL MONTHLY REPORT
REGARDING JONES DAY MARCH 2014 MONTHLY INVOICE**

Robert M. Fishman, the duly appointed fee examiner (the “Fee Examiner”), presents this Final Monthly Report regarding the March 2014 Monthly Invoice of Jones Day (the “Invoice”) pursuant to paragraph 7 of the Court’s Fee Review Order dated September 11, 2013 [Docket No. 810] (the “Fee Review Order”):¹

Background

1. Pursuant to the Order Appointing Fee Examiner dated August 19, 2013 [Docket No. 383] (the “Appointment Order”), the Court appointed Robert M. Fishman as the Fee Examiner in connection with the above-captioned bankruptcy case. According to the Appointment Order, it is the Fee Examiner’s responsibility to assure the Court, the City, the creditors, and the public that the City’s Professional Fee Expenses (as defined in the Appointment Order) are fully disclosed and are reasonable, as required by 11 U.S.C. § 943(b)(3).

2. Pursuant to paragraph 1 of the Fee Review Order, the City and the Committee have identified the following City Professionals and Committee Professionals, whose Professional Fee Expenses are subject to review by the Fee Examiner:

¹ Capitalized terms not otherwise defined herein shall have the meaning assigned in the Fee Review Order.

City Professionals	Committee Professionals
Conway MacKenzie, Inc.	Dentons US LLP/Salans FMC SNR Denton Europe LLP
Ernst & Young LLP	Brooks Wilkins Sharkey & Turco PLLC
Jones Day	Lazard Freres & Co. LLC
Foley & Lardner LLP	Segal Consulting
Kurtzman Carson Consultants LLC	
Miller Buckfire & Co. LLC	
Miller, Canfield, Paddock & Stone, P.L.C.	
Milliman, Inc.	
Pepper Hamilton LLP	
Kilpatrick & Associates, PC	
Dykema Gossett, PLLC	
Ottewess, Allman & Taweel, PLC	

3. Pursuant to paragraph 4 of the Fee Review Order, the Professionals are required to submit monthly invoices to the Fee Examiner within 49 days after the end of each calendar month. Therefore, the March Invoices were due on or before May 19, 2014.

4. The Fee Examiner issued and transmitted a March 2014 Preliminary Report (the “Preliminary Report”) to Jones Day on or about June 30, 2014. The Fee Examiner subsequently engaged in Resolution Discussions with Jones Day in an effort to resolve the Fee Examiner’s comments and questions regarding the Invoices. Accordingly, pursuant to paragraph 7 of the Fee Review Order, the Fee Examiner submits this Final Monthly Report regarding the Jones Day March 2014 Invoice.

Supplemental Summary of Jones Day Invoice

5. Attached to this Final Monthly Report (as Exhibit A) is a copy of the final, redacted Invoice that has been revised based on the Preliminary Report and Resolution Discussions between the Fee Examiner and Jones Day.

6. Jones Day (Exhibit A)

Initial Voluntary Discounts	\$334,323.41
Original Fee Request	\$2,953,665.00
Additional Voluntary Fee Reduction	\$9,010.12
Final Fee Request	\$2,944,654.88
Original Expense Request	\$82,868.55
Additional Voluntary Expense Reduction	\$0.00
Final Expense Request	\$82,868.55
Total Fee and Expense Request	\$3,027,523.43

In the Preliminary Report regarding Jones Day’s March 2014 Invoice, the Fee Examiner identified several issues and made certain requests, including, but not limited to: (i) issues with respect to individual time entries and expenses (including, *e.g.*, insufficient detail about the tasks performed, and potential internal inconsistencies); (ii) the amount of time spent with respect to drafting a fact finding post-hearing brief (over 200 hours); (iii) the amount of time spent on a research memorandum on Oakland County’s standing to object to the plan of adjustment; and (iv) the high number of upper-level associates and partners billing to the OPEB and City Assets Services and Revitalization categories.

In response to the Fee Examiner’s comment on the fact finding post-hearing brief, Jones Day provided additional context about the expenditure. The underlying case dealt with the City’s ability to implement certain retirement benefit changes, the new 2014 health care plan and wage reductions for the AFSCME bargaining units at DDOT (representing approximately 500 employees). The fact-finding hearing was a “necessary step” toward this end, and “a loss in this case would have delayed, and potentially jeopardized, the City’s ability to make essential benefit

changes with respect to these units.” Jones Day emphasized that “the potential economic impact of this case . . . was substantial.” Jones Day explained that the significant amount of time spent on the brief was necessary to address the numerous legal arguments and tactics raised by opposing counsel and the voluminous factual record (over 1000 pages of transcript and 80 exhibits). Jones Day also pointed out that it had already written of 5.40 hours, worth approximately \$2,925.00, related to this task. Nevertheless, Jones Day agreed to write off an additional 12 hours of time, representing approximately \$5,400 in fees (before applying the previously agreed fee discount).

As to the amount of time spent on the research memorandum, Jones Day explained that the memorandum respecting Oakland County’s status as a “party in interest” under the Bankruptcy Code was a “critical” issue in the plan confirmation process. The research was time consuming because it required reviewing extensive caselaw, as well as analysis of legislative history and secondary sources. The memorandum also required multiple rounds of revisions to address additional issues identified by research and other case developments.

In response to the Fee Examiner’s comment on the OPEB and City Assets Services categories, Jones Day explained that the staffing was appropriate given the complex and “unprecedented” nature of the matters involved, as well as “the level of scrutiny and contentiousness involved in this bankruptcy case, and the need to address issues at a massive scale on an accelerated timeline.”

Finally, with respect to individual time entries and expenses, Jones Day has either reduced or written off such time entry or provided an adequate explanation with respect to the Fee Examiner’s comments on such time entry or expense.

As a result of the response from Jones Day, there are no open issues with respect to the March 2014 Invoice.

Respectfully submitted,

Dated: September 8, 2014

By: /s/ Robert M. Fishman
Robert M. Fishman, Fee Examiner

Robert M. Fishman
Shaw Fishman Glantz & Towbin LLC
321 North Clark Street, Suite 800
Chicago, IL 60654
Phone: (312) 541-0151
rfishman@shawfishman.com

EXHIBIT A

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183

City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014 (per attached detail):*

Fees:

Case Administration (609001)	\$	35,427.50	
Claims Administration (609004)	\$	73,067.50	
Automatic Stay Matters (609005)	\$	21,085.00	
Water and Sewer Matters (609006)	\$	39,977.50	
City Assets, Services & Revitalization (609007)	\$	160,562.50	
Avoidance Actions (609008)	\$	2,210.00	
COP/Swap Matters (609009)	\$	272,140.00	
Labor & Employment Matters (609011)	\$	353,430.00	
Pension Matters (609012)	\$	294,512.50	
OPEB Matters (609013)	\$	70,150.00	
Debt and Financing Issues (609015)	\$	102,217.50	
Emergency Manager & Michigan Statutes (609016)	\$	17,230.00	
Plan of Adjustment (609021)	\$	1,221,862.50	
Contract Issues (609022)	\$	61,595.00	
Non-Working Travel (609023)	\$	88,482.50	
Postpetition/Exit Financing (609024)	\$	92,297.50	
Eligibility Issues and Litigation (609028)	\$	76,152.50	
Mediation Activities (609029)	\$	274,295.00	
Fee Examiner (609030)	\$	25,155.00	
	Total Fees before Discount	\$	3,281,850.00
	Less 10% Discount	\$	<u>(328,185.00)</u>
	Total Fees	\$	2,953,665.00
	Less 15% Quarterly Holdback	\$	(443,049.75)
	Total Due Less Holdback	\$	2,510,615.25

*Amounts shown are net of deductions totaling \$334,323.41 for discretionary write-offs taken after internal review and other reductions.

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Disbursements and Charges:

Agents Fees	\$	16,550.00
Airfare	\$	26,055.57
Car Rental	\$	2,515.35
Communication	\$	148.21
Computerized Pacer Charges	\$	521.16
Conferences	\$	1,189.35
Court Costs	\$	453.11
Document Filing Charges	\$	226.00
Duplication	\$	436.60
Federal Express	\$	319.29
Food and Beverage	\$	5,785.61
Hotel	\$	16,337.52
Long Distance	\$	240.70
Mileage	\$	2,613.52
Parking	\$	1,233.00
Photocopy (External)	\$	45.64
Taxi	\$	7,614.91
Toll	\$	46.50
Train	\$	216.00
United Parcel Service	\$	<u>320.51</u>
Total Disbursements and Charges	\$	<u>82,868.55</u>
TOTAL AMOUNT DUE	\$	<u>2,593,483.80</u>
Less Additional Reduction	\$	(9,010.12)**
REVISED TOTAL AMOUNT DUE	\$	<u>2,584,473.68</u>

**Jones Day has agreed to write off an additional \$9,010.12 as a result of the Fee Examiner review process. This amount will be deducted from the holdback amount payable, which will now be \$434,039.63.

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609001

Invoice: 32684362

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Case Administration

USD 35,427.50

TOTAL

USD 35,427.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

258183-609001

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Invoice: 32684362

Case Administration

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
J B ELLMAN	9.30	900.00	8,370.00
B B ERENS	4.00	875.00	3,500.00
T A WILSON	20.80	650.00	13,520.00
ASSOCIATE			
J L SEIDMAN	3.50	450.00	1,575.00
PARALEGAL			
H COFSKY	13.50	250.00	3,375.00
D M HIRTZEL	18.50	275.00	5,087.50
	<hr/>	<hr/>	<hr/>
TOTAL	69.60	USD	35,427.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Case Administration included the following:

- (1) Participated in meetings regarding case strategy and related matters with the core Jones Day team, the Emergency Manager and his staff, the City's other outside advisors and representatives of other parties;
- (2) Maintained a detailed work in process report (the "WIP Report") tracking the workstreams for all restructuring work to help coordinate the efforts of the City and its various professionals, as well as a streamlined WIP Report for distribution to certain City officials; and
- (3) Led weekly meetings with the City's professionals and the Emergency Manager to review the WIP Report and promote coordination and efficiency among the City and its professionals.

JONES DAY

258183-609001

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 Invoice: 32684362

Case Administration

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	T A WILSON	0.80	650.00	520.00
	Revise work in process report (.70); communicate with Lennox, Ellman regarding same (.10).			
03/02/14	T A WILSON	0.30	650.00	195.00
	Communicate with Lennox, Ellman regarding edits to work in process report (.10); circulate revised work in process report (.20).			
03/03/14	H COFSKY	1.80	250.00	450.00
	Review main, adversary, district court and Sixth Circuit case dockets via Pacer (1.00); download recently filed pleadings (.50); prepare memo to distribute same for review (.30).			
03/03/14	J B ELLMAN	0.70	900.00	630.00
	Review work in process report (.20); attend weekly call regarding same (.50).			
03/03/14	B B ERENS	0.50	875.00	437.50
	Attend and participate in weekly team call.			
03/03/14	J L SEIDMAN	0.70	450.00	315.00
	Draft and revise streamlined work in process report.			
03/03/14	T A WILSON	1.30	650.00	845.00
	Participate in weekly work in process call (.50); review Management Discussion and Analysis and footnotes to draft 2013 annual report (.80).			
03/04/14	J B ELLMAN	0.30	900.00	270.00
	Review and finalize streamlined work in process report (.20); communicate with Orr (City) regarding same (.10).			
03/04/14	D M HIRTZEL	1.10	275.00	302.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).			
03/05/14	H COFSKY	1.80	250.00	450.00
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (1.00); download recently filed pleadings (.50); prepare memo to distribute same for review (.30).			
03/06/14	H COFSKY	2.90	250.00	725.00
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (1.40); download recently filed pleadings (1.20); prepare memo to distribute same for review (.30).			
03/07/14	H COFSKY	2.90	250.00	725.00
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (1.40); download recently filed pleadings (1.20); prepare memo to distribute same for review (.30).			
03/07/14	J B ELLMAN	0.60	900.00	540.00
	Review materials for weekly report (.20); draft same (.30); communicate with Mays (City) and Lennox regarding same (.10).			
03/07/14	T A WILSON	3.90	650.00	2,535.00
	Revise work in process report (3.60); communicate with team regarding same (.30).			
03/08/14	J B ELLMAN	0.20	900.00	180.00
	Revise and finalize weekly report to State.			
03/09/14	J L SEIDMAN	0.70	450.00	315.00
	Draft and revise streamlined work in process report.			
03/09/14	T A WILSON	0.40	650.00	260.00
	Revise work in process report.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/10/14	H COFSKY	2.20	250.00	550.00
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (1.20); download recently filed pleadings (.70); prepare memo to distribute same for review (.30).			
03/10/14	J B ELLMAN	0.20	900.00	180.00
	Review updated streamlined work in process report (.10); communicate with Orr (City) regarding same (.10).			
03/10/14	B B ERENS	1.30	875.00	1,137.50
	Attend and participate in weekly call (.50) and full team case update call (.80).			
03/10/14	D M HIRTZEL	1.30	275.00	357.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20); distribute 3/5/14 hearing transcript to team (.20).			
03/10/14	T A WILSON	0.50	650.00	325.00
	Participate in work in process call with internal and external professionals and City personnel.			
03/11/14	B B ERENS	0.80	875.00	700.00
	Conference with Mays (City) regarding outstanding case issues.			
03/11/14	D M HIRTZEL	1.10	275.00	302.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).			
03/11/14	T A WILSON	1.40	650.00	910.00
	Review and revise work in process report.			
03/12/14	D M HIRTZEL	1.10	275.00	302.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).			
03/13/14	D M HIRTZEL	1.10	275.00	302.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).			
03/13/14	T A WILSON	1.00	650.00	650.00
	Revise work in process report.			
03/14/14	D M HIRTZEL	1.10	275.00	302.50
	Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).			
03/14/14	T A WILSON	1.70	650.00	1,105.00
	Revise work in process report (1.40); various communications with internal professionals regarding same (.30).			
03/15/14	J B ELLMAN	0.40	900.00	360.00
	Review and revise weekly report to the State (.20); communicate with Mays (City), Lennox, Wilson regarding same (.10); review related materials (.10).			
03/15/14	T A WILSON	1.80	650.00	1,170.00
	Revise work in process report (1.00); communicate with team regarding same (.30); draft weekly restructuring update for State (.40); communicate with Ellman regarding same (.10).			
03/16/14	J B ELLMAN	0.40	900.00	360.00
	Finalize weekly report to the State (.20); review updated work in process report (.20).			
03/16/14	T A WILSON	0.40	650.00	260.00
	Revise work in process report (.10); communicate with team regarding same (.30).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/17/14	J B ELLMAN Prepare for (.20) and participate in (.50) weekly work in process call with City and advisors.	0.70	900.00	630.00
03/17/14	B B ERENS Attend and participate in weekly team WIP call.	0.50	875.00	437.50
03/17/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/17/14	T A WILSON Participate in work in process call with internal and external professionals and City personnel.	0.50	650.00	325.00
03/18/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/18/14	J L SEIDMAN Draft/revise streamlined work in process report.	0.60	450.00	270.00
03/19/14	J B ELLMAN Review and revise streamlined work in process report (.10); communicate with Orr (City) regarding same (.10); communicate with Lennox regarding common interest issues (.10).	0.30	900.00	270.00
03/19/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/19/14	J L SEIDMAN Revise professional fee section of work in process report.	0.10	450.00	45.00
03/20/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/20/14	J L SEIDMAN Revise professional fees section of work in process report.	0.20	450.00	90.00
03/21/14	H COFSKY Review main, adversary and Sixth Circuit proceeding case dockets via PACER (1.00); download recently filed pleadings (.60); prepare memo to distribute same for review (.30).	1.90	250.00	475.00
03/21/14	J B ELLMAN Review materials for weekly update to State (.30); draft same (.30); communicate with Wilson regarding same (.10); communicate with Mays (City) (.10) and Lennox (.10) regarding same.	0.90	900.00	810.00
03/21/14	T A WILSON Revise work in process report (2.60); communicate with Lennox, Ellman, Merrett regarding same (.20).	2.80	650.00	1,820.00
03/22/14	J B ELLMAN Review and comment on work in process report (.40); revise and finalize weekly report to the State (.20); communicate with Mays (City) (.10) and Lennox (.10) regarding same.	0.80	900.00	720.00
03/23/14	T A WILSON Revise work in process report (.30); communicate with team regarding same (.20).	0.50	650.00	325.00
03/24/14	J B ELLMAN Prepare for (.30) and participate in (.50) work in process call with the City and its professional team; review streamlined work in process report (.20).	1.00	900.00	900.00
03/24/14	B B ERENS Attend and participate in weekly WIP call.	0.50	875.00	437.50

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/24/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.80); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.40	275.00	385.00
03/24/14	J L SEIDMAN Draft and revise streamlined work in process report.	0.60	450.00	270.00
03/24/14	T A WILSON Participate in work in process call with internal and external professionals and City personnel.	0.50	650.00	325.00
03/25/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/26/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/27/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.10	275.00	302.50
03/27/14	T A WILSON Revise work in process report.	1.40	650.00	910.00
03/28/14	J B ELLMAN Review materials for weekly report (.30); draft same (.30); communicate with Mays (City) regarding same (.10); review WIP Report (.10).	0.80	900.00	720.00
03/28/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.80); download recently filed pleadings (.40); prepare memo to distribute same to team for review (.20).	1.40	275.00	385.00
03/28/14	T A WILSON Revise work in process report.	1.60	650.00	1,040.00
03/29/14	J B ELLMAN Finalize weekly status report to State (.10); communicate with Lennox regarding same and WIP issues (.10).	0.20	900.00	180.00
03/30/14	J B ELLMAN Review and comment on work in process report.	0.80	900.00	720.00
03/31/14	J B ELLMAN Prepare for (.40) and participate in (.40) weekly work in process call; review streamlined work in process report (.10); draft correspondence to Orr (City) regarding same (.10).	1.00	900.00	900.00
03/31/14	B B ERENS Attend and participate in weekly WIP call.	0.40	875.00	350.00
03/31/14	D M HIRTZEL Review main, adversary, district court and Sixth Circuit case dockets via PACER (.50); download recently filed pleadings (.40); draft memo to distribute same to team for review (.20); distribute 3/20 hearing transcript to team (.10).	1.20	275.00	330.00
03/31/14	J L SEIDMAN Draft and revise streamlined work in process report.	0.60	450.00	270.00
TOTAL		69.60	USD	35,427.50

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Case Administration

DISBURSEMENTS & CHARGES

Agents Fees	16,550.00
Airfare	26,055.57
Car Rental	2,515.35
Communication	148.21
Computerized Pacer Charges	521.16
Conferences	1,189.35
Court Costs	453.11
Document Filing Charges	226.00
Duplication	436.60
Federal Express	319.29
Food and Beverage	5,785.61
Hotel	16,337.52
Long Distance	240.70
Mileage	2,613.52
Parking	1,233.00
Photocopy (External)	45.64
Taxi	7,614.91
Toll	46.50
Train	216.00
United Parcel Service	320.51

82,868.55**

TOTAL

USD 82,868.55

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.

P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

PLEASE STATE REFERENCE No: 258183-609001/32684362E IN YOUR PAYMENT

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DISBURSEMENT DETAIL

<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/27/14	J L SEIDMAN	CLE	16,550.00
	Agents fees - PRM Consulting Group - consulting and expert witness services of [REDACTED] in connection with adversary proceeding brought by Retiree Committee and AFSCME regarding City of Detroit retiree health program		
	Agents fees Subtotal		16,550.00
11/07/13	H LENNOX	NYC	(1,406.80)
	Roundtrip airfare from New York to Detroit (8/1/14) for meetings with restructuring team and 8/2/14 hearing and from Detroit to Cleveland (8/2/14) following meetings and hearing (refund due to itinerary change; original ticket charged on October invoice)		
12/05/13	J KASTIN	NYC	774.90
	Return airfare from Detroit to New York following labor relations meetings with City, Judge Roberts and AFSCME regarding RFP process and related union Coalition proposals 11/15/13		
12/19/13	E MILLER	WAS	912.98
	Roundtrip airfare from Washington, D.C. to Detroit [REDACTED] with Retirement Systems regarding pension issues 11/19-20/13		
02/13/14	E MILLER	WAS	(40.00)
	Refund of Lawyer's Travel Fee for refunded flight from New York to Colorado for EBEC Practice meeting (travel to Practice meeting canceled due to client needs)		
03/06/14	B W EASLEY	CHI	400.00
	Roundtrip airfare from Chicago to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19-21/14		
03/06/14	G S STEWART	WAS	584.00
	Airfare from Washington, D.C. to Detroit for 2/25/14 court hearing regarding Disclosure Statement schedule 2/25/14		
03/06/14	G S STEWART	WAS	710.00
	Airfare from Detroit to New York following 2/25/14 court hearing regarding Disclosure Statement schedule 2/25/14		
03/06/14	B J COLEMAN	CHI	607.08
	Roundtrip airfare from Chicago to Detroit for AFSCME Locals 214 and 312 Fact Finding Hearings 1/12-17/14		
03/06/14	H LENNOX	NYC	360.71
	Airfare from Washington to New York for meeting with Retiree Committee counsel 2/3/14		
03/06/14	H LENNOX	NYC	516.00
	Airfare from Detroit to Cleveland following plan of adjustment meetings 2/18/14		
03/06/14	S C WOO	CHI	(758.00)
	Airfare from Chicago to Detroit for meeting with the Detroit Fire Department [REDACTED] 2/11-12/14 (itinerary change; original ticket of \$758 charged on February statement)		
03/06/14	S C WOO	CHI	828.56
	Roundtrip airfare from Chicago to Detroit for meeting with the Detroit Fire Department [REDACTED] 2/11-12/14		
03/06/14	S C WOO	CHI	631.00
	Roundtrip airfare from Chicago to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24-26/14		
03/06/14	S C WOO	CHI	599.00
	Roundtrip airfare from Chicago to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/18-21/14		

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DISBURSEMENT DETAIL

<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/27/14	J L SEIDMAN	CLE	16,550.00
	Agents fees - PRM Consulting Group - consulting and expert witness services of Adam Reese in connection with adversary proceeding brought by Retiree Committee and AFSCME regarding City of Detroit retiree health program		
	Agents fees Subtotal		16,550.00
11/07/13	H LENNOX	NYC	(1,406.80)
	Roundtrip airfare from New York to Detroit (8/1/14) for meetings with restructuring team and 8/2/14 hearing and from Detroit to Cleveland (8/2/14) following meetings and hearing (refund due to itinerary change; original ticket charged on October invoice)		
12/05/13	J KASTIN	NYC	774.90
	Return airfare from Detroit to New York following labor relations meetings with City, Judge Roberts and AFSCME regarding RFP process and related union Coalition proposals 11/15/13		
12/19/13	E MILLER	WAS	912.98
	Roundtrip airfare from Washington, D.C. to Detroit for [REDACTED] meeting with Retirement Systems regarding pension issues 11/19-20/13		
02/13/14	E MILLER	WAS	(40.00)
	Refund of Lawyer's Travel Fee for refunded flight from New York to Colorado for EBEC Practice meeting (travel to Practice meeting canceled due to client needs)		
03/06/14	B W EASLEY	CHI	400.00
	Roundtrip airfare from Chicago to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19-21/14		
03/06/14	G S STEWART	WAS	584.00
	Airfare from Washington, D.C. to Detroit for 2/25/14 court hearing regarding Disclosure Statement schedule 2/25/14		
03/06/14	G S STEWART	WAS	710.00
	Airfare from Detroit to New York following 2/25/14 court hearing regarding Disclosure Statement schedule 2/25/14		
03/06/14	B J COLEMAN	CHI	607.08
	Roundtrip airfare from Chicago to Detroit for AFSCME Locals 214 and 312 Fact Finding Hearings 1/12-17/14		
03/06/14	H LENNOX	NYC	360.71
	Airfare from Washington to New York for meeting with Retiree Committee counsel 2/3/14		
03/06/14	H LENNOX	NYC	516.00
	Airfare from Detroit to Cleveland following plan of adjustment meetings 2/18/14		
03/06/14	S C WOO	CHI	(758.00)
	Airfare from Chicago to Detroit for meeting with the Detroit Fire Department [REDACTED] 2/11-12/14 (itinerary change; original ticket of \$758 charged on February statement)		
03/06/14	S C WOO	CHI	828.56
	Roundtrip airfare from Chicago to Detroit for meeting with the Detroit Fire Department [REDACTED] 2/11-12/14		
03/06/14	S C WOO	CHI	631.00
	Roundtrip airfare from Chicago to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24-26/14		
03/06/14	S C WOO	CHI	599.00
	Roundtrip airfare from Chicago to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/18-21/14		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/13/14	D G HEIMAN Airfare from Ft. Myers to Detroit (2/18/14) for UTGO hearing on motion to dismiss and from Detroit to Cleveland (2/19/14) following hearings	CLE	1,500.00
03/13/14	M L HALE Roundtrip airfare from Washington, D.C. to Detroit for interviews with City employees for COPs litigation 2/11-13/14	WAS	1,482.00
03/13/14	M L HALE Roundtrip airfare from Washington, D.C. to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5-7/14	WAS	1,105.00
03/13/14	J KASTIN Roundtrip airfare from New York to Detroit [REDACTED] [REDACTED] 2/24-26/14	NYC	1,420.00
03/20/14	J E CALLAWAY Airfare from Washington, D.C. to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14	WAS	587.15
03/20/14	G S STEWART Roundtrip airfare from Washington, D.C. to Boston [REDACTED] [REDACTED] 3/13/14	WAS	868.84
03/20/14	D S BIRNBAUM Roundtrip airfare from Chicago to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/21-22/14	CHI	643.56
03/20/14	D S BIRNBAUM Roundtrip airfare from Chicago to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/6/14	CHI	758.00
03/20/14	D S BIRNBAUM Roundtrip airfare from Chicago to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11-14/14	CHI	796.00
03/20/14	D S BIRNBAUM Roundtrip airfare from Chicago to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18-20/14	CHI	599.00
03/20/14	J KASTIN Roundtrip airfare from New York to Detroit for meetings with City Human Resources Department regarding performance management initiatives, with City Purchasing Department [REDACTED] [REDACTED] and with Labor Relations [REDACTED] 3/10-11/14	NYC	1,420.00
03/20/14	B J COLEMAN Roundtrip airfare from Chicago to Detroit [REDACTED] [REDACTED] 2/4-7/14	CHI	758.00
03/20/14	B J COLEMAN Roundtrip airfare from Chicago to Detroit [REDACTED] 3/11/14	CHI	1,006.00
03/20/14	B J COLEMAN Roundtrip airfare from Chicago to Detroit for GRS Negotiation Strategy meeting 3/18/14	CHI	655.32
03/20/14	T HOFFMANN Roundtrip airfare from Chicago to Detroit for meetings with Mays (City), Orr (City) and Messina (Ernst & Young) regarding postpetition financing issues 1/28-29/14	CHI	766.64
03/20/14	S C WOO Roundtrip airfare from Chicago to Detroit for negotiation meetings with Detroit Department of Transportation, Law Department, United Auto Works Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/4-7/14	CHI	768.00
03/20/14	S C WOO Roundtrip airfare from Chicago to Detroit for meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/11-12/14	CHI	958.72

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/27/14	W J GOLDSMITH	NYC	360.71
	Return airfare from Washington, D.C. to New York following meeting with Kreisberg (AFSCME) regarding AFSCME wage proposal 3/4/14		
03/27/14	J B ELLMAN	ATL	714.50
	Airfare from Denver to Detroit (2/18/14) for hearing on Motion to Vacate Unsecured Creditors Committee and return travel from Detroit to Atlanta (2/19/14) following hearing (full fare of \$1,429.00 split with another client)		
03/27/14	B L SEDLAK	CHI	666.50
	Airfare from Detroit to New York following meeting with Orr (City) and Detroit Institute of Art representatives regarding Detroit Institute of Art transaction terms and return travel from New York to Chicago 2/27/14 [full fare of \$1,333.00 split with another client]		
03/27/14	B L SEDLAK	CHI	404.00
	Airfare from Chicago to Detroit for meeting with Orr (City) and Detroit Institute of Art representatives regarding Detroit Institute of Arts transaction terms		
03/27/14	D S BIRNBAUM	CHI	759.75
	Roundtrip airfare from Chicago to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/4-6/14		
03/27/14	J KASTIN	NYC	1,424.00
	Roundtrip airfare from New York to Detroit for meetings with Labor Relations [REDACTED] and City Purchasing Department [REDACTED] 3/18-19/14		
03/27/14	B J COLEMAN	CHI	768.16
	Roundtrip airfare from Chicago to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/10-14/14		
03/27/14	B J COLEMAN	CHI	507.00
	Roundtrip airfare from Chicago to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations [REDACTED] 2/18/14		
03/27/14	E MILLER	WAS	(360.71)
	Roundtrip airfare from Washington, D.C. to New York [REDACTED] 1/5-10/14 (refund due to change in return itinerary; original ticket of \$761.42 charged on February billing statement)		
	Air Fare Subtotal		26,055.57
03/27/14	D S BIRNBAUM	CHI	488.54
	Car rental charges - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/4-6/14 (3 days; also includes \$87.14 in fuel charge)		
03/27/14	D S BIRNBAUM	CHI	362.68
	Car rental charges - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership to discuss labor relations and restructuring issues 3/11-12/14 (2 days; also includes \$90.23 in fuel charge)		
03/27/14	B J COLEMAN	CHI	593.63
	Car rental charges - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/10-14/14 (5 days)		
03/27/14	B J COLEMAN	CHI	1,070.50
	Car rental charges - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, [REDACTED] 2/18-26/14 (Weekly rate of \$595.00; 2 days @ \$85.00/per day; also includes \$64.50 in fuel charge)		
	Car rental charges Subtotal		2,515.35
03/06/14	B W EASLEY	CHI	16.86
	Internet Connection - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19-20/14		

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03/06/14	S C WOO	CHI	8.43
Internet Connection - Travel to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/21/14			
03/06/14	S C WOO	CHI	8.43
Internet Connection - Travel to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/26/14			
03/13/14	M L HALE	WAS	16.85
Internet Connection - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/4/14			
03/13/14	J KASTIN	NYC	16.85
Internet Connection - Travel to Detroit [REDACTED] 2/24/14			
03/13/14	S C WOO	CHI	8.43
Internet Connection - Travel to Detroit for meetings with Detroit Department of Transportation, Law Department, United Auto Works Local 212, United Auto Workers Local 412 and with Detroit Fire Fighters Association 3/4/14			
03/20/14	D S BIRNBAUM	CHI	8.43
Internet Connection - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14			
03/20/14	J KASTIN	NYC	8.43
Internet Connection - Travel from New York to Detroit for meetings with City Human Resources Department regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations [REDACTED] 3/11/14			
03/20/14	B J COLEMAN	CHI	22.26
Internet Connection - Travel to Detroit [REDACTED] 2/4-6/14			
03/27/14	J B ELLMAN	ATL	7.95
Internet Connection - Travel to Detroit for hearing on Motion to Vacate Unsecured Creditors Committee 2/18/14			
03/27/14	D S BIRNBAUM	CHI	8.43
Internet Connection - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/6/14			
03/27/14	B J COLEMAN	CHI	8.43
Internet Connection - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/11/14			
03/27/14	B J COLEMAN	CHI	8.43
Internet Connection - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association Negotiations, [REDACTED] 2/25/14			
Communication charges Subtotal			148.21
01/31/14	C J DIPOMPEO	WAS	3.17
January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.			
02/03/14	C J DIPOMPEO	WAS	3.28
February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.			
02/03/14	C J DIPOMPEO	WAS	3.28
February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.			
02/03/14	C J DIPOMPEO	WAS	3.28
February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.			

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02/03/14	C J DIPOMPEO February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	3.28
02/03/14	C J DIPOMPEO February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	3.28
02/03/14	C J DIPOMPEO February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	3.39
02/03/14	C J DIPOMPEO February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	2.12
02/10/14	J A FLORCZAK February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.	CHI	6.00
02/10/14	J A FLORCZAK February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.	CHI	3.60
02/12/14	W D COGLIANESE February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	WAS	6.35
02/16/14	W D COGLIANESE February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	WAS	6.67
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. C.D.	ATL	1.00
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. De	ATL	0.10
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. De	ATL	0.10
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.N	ATL	1.60
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.N	ATL	0.20
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	ATL	0.20
02/18/14	D J MERRETT February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.N	ATL	2.70
02/19/14	C J DIPOMPEO February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.	WAS	0.84
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.62
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D.R.I	CLE	9.72
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D.S.C	CLE	5.82
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.N	CLE	2.48
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.18
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	2.16
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.62
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.N	CLE	0.22
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	1.51
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.84

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Id	CLE	0.76
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.	CLE	9.29
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.N	CLE	9.18
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.19
02/19/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	0.22
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	0.98
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	3.89
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	11.67
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	CLE	2.05
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. C.D.	CLE	9.83
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	CLE	9.61
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. C.D.	CLE	10.58
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	1.94
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	7.24
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. Ne	CLE	3.24
02/20/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D.S.C	CLE	7.66
02/20/14	R S BLOOMEKATZ February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Okla.	COL	1.72
02/21/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	CLE	0.32
02/21/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.	CLE	4.19
02/21/14	J L SEIDMAN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	6.48
02/21/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.N	CLE	7.77
02/21/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. C.D.	CLE	29.39
02/21/14	E G DORSTEN February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	CLE	0.76
02/23/14	R S BLOOMEKATZ February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Va.	COL	7.34
02/25/14	R S BLOOMEKATZ February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: S.D. Ind.	COL	16.15
03/04/14	D J MERRETT March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. S.D.	ATL	3.00

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/06/14	J M TILLER January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D. 1/6/14	CHI	5.10
03/06/14	J M TILLER January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D. 1/17-/14	CHI	9.00
03/06/14	J M TILLER January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich. 1/9/14	CHI	2.00
03/06/14	J M TILLER January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. M.D. 1/6/14	CHI	5.30
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Okla. 1/7/14	COL	0.86
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Va. 1/30/14	COL	3.88
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.D.C. 1/27/14	COL	1.51
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Va. 1/27/14	COL	0.97
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.C. Cir. 1/27/14	COL	0.55
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: S.D. Ind. 1/23/14	COL	3.23
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.D.C. 1/17/14	COL	4.53
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Okla. 1/7/14	COL	0.86
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Va. 1/30/14	COL	3.88
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.D.C. 1/27/14	COL	1.51
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Va. 1/27/14	COL	0.97
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.C. Cir. 1/27/14	COL	0.55
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: S.D. Ind. 1/23/14	COL	3.23
03/06/14	R S BLOOMEKATZ January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: D.D.C. 1/17/14	COL	4.53
03/13/14	A M YABROFF January Bloomberg/Pacer Search Fees: Case: 1 Case Research 00118 Court: 6th Cir. 1/4/14	WAS	9.31
03/13/14	A M YABROFF January Bloomberg/Pacer Search Fees: Case: 1 Case Research 00105 Court: 6th Cir. 1/15/14	WAS	3.60
03/13/14	J JOHNSON January Bloomberg/Pacer Search Fees: Case: 1 Court: 6th Cir. 1/10/14	WAS	0.11
03/13/14	J JOHNSON January Bloomberg/Pacer Search Fees: Case: 1 Court: 6th Cir. 1/23/14	WAS	4.64
03/13/14	J JOHNSON January Bloomberg/Pacer Search Fees: Case: 1 Court: 6th Cir. 1/16/14	WAS	7.42
03/13/14	J JOHNSON January Bloomberg/Pacer Search Fees: Case: 1 Court: 6th Cir. 1/9/14	WAS	6.99
03/18/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.42
03/21/14	R S BLOOMEKATZ March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Okla.	COL	3.88

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03/21/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.11
03/21/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.53
03/21/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	1.27
03/21/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.53
03/22/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.11
03/22/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	4.01
03/22/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.11
03/24/14	C M HEALEY Computerized research services - Pacer February 2014	COL	43.50
03/24/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	7.84
03/24/14	J JOHNSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	8.04
03/25/14	C J DIPOMPEO March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.	WAS	0.21
03/25/14	C J DIPOMPEO March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir.	WAS	0.11
03/25/14	C J DIPOMPEO March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich.	WAS	1.16
03/25/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	1.63
03/25/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	0.33
03/25/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	6.53
03/25/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	1.31
03/25/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	1.85
03/26/14	L E NELSON March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	NYC	6.87
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D. 2/25/14	CHI	0.10
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D. 2/24/14	CHI	3.30
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich. 2/19/14	CHI	6.90
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich. 2/11/14	CHI	0.80
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: E.D. Mich. 2/11/14	CHI	0.20
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. D. De 2/7/14	CHI	39.40
03/27/14	J M TILLER February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: N.D. Ill. 2/6/14	CHI	6.10

** = Food, beverage and entertainment expense as defined by R.C. Sect. 274(n), included in this amount is USD 5,785.61

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03/27/14	W D COGLIANESE February Bloomberg/Pacer Search Fees: Case: 2:1 Research material for client matter 2/12/14	WAS	2.12
03/27/14	A J DICK January Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D. 1/13/14	WAS	3.17
03/27/14	A J DICK February Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: 6th Cir. 2/21/14	WAS	0.11
03/27/14	O S ZELTNER March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. E.D.	CLE	2.16
03/27/14	O S ZELTNER March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. C.D.	CLE	3.24
03/28/14	J L SEIDMAN March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: Bankr. N.D.	CLE	3.78
03/29/14	R S BLOOMEKATZ March Bloomberg/Pacer Search Fees: Case: [REDACTED] Court: S.D. Ind.	COL	25.84
	Computerized Pacer Charges Subtotal		521.16
03/06/14	D A HALL Conference charges 1/2/14	CHI	7.50
03/06/14	D A HALL Conference charges 1/28/14	CHI	2.87
03/06/14	D A HALL Conference charges 1/14/14	CHI	9.00
03/06/14	D A HALL Conference charges 1/7/14	CHI	5.49
03/06/14	H LENNOX Conference charges - [REDACTED] 1/2/14	NYC	10.30
03/06/14	H LENNOX Conference charges - Call with Brader (State), Moore (Conway MacKenzie) regarding [REDACTED] claims analysis 1/28/14	NYC	8.17
03/06/14	H LENNOX Conference charges - Call with Miller, Cullen, Moore (Conway MacKenzie), Malhotra (Ernst & Young) [REDACTED] 1/20/14	NYC	10.91
03/06/14	H LENNOX Conference charges - Call with City advisors, Lazard and Greenhill [REDACTED] 1/20/14	NYC	15.92
03/06/14	H LENNOX Conference charges - Call with Orr (City), Fox (City) and DWSD negotiating team regarding status of deal and open issues 1/18/14	NYC	19.20
03/06/14	H LENNOX Conference charges - Call with City financial personnel and advisors regarding postpetition financing loan and cash flow issues 1/17/14	NYC	16.55
03/06/14	H LENNOX Conference charges - Conference with Orr (City) and City advisors regarding outcome of financing and swap hearing 1/16/14	NYC	19.29
03/06/14	H LENNOX Conference charges - Call with Plecha (Lippett O'Keefe) and Brown (City) regarding Weiler stop loss coverage	NYC	46.05
03/06/14	H LENNOX Conference charges - [REDACTED] 1/6/14	NYC	117.47
03/06/14	H LENNOX Conference charges - Call with City advisors, Retiree Committee advisors, pension fund advisors [REDACTED] 1/5/14	NYC	15.24

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03/06/14	H LENNOX Conference charges - [REDACTED] 1/4/14	NYC	9.95
03/06/14	H LENNOX Conference charges - Call with Retiree Committee and pension fund advisors regarding [REDACTED] 1/2/14	NYC	55.78
03/06/14	C BALL Conference charges - U.S. Bank swap 1/28/14	NYC	5.79
03/06/14	C BALL Conference charges - postpetition financing status 1/28/14	NYC	5.61
03/06/14	C BALL Conference charges 1/23/14	NYC	3.64
03/06/14	C BALL Conference charges 1/22/14	NYC	9.78
03/06/14	C BALL Conference charges 1/22/14	NYC	5.21
03/13/14	D J MERRETT Conference charges - Discussions regarding disclosure statement 2/17/14	ATL	6.67
03/13/14	D J MERRETT Conference charges - Discussion regarding disclosure statement 2/18/14	ATL	4.13
03/13/14	C J DIPOMPEO Conference charges - Call with Hale and Kovsky-Apap (Pepper Hamilton) regarding COPs discovery 2/7/14	WAS	4.52
03/13/14	D G HEIMAN Conference charges - Call with Brader (State) regarding open issues 2/25/14	CLE	1.01
03/13/14	D G HEIMAN Conference charges - Call with Bennett and Lennox to prepare for plan of adjustment and disclosure statement hearing 2/24/14	CLE	5.37
03/13/14	D G HEIMAN Conference charges - Call with Orr (City) and Bennett regarding UTGO settlement alternatives and evaluation of same 2/23/14	CLE	11.52
03/13/14	D G HEIMAN Conference charges - Call with team regarding COLA [REDACTED] 2/20/14	CLE	4.26
03/13/14	D G HEIMAN Conference charges - Call with Orr (City) and Jones Day team regarding status of swap settlement and postpetition financing 2/8/14	CLE	11.06
03/13/14	D G HEIMAN Conference charges - [REDACTED] 2/8/14	CLE	3.54
03/13/14	T S SWATSLER Conference charges regarding 1/22 hearing 1/21/14	COL	6.90
03/13/14	C A RIDGWAY Conference charges 2/17/14	WAS	19.73
03/13/14	L E NELSON Conference charges 2/13/14	NYC	11.12
03/20/14	D S BIRNBAUM Conference charges 1/6/14	CHI	22.41
03/20/14	J KASTIN Conference charges 2/5/14	NYC	13.06
03/20/14	J KASTIN Conference charges 2/18/14	NYC	11.51
03/20/14	J KASTIN Conference charges 2/13/14	NYC	6.63
03/20/14	J KASTIN Conference charges 2/11/14	NYC	9.70

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03/20/14	J KASTIN Conference charges 2/9/14	NYC	15.55
03/20/14	J KASTIN Conference charges 2/7/14	NYC	4.25
03/20/14	J KASTIN Conference charges 2/6/14	NYC	5.96
03/20/14	J KASTIN Conference charges 2/5/14	NYC	18.42
03/20/14	H LENNOX Conference charges - Call with Fox (City), Orr (City) and DWSD team regarding [REDACTED] 2/20/14	NYC	15.12
03/20/14	H LENNOX Conference charges - Call with Wilson and Healey regarding motion final edits and a check to DWSD 2/28/14	NYC	2.88
03/20/14	H LENNOX Conference charges - Call with Brader (State), Heiman, Gadola (State), Orr (City) and Sedlak regarding various plan issues 2/27/14	NYC	11.20
03/20/14	H LENNOX Conference charges - Call with pension team regarding disclosure regarding pensions and related calculations 2/26/14	NYC	14.68
03/20/14	H LENNOX Conference charges - Participate in Emergency Manager staff call 2/24/14	NYC	10.26
03/20/14	H LENNOX Conference charges - Call with Hill (City), Naglick (City), Brassler and Orr (City) regarding CAFR and remaining issues 2/24/14	NYC	6.74
03/20/14	H LENNOX Conference charges - Conference call with advisors regarding 40-year plan numbers and updates to Disclosure Statement 2/24/14	NYC	4.06
03/20/14	H LENNOX Conference charges - Call with Raimi (City) and Ellman regarding no fault auto claims 2/13/14	NYC	11.37
03/20/14	H LENNOX Conference charges - Call with City finance team and Rosenblum regarding debt acceleration analysis 2/12/14	NYC	13.93
03/20/14	H LENNOX Conference charges - Call with City advisors regarding revised numbers due to UTGO developments 2/12/14	NYC	5.28
03/20/14	H LENNOX Conference charges - [REDACTED] 2/7/14	NYC	19.19
03/20/14	H LENNOX Conference charges - Call with Van Dusen (Miller Canfield), Lemke (Waller Lansden), Bennett and Rogers (Waller Lansden) regarding DWSD NOI 2/6/14	NYC	4.93
03/20/14	H LENNOX Conference charges - Call with Bennett, Van Dusen (Miller Canfield), Doak (Miller Buckfire) and Haggard (Miller Buckfire) regarding DWSD financing 2/6/14	NYC	4.35
03/20/14	H LENNOX Conference charges - Call with City advisors regarding open plan issues 2/5/14	NYC	26.27
03/20/14	H LENNOX Conference charges - [REDACTED] 2/5/14	NYC	22.21

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03/20/14	H LENNOX Conference charges - Call with Schenk (Ottewess), McCormick (City), Wolfson (City), Kilpatrick (Kilpatrick & Associates), Massaron (Miller Canfield), Sedlak and Marken (Miller Buckfire) regarding municipal corporation option 2/20/14	NYC	13.94
03/20/14	B L SEDLAK Conference charges 2/20/14	CHI	1.74
03/20/14	B L SEDLAK Conference charges 2/12/14	CHI	5.75
03/20/14	S H GRIFFIN Conference charges - Call with client 2/4/14	LOS	5.24
03/20/14	G S STEWART Conference charges - Team call regarding swaps settlement 2/27/14	WAS	5.24
03/20/14	B B ERENS Conference charges 1/7/14	CHI	1.13
03/20/14	B B ERENS Conference charges 1/31/14	CHI	5.34
03/20/14	B B ERENS Conference charges 1/29/14	CHI	2.17
03/20/14	B B ERENS Conference charges 1/7/14	CHI	1.44
03/20/14	E MILLER Conference charges - Call with State officials regarding negotiation issues and state aid 2/24/14	WAS	1.15
03/20/14	E MILLER Conference charges - Call with Neville (Dentons), Plecha (Lippett O'Keefe), Mack (Miller Cohen) and Lennox regarding retiree voting and solicitation materials 2/21/14	WAS	16.00
03/20/14	E MILLER Conference charges - Call with Bowen (Milliman) and Moore (Conway MacKenzie) regarding process to determine 2013 liabilities and DROP issues in PFRS pension plan 2/23/14	WAS	7.17
03/20/14	E MILLER Conference charges - Call with Nowling (City) regarding press issue involving implementation of March retiree health settlement 2/14/14	WAS	8.80
03/20/14	E MILLER Conference charges - Call with Malhotra (Ernst & Young) regarding AFSCME negotiations and settlement costs 2/19/14	WAS	10.24
03/20/14	E MILLER Conference charges - Call with Reil, Sachs (Miller Canfield), Griffin, Lennox and Van Dusen (Miller Canfield) regarding pension governance [REDACTED] 2/9/14	WAS	14.48
03/20/14	E MILLER Conference charges - Call with State representatives and retiree committee representatives regarding [REDACTED] 2/7/14	WAS	11.62
03/20/14	E MILLER Conference charges - Call with Reil, Sachs (Miller Canfield) and Griffin regarding trust agreement for new pension governance for retirement plans 2/5/14	WAS	9.75
03/20/14	E MILLER Conference charges - [REDACTED] 1/30/14	WAS	37.33
03/20/14	E MILLER Conference charges - Status call with Judge Rhodes regarding retiree health negotiations 1/29/14	WAS	33.85
03/20/14	E MILLER Conference charges - [REDACTED] 1/29/14	WAS	20.71
03/20/14	E MILLER Conference charges - [REDACTED] 1/28/14	WAS	35.89

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03/20/14	E MILLER Conference charges - Call with Taranto (Milliman) regarding developing response to Retiree Committee 2014 health proposal 1/26/14	WAS	1.88
03/20/14	E MILLER Conference charges - [REDACTED] 2/16/14	WAS	1.10
03/20/14	E MILLER Conference charges - [REDACTED] 1/20/14	WAS	18.28
03/20/14	E MILLER Conference charges - Call with Wixon regarding dental rates 1/13/14	WAS	6.11
03/20/14	E MILLER Conference charges - Call with Milliman regarding work on pension modeling 1/3/14	WAS	8.82
03/20/14	M J AUSTIN Conference charges 2/27/14	CHI	5.40
03/20/14	M J AUSTIN Conference charges 2/25/14	CHI	7.51
03/20/14	S C WOO Conference charges 2/18/14	CHI	8.04
03/27/14	J B ELLMAN Conference charges - Work-in-Process call 2/3/14	ATL	13.08
03/27/14	J B ELLMAN Conference charges - Work-in-Process call 2/24/14	ATL	14.61
03/27/14	J B ELLMAN Conference charges - Work-in-Process call 2/21/14	ATL	17.86
03/27/14	J B ELLMAN Conference charges - Work-in-Process call 2/17/14	ATL	2.84
03/27/14	J B ELLMAN Conference charges - Work-in-Process call 2/10/14	ATL	11.33
03/27/14	J B ELLMAN Conference charges - Post-Chapter 9 Governance call 2/10/14	ATL	6.03
03/27/14	B ROSENBLUM Conference charges - Call relating to Syncora adversary proceeding 2/3/14	NYC	20.68
03/27/14	B ROSENBLUM Conference charges - Call regarding swaps motion, term sheet and order 2/28/14	NYC	2.87
03/27/14	B ROSENBLUM Conference charges - Call regarding COP issues 2/13/14	NYC	2.33
03/27/14	B ROSENBLUM Conference charges - Call regarding strategy issues 2/7/14	NYC	11.24
03/27/14	B ROSENBLUM Conference charges - Call relating to Syncora adversary proceeding 2/4/14	NYC	10.85
	Conference Charges Subtotal		1,189.35
03/10/14	J L SEIDMAN Court costs - additional teleconference costs for 2/25 hearing	CLE	7.00
03/11/14	T HOFFMANN Court costs - attend court hearing via teleconference 2/25/14	CHI	30.00
03/12/14	C M HEALEY Court costs - CourtCall, LLC 2/25/14 - remote court appearance	COL	37.00
03/13/14	C J DIPOMPEO Court costs - Attend hearing via conference regarding status conference for Detroit v. Syncora adversary proceeding 2/19/14	WAS	67.11

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03/20/14	C M HEALEY Court costs - CourtCall, LLC 3/13/14 - remote court appearance	COL	65.00
03/31/14	C J DIPOMPEO Court costs - Courtcall, LLC - attend 1/3/14 hearing via teleconference on approval of swap settlement	WAS	247.00
	Court costs Subtotal		453.11
03/11/14	J C DUKE Document filing charges - Clerk, U.S. Court of Appeals, Sixth Circuit - Ball Admission	WAS	226.00
	Document filing charges Subtotal		226.00
03/06/14	CLE ACCOUNTING Duplication charges through 3/6/14	CLE	11.80
03/06/14	COL ACCOUNTING Duplication charges through 3/6/14	COL	60.50
03/06/14	CHI ACCOUNTING Duplication charges through 3/6/14	CHI	2.80
03/06/14	CLE ACCOUNTING Duplication charges through 3/6/14	CLE	62.70
03/20/14	ATL ACCOUNTING Duplication charges through 3/20/14	ATL	222.60
03/20/14	CHI ACCOUNTING Duplication charges through 3/20/14	CHI	18.60
03/20/14	ATL ACCOUNTING Duplication charges through 3/20/14	ATL	19.80
03/27/14	CLE ACCOUNTING Duplication charges through 3/27/14	CLE	37.60
03/27/14	CHI ACCOUNTING Duplication charges through 3/27/14	CHI	0.20
	Duplication charges Subtotal		436.60
01/30/14	M L HALE Federal Express Charges - Hale	WAS	38.13
01/30/14	M L HALE Federal Express Charges - Hale	WAS	38.13
01/30/14	M L HALE Federal Express Charges - Hale	WAS	38.13
01/30/14	M L HALE Federal Express Charges - Hale	WAS	38.13
03/05/14	H LENNOX Federal Express Charges - Lennox	NYC	15.35
03/14/14	D J MERRETT Federal Express Charges - Bennett	ATL	122.60
03/17/14	D J MERRETT Federal Express Charges - Steven G. Howell, Dickinson Wright	ATL	28.82
	Federal Express charges Subtotal		319.29
03/06/14	H LENNOX Food and beverage expenses - Travel to detroit for 2/25 hearing on Disclosure Statement timing 2/25/14 - dinner	NYC	10.25
03/06/14	H LENNOX Food and beverage expenses - Travel to Detroit [REDACTED] 2/28/14 - dinner	NYC	7.79

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03/06/14	H LENNOX	NYC	37.40
	Food and beverage expenses - Travel to Detroit [REDACTED]	2/27/14 - dinner	
03/06/14	E M ROSSMAN	COL	30.00
	Food and beverage expenses - Travel to Detroit for negotiations with Emergency Medical Service Officers Association, AFSCME, and Detroit Police Officers Association 12/16/13 - lunch with Easley		
03/06/14	E M ROSSMAN	COL	1.95
	Food and beverage expenses - Travel to Detroit for AFSCME negotiations 1/13/14 - breakfast		
03/06/14	E M ROSSMAN	COL	9.06
	Food and beverage expenses - Travel to Detroit for AFSCME negotiations 1/14/14 - breakfast		
03/06/14	E M ROSSMAN	COL	5.67
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/21/14 - lunch		
03/06/14	E M ROSSMAN	COL	210.00
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/21/14 - dinner with Birnbaum, Woo, Coleman and Kastin		
03/06/14	E M ROSSMAN	COL	60.00
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/22/14 - lunch with Easley, Birnbaum and Coleman		
03/06/14	E M ROSSMAN	COL	9.01
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/22/14 - breakfast		
03/06/14	E M ROSSMAN	COL	3.02
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/23/14 - coffee		
03/06/14	E M ROSSMAN	COL	7.21
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/28/14 - lunch		
03/06/14	E M ROSSMAN	COL	4.29
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/30/14 - dinner		
03/06/14	E M ROSSMAN	COL	189.84
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/4/14 - dinner Easley, Woo, Birnbaum and Coleman		
03/06/14	E M ROSSMAN	COL	75.39
	Food and beverage expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/5/14 - dinner with Woo and Coleman		
03/06/14	E M ROSSMAN	COL	1.95
	Food and beverage expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/10/14 - breakfast		
03/06/14	E M ROSSMAN	COL	7.21
	Food and beverage expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/10/14 - lunch		
03/06/14	E M ROSSMAN	COL	62.95
	Food and beverage expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/11/14 - lunch with Birnbaum, Woo and Coleman		
03/06/14	E M ROSSMAN	COL	24.14
	Food and beverage expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/12/14 - lunch with Woo		
03/06/14	E M ROSSMAN	COL	4.29
	Food and beverage expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/12/14 - breakfast		

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03/06/14	E M ROSSMAN	COL	2.39
	Food and beverage expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/20/14 - breakfast		
03/06/14	E M ROSSMAN	COL	9.00
	Food and beverage expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/20/14 - coffee with Easley and Birnbaum		
03/06/14	E M ROSSMAN	COL	6.00
	Food and beverage expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/21/14 - coffee		
03/06/14	E M ROSSMAN	COL	2.51
	Food and beverage expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/21/14 - breakfast		
03/06/14	E M ROSSMAN	COL	3.15
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 - breakfast		
03/06/14	E M ROSSMAN	COL	28.51
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 - lunch with Easley and Woo		
03/06/14	E M ROSSMAN	COL	2.39
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - breakfast		
03/06/14	E M ROSSMAN	COL	5.30
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - coffee		
03/06/14	E M ROSSMAN	COL	7.21
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - lunch with Woo		
03/06/14	E M ROSSMAN	COL	43.03
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - dinner		
03/06/14	E M ROSSMAN	COL	4.19
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/26/14 - snack and beverage while traveling back to Columbus		
03/06/14	B W EASLEY	CHI	37.90
	Food and beverage expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19/14 - lunch with Coleman and Woo		
03/06/14	B W EASLEY	CHI	225.00
	Food and beverage expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19/14 - dinner with Birnbaum, Rossman, Coleman and Woo		
03/06/14	B W EASLEY	CHI	11.13
	Food and beverage expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/20/14 - breakfast with Birnbaum and Rossman		
03/06/14	B W EASLEY	CHI	131.00
	Food and beverage expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/20/14 - dinner with Rossman, Coleman and Woo		
03/06/14	B W EASLEY	CHI	13.78
	Food and beverage expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/21/14 - breakfast Rossman and Woo		

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03/06/14	S C WOO	CHI	10.15
	Food and beverage expenses - Travel to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/19/14 - breakfast		
03/06/14	S C WOO	CHI	11.50
	Food and beverage expenses - Travel to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/20/14 - breakfast		
03/06/14	S C WOO	CHI	10.00
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - breakfast		
03/06/14	S C WOO	CHI	17.49
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 - lunch for Coleman		
03/06/14	S C WOO	CHI	4.51
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 - lunch		
03/06/14	E MILLER	WAS	456.23
	Food and beverage expenses - [REDACTED] 2/3/14 (continental breakfast, lunch and beverage service/refresh for 15 people)		
03/11/14	NYC ACCOUNTING	NYC	100.67
	Food and beverage expenses - Meeting with Retiree Committee counsel regarding plan of adjustment issues 2/4/14 (Lennox - breakfast for 10 people)		
03/11/14	NYC ACCOUNTING	NYC	84.90
	Food and beverage expenses - Meeting with Retiree Committee counsel regarding plan of adjustment issues 2/4/14 (Lennox - lunch for 6 people)		
03/12/14	WAS ACCOUNTING	WAS	97.63
	Food and beverage expenses - [REDACTED] 2/24/14 (Miller - lunch for 5 people) Food and beverage expenses		
03/13/14	D G HEIMAN	CLE	180.00
	Food and beverage expenses - Travel to Detroit for hearing on disbandment of Unsecured Creditors Committee and UTGO hearing on motion to dismiss 2/18/14 - dinner with Orr (City), Cullen, and Stewart		
03/13/14	D G HEIMAN	CLE	60.00
	Food and beverage expenses - Travel to Detroit for hearing on disbandment of Unsecured Creditors Committee and UTGO hearing on motion to dismiss 2/19/14 - breakfast with Hertzberg (Pepper Hamilton), Cullen, Bennett and Stewart		
03/13/14	D G HEIMAN	CLE	225.00
	Food and beverage expenses - Travel to New York for meeting regarding plan of adjustment treatments 1/13/14 - dinner with Malhotra (Ernst & Young), Bennett, Lennox and Miller		
03/13/14	M L HALE	WAS	8.67
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/12/14 - lunch		
03/13/14	M L HALE	WAS	41.24
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/11/14 - dinner (in-room service)		
03/13/14	M L HALE	WAS	30.44
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/12/14 - dinner (in-room service)		

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03/13/14	M L HALE	WAS	24.67
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/14/14 - lunch		
03/13/14	M L HALE	WAS	8.47
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/14/14 - dinner		
03/13/14	M L HALE	WAS	30.08
	Food and beverage expenses - Travel to Detroit for interviews with City employees for COPs litigation 2/13/14 - dinner (in-room service)		
03/13/14	M L HALE	WAS	8.67
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - lunch		
03/13/14	M L HALE	WAS	8.43
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/6/14 - lunch		
03/13/14	M L HALE	WAS	2.65
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/6/14 - breakfast		
03/13/14	M L HALE	WAS	17.78
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/6/14 - dinner with Calloway		
03/13/14	M L HALE	WAS	6.68
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/7/14 - breakfast		
03/13/14	M L HALE	WAS	17.27
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/7/14 - lunch		
03/13/14	M L HALE	WAS	29.98
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/4/14 - dinner		
03/13/14	M L HALE	WAS	1.91
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - hotel snack shop		
03/13/14	M L HALE	WAS	26.82
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - dinner		
03/13/14	M L HALE	WAS	28.32
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/7/14 - dinner		
03/13/14	E M ROSSMAN	COL	7.21
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/7/14 - lunch		
03/13/14	E M ROSSMAN	COL	7.55
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/9/14 - breakfast with Birnbaum		
03/13/14	E M ROSSMAN	COL	180.00
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/9/14 - dinner with Birnbaum, Woo and Kim		
03/13/14	E M ROSSMAN	COL	3.02
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/10/14 - breakfast		
03/13/14	E M ROSSMAN	COL	2.85
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/7/14 - breakfast		

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03/13/14	E M ROSSMAN	COL	1.91
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/7/14 - breakfast		
03/13/14	E M ROSSMAN	COL	10.34
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/4/14 - lunch		
03/13/14	E M ROSSMAN	COL	6.36
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/5/14 - breakfast		
03/13/14	E M ROSSMAN	COL	1.91
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/6/14 - breakfast		
03/13/14	E M ROSSMAN	COL	37.04
	Food and beverage expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/6/14 - dinner with Woo		
03/13/14	J KASTIN	NYC	12.00
	Food and beverage expenses - Travel to Detroit [REDACTED] [REDACTED] 2/24/14 - breakfast		
03/13/14	J KASTIN	NYC	123.90
	Food and beverage expenses - Travel to Detroit [REDACTED] [REDACTED] 2/25/14 - dinner with Coleman and Woo		
03/13/14	J KASTIN	NYC	27.95
	Food and beverage expenses - Travel to Detroit [REDACTED] [REDACTED] 2/26/14 - lunch with Coleman		
03/13/14	S C WOO	CHI	2.92
	Food and beverage expenses - Travel to Detroit for meeting with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/4/14 - breakfast		
03/13/14	S C WOO	CHI	11.28
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412, and Detroit Fire Fighters Association 3/4/14 - lunch		
03/13/14	S C WOO	CHI	28.85
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412, and Detroit Fire Fighters Association 3/6/14 - lunch with Rossman and Birnbaum		
03/13/14	S C WOO	CHI	30.00
	Food and beverage expenses - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412, and Detroit Fire Fighters Association 3/7/14 - lunch with Rossman		
03/20/14	H LENNOX	NYC	20.00
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/12/14 - dinner		
03/20/14	H LENNOX	NYC	10.79
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/12/14 - lunch		
03/20/14	H LENNOX	NYC	38.68
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/10/14 - dinner (in-room service)		
03/20/14	H LENNOX	NYC	25.78
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/12/14 - breakfast (in-room service)		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	H LENNOX	NYC	45.00
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/11/14 - dinner (full dinner bill of \$402.02 split with another client; \$45 allotted to Detroit for Lennox)		
03/20/14	H LENNOX	NYC	24.00
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/14/14 - breakfast with Miller		
03/20/14	H LENNOX	NYC	38.68
	Food and beverage expenses - Travel to Detroit for 3/5 hearing on Disclosure Statement schedule 3/3/14 - dinner (in-room service)		
03/20/14	H LENNOX	NYC	25.78
	Food and beverage expenses - Travel to Detroit for 3/5 hearing on Disclosure Statement schedule 3/4/14 - breakfast (in-room service)		
03/20/14	H LENNOX	NYC	135.00
	Food and beverage expenses - Travel to Detroit for 3/5 hearing on Disclosure Statement schedule 3/4/14 - dinner with Heiman and Miller		
03/20/14	J E CALLAWAY	WAS	8.43
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/6/14 - lunch		
03/20/14	J E CALLAWAY	WAS	5.33
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - breakfast		
03/20/14	J E CALLAWAY	WAS	18.84
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - dinner with Hale		
03/20/14	J E CALLAWAY	WAS	8.67
	Food and beverage expenses - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 - lunch		
03/20/14	D S BIRNBAUM	CHI	12.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/22/14 - breakfast (in-room service)		
03/20/14	D S BIRNBAUM	CHI	13.21
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/21/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	8.56
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/21/14 - lunch		
03/20/14	D S BIRNBAUM	CHI	9.54
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and meetings with City leadership to discuss labor relations and restructuring issues 1/21/14 - coffee with Rossman and Easley		
03/20/14	D S BIRNBAUM	CHI	11.33
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/22/14 - coffee with Rossman and Easley		
03/20/14	D S BIRNBAUM	CHI	39.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/22/14 - dinner		
03/20/14	D S BIRNBAUM	CHI	7.95
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	15.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4/14 - coffee with Rossman and Easley		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	D S BIRNBAUM	CHI	45.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4/14 - lunch with Coleman and Rossman		
03/20/14	D S BIRNBAUM	CHI	10.90
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4/14 - dinner		
03/20/14	D S BIRNBAUM	CHI	12.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues. 2/5/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	53.71
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/6/14 - lunch with Coleman, Woo and Rossman		
03/20/14	D S BIRNBAUM	CHI	8.73
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	8.22
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11/14 - coffee with Rossman		
03/20/14	D S BIRNBAUM	CHI	180.00
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11/14 - dinner with Rossman, Coleman and Woo		
03/20/14	D S BIRNBAUM	CHI	8.06
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/12/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	90.00
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/12/14 - dinner with Coleman		
03/20/14	D S BIRNBAUM	CHI	8.88
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/13/14 - breakfast		
03/20/14	D S BIRNBAUM	CHI	34.50
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/13/14 - lunch Ellsworth (City) and Coleman		
03/20/14	D S BIRNBAUM	CHI	50.56
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/14/14 - lunch with Ellsworth (City) and Coleman		
03/20/14	D S BIRNBAUM	CHI	2.00
	Food and beverage expenses - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/14/14 - water		
03/20/14	D S BIRNBAUM	CHI	12.53
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18/14 - breakfast		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	D S BIRNBAUM	CHI	30.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18/14 - lunch with Woo		
03/20/14	D S BIRNBAUM	CHI	90.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18/14 - dinner with Woo, Coleman and Rossman		
03/20/14	D S BIRNBAUM	CHI	13.78
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/19/14 - lunch with Rossman		
03/20/14	D S BIRNBAUM	CHI	75.00
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14 - lunch Rossman, Coleman, Easley and Woo		
03/20/14	D S BIRNBAUM	CHI	30.69
	Food and beverage expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14 - dinner		
03/20/14	J KASTIN	NYC	42.00
	Food and beverage expenses - Travel to Detroit for meetings with City Human Resources Department regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/10/14 - dinner (in-room service)		
03/20/14	B J COLEMAN	CHI	8.77
	Food and beverage expenses - Travel to Detroit [REDACTED] 2/4/14 - breakfast		
03/20/14	B J COLEMAN	CHI	45.00
	Food and beverage expenses - Travel to Detroit [REDACTED] 2/6/14 - dinner (one person)		
03/20/14	B J COLEMAN	CHI	12.05
	Food and beverage expenses - Travel to Detroit [REDACTED] 2/7/14 - breakfast		
03/20/14	B J COLEMAN	CHI	8.01
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/11/14 - breakfast		
03/20/14	B J COLEMAN	CHI	12.89
	Food and beverage expenses - Travel to Detroit [REDACTED] 3/11/14 - dinner		
03/20/14	B J COLEMAN	CHI	2.60
	Food and beverage expenses - Travel to Detroit for GRS Negotiation Strategy meeting 3/18/14 - breakfast		
03/20/14	B J COLEMAN	CHI	10.50
	Food and beverage expenses - Travel to Detroit for GRS Negotiation Strategy meeting 3/18/14 - lunch		
03/20/14	B J COLEMAN	CHI	9.98
	Food and beverage expenses - Travel to Detroit for [REDACTED] AFSCME Local 214 and 312 fact finding hearings 3/19/14 - breakfast		
03/20/14	S C WOO	CHI	64.38
	Food and beverage expenses - Travel to Detroit for meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/11/14 - dinner with Birnbaum		
03/20/14	S C WOO	CHI	45.30
	Food and beverage expenses - Travel to Detroit meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/12/14 - dinner with Birnbaum		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/27/14	J B ELLMAN	ATL	15.00
	Food and beverage expenses - Travel to Detroit for hearing Motion to Vacate Unsecured Creditors Committee 2/19/14 - lunch		
03/27/14	J B ELLMAN	ATL	33.40
	Food and beverage expenses - Travel to Detroit for hearing on Motion to Vacate Unsecured Creditors Committee 2/19/14 - dinner (in-room service)		
03/27/14	D S BIRNBAUM	CHI	14.09
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/4/14 - breakfast		
03/27/14	D S BIRNBAUM	CHI	180.00
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/4/14 - dinner with Easley, Rossman and Woo		
03/27/14	D S BIRNBAUM	CHI	44.23
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/5/14 - lunch with Easley, Rossman and Woo		
03/27/14	D S BIRNBAUM	CHI	9.01
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/6/14 - breakfast		
03/27/14	D S BIRNBAUM	CHI	12.83
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/6/14 - coffee with Rossman and Woo		
03/27/14	D S BIRNBAUM	CHI	2.21
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 3/11/14 - breakfast		
03/27/14	D S BIRNBAUM	CHI	43.66
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 3/11/14 - lunch with Woo and Coleman		
03/27/14	D S BIRNBAUM	CHI	7.42
	Food and beverage expenses - Travel to Detroit to participate in negotiation meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 3/12/14 - breakfast		
03/27/14	J KASTIN	NYC	45.00
	Food and beverage expenses - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/19/14 - dinner (in-room service)		
03/27/14	J KASTIN	NYC	23.02
	Food and beverage expenses - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/19/14 - lunch		
03/27/14	B J COLEMAN	CHI	44.00
	Food and beverage expenses - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/10/14 - dinner (one person)		
03/27/14	B J COLEMAN	CHI	27.80
	Food and beverage expenses - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/12/14 - lunch with Berry (City)		
03/27/14	B J COLEMAN	CHI	135.00
	Food and beverage expenses - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/13/14 - dinner with Birnbaum and Tiller		

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03/27/14	B J COLEMAN	CHI	6.68
	Food and beverage expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/18/14 - breakfast		
03/27/14	B J COLEMAN	CHI	15.00
	Food and beverage expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/18/14 - lunch (one person)		
03/27/14	B J COLEMAN	CHI	75.00
	Food and beverage expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/21/14 - lunch with Rossman, Easley, Birnbaum and Woo		
03/27/14	B J COLEMAN	CHI	18.64
	Food and beverage expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/25/14 - lunch		
03/27/14	W J GOLDSMITH	NYC	9.90
	Food and beverage expenses - meeting with Kreisberg (AFSCME) regarding AFSCME wage proposal 3/4/14 (beverage service for 2 people)		
03/31/14	WAS ACCOUNTING	WAS	117.15
	Food and beverage expense - Negotiation session with [REDACTED] 3/7/14 (Miller - lunch and beverages for 6 people)		
03/31/14	WAS ACCOUNTING	WAS	19.80
	Food and beverage expense - Negotiation session with [REDACTED] 3/10/14 (Miller - beverage service for 4 people)		
	Food and beverage expenses Subtotal		5,785.61
03/06/14	H LENNOX	NYC	182.85
	Hotel charges - Travel to Detroit [REDACTED] 2/27-28/14 (1 night)		
03/06/14	E M ROSSMAN	COL	944.68
	Hotel charges - Travel to Detroit for AFSCME negotiations 1/13-17/14 (4 nights at \$209/night)		
03/06/14	E M ROSSMAN	COL	548.55
	Hotel charges - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/21-24/14 (3 nights)		
03/06/14	E M ROSSMAN	COL	365.70
	Hotel charges - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/28-30/14 (2 nights)		
03/06/14	E M ROSSMAN	COL	548.55
	Hotel charges - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/4-7/14 (3 nights)		
03/06/14	E M ROSSMAN	COL	182.85
	Hotel charges - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/11-12/14 (1 night)		
03/06/14	E M ROSSMAN	COL	365.70
	Hotel charges - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/19-21/14 (2 nights)		
03/06/14	E M ROSSMAN	COL	365.70
	Hotel charges - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24-26/14 (2 nights)		
03/06/14	B W EASLEY	CHI	388.70
	Hotel charges - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/19-21/14 (2 nights)		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/06/14	S C WOO	CHI	583.05
	Hotel charges - Travel to Detroit for meetings with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/18-21/14 (3 nights)		
03/06/14	S C WOO	CHI	365.70
	Hotel charges - Travel to Detroit for meetings with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24-26/14 (2 nights)		
03/13/14	D G HEIMAN	CLE	194.35
	Hotel charges - Travel to Detroit for hearing on disbandment of Unsecured Creditors Committee and UTGO hearing on motion to dismiss 2/18-19/14 (1 night)		
03/13/14	D G HEIMAN	CLE	194.35
	Hotel charges - Travel to Detroit [REDACTED] 2/10-11/14 (1 night)		
03/13/14	M L HALE	WAS	549.70
	Hotel charges - Travel to Detroit for interviews with City employees for COPs litigation 2/11-13/14 (2 nights - \$239/night at Marriott)		
03/13/14	M L HALE	WAS	241.68
	Hotel charges - Travel to Detroit for interviews with City employees for COPs litigation 2/13-14/14 (1 night - \$212/night at Westin Book Cadillac)		
03/13/14	M L HALE	WAS	548.55
	Hotel charges - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/4-7/14 (3 nights)		
03/13/14	E M ROSSMAN	COL	548.55
	Hotel charges - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/7-10/14 (3 nights)		
03/13/14	E M ROSSMAN	COL	548.55
	Hotel charges - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/4-7/14 (3 nights)		
03/13/14	J KASTIN	NYC	388.70
	Hotel charges - Travel to Detroit for [REDACTED] meeting with the Association of Professional Technical Employees regarding supplemental bargaining agreement 2/24-26/14 (2 nights)		
03/13/14	S C WOO	CHI	548.55
	Hotel charges - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/4-7/14 (3 nights)		
03/13/14	D G HEIMAN	CLE	365.70
	Hotel charges - Travel to Detroit for 2/25/14 hearing on Plan of Adjustment and Disclosure Statement 2/24-26/14 (2 nights)		
03/20/14	H LENNOX	NYC	731.40
	Hotel charges - Travel to Detroit [REDACTED] 3/10-14/14 (4 nights)		
03/20/14	H LENNOX	NYC	365.70
	Hotel charges - Travel to Detroit for 3/5 hearing on Disclosure Statement Schedule 3/3-5/14 (2 nights)		
03/20/14	J E CALLAWAY	WAS	365.70
	Hotel charges - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5-7/14 (2 nights)		
03/20/14	D S BIRNBAUM	CHI	182.85
	Hotel charges - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/21-22/14 (1 night)		
03/20/14	D S BIRNBAUM	CHI	365.70
	Hotel charges - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4-6/14 (2 nights)		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	D S BIRNBAUM	CHI	548.55
	Hotel charges - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11-14/14 (3 nights)		
03/20/14	D S BIRNBAUM	CHI	434.70
	Hotel charges - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18-20/14 (2 nights - \$189/night)		
03/20/14	E MILLER	WAS	274.85
	Hotel charges - Travel to Detroit [REDACTED] 3/4-5/14 (1 night - \$239/night at Marriott)		
03/20/14	E MILLER	WAS	182.85
	Hotel charges - Travel to Detroit [REDACTED] 3/13-14/14 (1 night)		
03/20/14	E MILLER	WAS	182.85
	Hotel charges - Travel to Detroit for planning session on revised Plan of Adjustment and meeting with Judge Rosen 3/17-18/14 (1 night)		
03/20/14	J KASTIN	NYC	194.35
	Hotel charges - Travel to Detroit for meetings with City Human Resources Department regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/10-11/14 (1 night)		
03/20/14	B J COLEMAN	CHI	548.55
	Hotel charges - Travel to Detroit [REDACTED] 2/4-7/14 (3 nights)		
03/20/14	S C WOO	CHI	182.85
	Hotel charges - Travel to Detroit for meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/11-12/14 (1 night)		
03/27/14	J B ELLMAN	ATL	194.83
	Hotel charges - Travel to Detroit for hearing on Motion to Vacate Unsecured Creditors Committee 2/18-19/14 (1 night)		
03/27/14	D S BIRNBAUM	CHI	365.70
	Hotel charges - Travel to Detroit for negotiation meetings with labor organizations and City leadership regarding labor relations and restructuring issues 3/4-6/14 (2 nights)		
03/27/14	D S BIRNBAUM	CHI	182.85
	Hotel charges - Travel to Detroit for negotiation meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 3/11-12/14 (1 night)		
03/27/14	J KASTIN	NYC	194.35
	Hotel charges - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/18-/19/14 (1 night)		
03/27/14	B J COLEMAN	CHI	232.88
	Hotel charges - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/10-11/14 (1 night - \$202/night at Westin Book Cadillac)		
03/27/14	B J COLEMAN	CHI	548.55
	Hotel charges - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/11-14/14 (3 nights)		
03/27/14	B J COLEMAN	CHI	652.05
	Hotel charges - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations and Association of Professional and Technical Employees supplemental agreement negotiations 2/18-21/14 (3 nights - \$189/night at Westin Book Cadillac)		
03/27/14	B J COLEMAN	CHI	434.70
	Hotel charges - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations and Association of Professional and Technical Employees supplemental agreement negotiations 2/24-26/14 (2 nights - \$189/night at Westin Book Cadillac)		
	Hotel charges Subtotal		16,337.52

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03/06/14	D A HALL Long distance charges 2/26/14	CHI	1.80
03/06/14	D A HALL Long distance charges 2/26/14	CHI	1.80
03/06/14	D A HALL Long distance charges 2/26/14	CHI	1.50
03/06/14	D A HALL Long distance charges 2/26/14	CHI	1.35
03/06/14	D A HALL Long distance charges 2/20/14	CHI	1.35
03/06/14	D A HALL Long distance charges 2/6/14	CHI	4.35
03/06/14	D A HALL Long distance charges 1/31/14	CHI	3.90
03/06/14	D A HALL Long distance charges 1/30/14	CHI	1.35
03/06/14	D A HALL Long distance charges 1/27/14	CHI	1.35
03/06/14	D A HALL Long distance charges 1/24/14	CHI	3.00
03/06/14	LOS ACCOUNTING Long distance charges through 3/6/14	LOS	3.00
03/06/14	ATL ACCOUNTING Long distance charges through 3/6/14	ATL	13.50
03/06/14	CLE ACCOUNTING Long distance charges through 3/6/14	CLE	8.10
03/06/14	M J AUSTIN Long distance charges 2/7/14	CHI	1.20
03/06/14	M J AUSTIN Long distance charges 2/20/14	CHI	1.80
03/06/14	M J AUSTIN Long distance charges 2/10/14	CHI	1.95
03/06/14	M J AUSTIN Long distance charges 2/7/14	CHI	2.10
03/13/14	CLE ACCOUNTING Long distance charges through 3/13/14	CLE	4.50
03/13/14	CHI ACCOUNTING Long distance charges through 3/13/14	CHI	4.35
03/13/14	WAS ACCOUNTING Long distance charges through 3/13/14	WAS	1.05
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/10/14	NYC	2.00
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/11/14	NYC	9.20
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/12/14	NYC	2.00
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/12/14	NYC	1.50
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/12/14	NYC	7.20
03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/12/14	NYC	7.20

** = Food, beverage and entertainment expense as defined by D.C. Sect. 274(n), included in this amount is USD 5,785.61

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03/20/14	H LENNOX Long distance charges during travel to Detroit [REDACTED] 3/12/14	NYC	7.20
03/20/14	H LENNOX Long distance charges during travel to Detroit for 3/5 hearing 3/4/14	NYC	2.00
03/20/14	H LENNOX Long distance charges during travel to Detroit for 3/5 hearing. 3/4/14	NYC	2.00
03/20/14	H LENNOX Long distance charges during travel to Detroit for 3/5 hearing 3/4/14	NYC	1.60
03/20/14	H LENNOX Long distance charges during travel to Detroit for 3/5 hearing 3/4/14	NYC	9.20
03/20/14	D S BIRNBAUM Long distance charges 12/27/13	CHI	1.20
03/20/14	D S BIRNBAUM Long distance charges 1/31/14	CHI	1.50
03/20/14	D S BIRNBAUM Long distance charges 1/31/14	CHI	1.65
03/20/14	D S BIRNBAUM Long distance charges 1/23/14	CHI	1.65
03/20/14	D S BIRNBAUM Long distance charges 1/31/14	CHI	1.35
03/20/14	D S BIRNBAUM Long distance charges 2/21/14	CHI	3.75
03/20/14	D S BIRNBAUM Long distance charges 2/7/14	CHI	1.65
03/20/14	D S BIRNBAUM Long distance charges 2/7/14	CHI	1.80
03/20/14	D S BIRNBAUM Long distance charges 2/21/14	CHI	5.40
03/20/14	D S BIRNBAUM Long distance charges 2/10/14	CHI	1.35
03/20/14	D S BIRNBAUM Long distance charges 2/7/14	CHI	1.50
03/20/14	D S BIRNBAUM Long distance charges 2/7/14	CHI	1.05
03/20/14	J KASTIN Long distance charges 3/4/14	NYC	1.80
03/20/14	B L SEDLAK Long distance charges 2/10/14	CHI	1.80
03/20/14	B L SEDLAK Long distance charges 2/10/14	CHI	2.70
03/20/14	B L SEDLAK Long distance charges 2/12/14	CHI	1.05
03/20/14	B L SEDLAK Long distance charges 2/25/14	CHI	1.20
03/20/14	ATL ACCOUNTING Long distance charges through 3/20/14	ATL	10.20
03/20/14	NYC ACCOUNTING Long distance charges through 3/20/14	NYC	11.10
03/20/14	CLE ACCOUNTING Long distance charges through 3/20/14	CLE	6.60
03/20/14	WAS ACCOUNTING Long distance charges through 3/20/14	WAS	2.10

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03/20/14	NYC ACCOUNTING Long distance charges - Conf. Room 308 - 3/4/14 - Heiman	NYC	8.10
03/20/14	NYC ACCOUNTING Long distance charges - Conf. Room 308 - 3/4/14 - Heiman	NYC	1.50
03/20/14	NYC ACCOUNTING Long distance charges - Conf. Room 308 - 3/4/14 - Heiman	NYC	1.20
03/20/14	NYC ACCOUNTING Long distance charges - Conf. Room 303 - 3/4/14 - Heiman	NYC	3.45
03/20/14	M J AUSTIN Long distance charges 3/3/14	CHI	3.30
03/20/14	M J AUSTIN Long distance charges 3/5/14	CHI	3.45
03/27/14	COL ACCOUNTING Long distance charges through 3/27/14	COL	1.80
03/27/14	ATL ACCOUNTING Long distance charges through 3/27/14	ATL	1.05
03/27/14	CLE ACCOUNTING Long distance charges through 3/27/14	CLE	15.75
03/27/14	B ROSENBLUM Long distance charges - Relating to various Detroit issues 3/11/14	NYC	1.80
03/27/14	B ROSENBLUM Long distance charges - Relating to Detroit issues 3/3/14	NYC	6.90
03/27/14	B ROSENBLUM Long distance charges - Regarding swap issues 2/26/14	NYC	14.55
03/27/14	J M TILLER Long distance charges 2/18/14	CHI	1.05
	Long distance charges Subtotal		240.70
03/06/14	H LENNOX Mileage expenses - Roundtrip travel to/from Cleveland and Detroit for 2/25 hearing on Disclosure Statement timing 2/25/14 (344.00 Miles @ Rate .56)	NYC	192.64
03/06/14	H LENNOX Mileage expenses - Travel from Cleveland to Detroit [REDACTED] 2/27/14 (172.00 Miles @ Rate .56)	NYC	96.32
03/06/14	H LENNOX Mileage expenses - Travel to Cleveland from Detroit [REDACTED] 2/28/14 (172.00 Miles @ Rate .56)	NYC	96.32
03/06/14	E M ROSSMAN Mileage expenses - Travel from Columbus to Detroit for AFSCME negotiations 1/13/14 (180.00 Miles @ Rate .56)	COL	100.80
03/06/14	E M ROSSMAN Mileage expenses - Travel from Detroit to Columbus following AFSCME negotiations 1/17/14 (180.00 Miles @ Rate .56)	COL	100.80
03/06/14	E M ROSSMAN Mileage expenses - Travel from Columbus to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/21/14 (180.00 Miles @ Rate .56)	COL	100.80
03/06/14	E M ROSSMAN Mileage expenses - Travel from Detroit to Columbus following Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/24/14 (180.00 Miles @ Rate .56)	COL	100.80
03/06/14	E M ROSSMAN Mileage expenses - Travel from Columbus to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/28/14 (180.00 Miles @ Rate .56)	COL	100.80

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03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following Detroit Police Lieutenants and Sergeants Association contract discussions 1/30/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Columbus to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/4/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following Detroit Police Lieutenants and Sergeants Association contract discussions 2/7/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Columbus to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/10/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/12/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel to Detroit from Columbus for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/19/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/21/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Columbus to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 (180.00 Miles @ Rate .56)		
03/06/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/26/14 (180.00 Miles @ Rate .56)		
03/13/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Columbus to Detroit for contract discussions with Emergency Medical Service Officers Association 1/7/14 (180.00 Miles @ Rate .56)		
03/13/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following contract discussions with Emergency Medical Service Officers Association 1/10/14 (180.00 Miles @ Rate .56)		
03/13/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Columbus to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/4/14 (180.00 Miles @ Rate .56)		
03/13/14	E M ROSSMAN	COL	100.80
	Mileage expenses - Travel from Detroit to Columbus following contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/7/14 (180.00 Miles @ Rate .56)		
03/13/14	D G HEIMAN	CLE	14.56
	Mileage expenses - Travel to Detroit for 2/25/14 hearing on Plan of Adjustment and Disclosure Statement 2/24/14 (from home to Cleveland airport) (26.00 Miles @ Rate .56)		
03/20/14	H LENNOX	NYC	96.32
	Mileage expenses - Travel from Cleveland to Detroit for 3/11 hearing [REDACTED] 3/10/14 (172.00 Miles @ Rate .56)		
03/20/14	H LENNOX	NYC	96.32
	Mileage expenses - Travel from Detroit to Cleveland following 3/11 hearing [REDACTED] 3/14/14 (172.00 Miles @ Rate .56)		

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03/20/14	H LENNOX	NYC	96.32
	Mileage expenses - Travel from Cleveland to Detroit for 3/5 hearing regarding Disclosure Statement schedule 3/3/14 (172.00 Miles @ Rate .56)		
03/20/14	H LENNOX	NYC	96.32
	Mileage expenses - Travel from Detroit to Cleveland following 3/5 hearing regarding Disclosure Statement schedule 3/5/14 (172.00 Miles @ Rate .56)		
03/27/14	J B ELLMAN	ATL	14.00
	Mileage expenses - Travel to Detroit for hearing on Motion to Vacate Unsecured Creditors Committee (split with another client) 2/17/14 (to/from home and Atlanta airport) (50.00 Miles @ Rate .28)		
	Mileage expenses Subtotal		2,613.52
03/06/14	H LENNOX	NYC	30.00
	Parking expenses - Travel to Detroit [REDACTED] 2/28/14 (hotel)		
03/06/14	E M ROSSMAN	COL	10.00
	Parking expenses - Travel to Detroit for AFSCME negotiations 1/13/14 (at meeting)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/21/14 (hotel)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/22/14 (hotel)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/23/14 (hotel)		
03/06/14	E M ROSSMAN	COL	2.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association grievance negotiations 1/22/14 (at meeting)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/28/14 (hotel)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/29/14 (hotel)		
03/06/14	E M ROSSMAN	COL	2.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 1/30/14 (at meeting)		
03/06/14	E M ROSSMAN	COL	2.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/4/14 (at meeting)		
03/06/14	E M ROSSMAN	COL	2.00
	Parking expenses - Travel to Detroit for Detroit Police Lieutenants and Sergeants Association contract discussions 2/6/14 (at meeting)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for AFSCME fact finding hearing and contract discussions with Detroit Fire Fighters Association 2/11/14 (hotel)		
03/06/14	E M ROSSMAN	COL	60.00
	Parking expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/20-21/14 (hotel)		
03/06/14	E M ROSSMAN	COL	7.00
	Parking expenses - Travel to Detroit for contract discussions with Detroit Police Officers Association and Detroit Fire Fighters Association 2/20/14 (at meeting)		

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03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 (hotel)		
03/06/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 2/25/14 (hotel)		
03/06/14	B W EASLEY	CHI	7.00
	Parking expenses - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Detroit Labor Relations Division 2/21/14 (at meeting)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/7/14 (hotel)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/8/14 (hotel)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/9/14 (hotel)		
03/13/14	E M ROSSMAN	COL	8.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association 1/9/14 (at meeting)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/4/14 (hotel)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/5/14 (hotel)		
03/13/14	E M ROSSMAN	COL	30.00
	Parking expenses - Travel to Detroit for contract discussions with Emergency Medical Service Officers Association and Detroit Police Officers Association 3/6/14 (hotel)		
03/13/14	D G HEIMAN	CLE	28.00
	Parking expenses - Travel to Detroit for 2/25/14 hearing on Plan of Adjustment and Disclosure Statement 2/24-26/14 (at Cleveland airport)		
03/20/14	D S BIRNBAUM	CHI	17.50
	Parking expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18/14 (at meeting)		
03/20/14	D S BIRNBAUM	CHI	17.50
	Parking expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/19/14 (at meeting)		
03/20/14	D S BIRNBAUM	CHI	7.00
	Parking expenses - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14 (at meeting)		
03/20/14	E MILLER	WAS	36.00
	Parking expenses - Travel to Detroit [REDACTED] 2/25/14 (at Washington airport)		
03/20/14	E MILLER	WAS	36.00
	Parking expenses - Travel to Detroit [REDACTED] 2/28/14 (at Washington airport)		
03/20/14	E MILLER	WAS	72.00
	Parking expenses - Travel to Detroit [REDACTED] 3/4-5/14 (at Washington airport)		
03/20/14	E MILLER	WAS	72.00
	Parking expenses - Travel to Detroit [REDACTED] 3/13-14/14 (at Washington airport)		

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03/20/14	E MILLER Parking expenses - Travel to Detroit for planning session on revised Plan of Adjustment and meeting with Judge Rosen 3/17-18/14 (at Washington airport)	WAS	61.00
03/20/14	G S STEWART Parking expenses - Travel from Washington, D.C. to Boston [REDACTED] 3/13/14 (at Washington airport)	WAS	22.00
03/27/14	J B ELLMAN Parking expenses - Travel to Detroit for hearing on Motion to Vacate Unsecured Creditors Committee (split with another client) 2/17-19/14 (at Atlanta airport)	ATL	24.00
03/27/14	B L SEDLAK Parking expenses - Travel to Detroit for meeting with Orr (City) and Detroit Institute of Art representatives 2/27/14 (at Chicago airport)	CHI	35.00
03/27/14	D S BIRNBAUM Parking expenses - Travel to Detroit for negotiations with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/4-5/14 (hotel)	CHI	60.00
03/27/14	D S BIRNBAUM Parking expenses - Travel to Detroit for negotiations with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/4/14 (at meeting)	CHI	10.00
03/27/14	D S BIRNBAUM Parking expenses - Travel to Detroit for negotiations with labor organizations and meetings with City leadership to discuss labor relations and restructuring issues 3/12/14 (hotel)	CHI	30.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] AFSCME Local Nos. 214 and 312 fact finding hearings 2/13/14 (at court)	CHI	9.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/19/14 (hotel)	CHI	30.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/20/14 (hotel)	CHI	30.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/24/14 (hotel)	CHI	30.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/25/14 (hotel)	CHI	30.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/20/14 (at meeting)	CHI	8.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/25/14 (at meeting)	CHI	12.00
03/27/14	B J COLEMAN Parking expenses - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations, and Association of Professional and Technical Employees supplemental agreement negotiations 2/26/14 (at meeting)	CHI	6.00
	Parking expenses Subtotal		1,233.00

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03/27/14	J B ELLMAN Photocopy (External) - Documents printed for court hearing on Motion to Vacate Unsecured Creditors Committee 2/19/14	ATL	45.64
	Photocopy (External) Subtotal		45.64
03/06/14	B W EASLEY Taxi fare - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Labor Relations Division 2/7/14 (from home to Chicago airport)	CHI	59.00
03/06/14	B W EASLEY Taxi fare - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Labor Relations Division 2/19/14 (from airport to hotel)	CHI	66.00
03/06/14	B W EASLEY Taxi fare - Travel to Detroit for meetings with Mayor Duggan, City of Detroit Director of Operations and Labor Relations Division, Detroit 2/21/14 (from Chicago airport to home)	CHI	59.00
03/06/14	G S STEWART Taxi fare - Travel to Detroit for 2/25/14 court hearing regarding Disclosure Statement schedule 2/26/14 (from Miller Canfield to airport)	WAS	65.00
03/06/14	G S STEWART Taxi fare - Travel to Detroit for 2/25/14 court hearing regarding Disclosure Statement schedule 2/25/14 (from home to Washington airport)	WAS	42.90
03/06/14	E MILLER Taxi fare - Travel to Detroit [REDACTED] 2/25/14 (from Miller Canfield to airport)	WAS	84.00
03/06/14	S C WOO Taxi fare - Travel to Detroit for meeting with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/21/14 (from Chicago airport to home)	CHI	46.86
03/06/14	S C WOO Taxi fare - Travel to Detroit for meeting with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/18/14 (from home to Chicago airport)	CHI	36.78
03/06/14	S C WOO Taxi fare - Travel to Detroit for meeting with United Auto Workers, Detroit Police Officers Association, Detroit Department of Transportation and Detroit Fire Fighters Association 2/18/14 (from airport to office)	CHI	66.00
03/06/14	S C WOO Taxi fare - Travel to Detroit for meeting with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/24/14 (from home to Chicago airport)	CHI	35.05
03/06/14	S C WOO Taxi fare - Travel to Detroit for meeting with Detroit Department of Transportation, Emergency Medical Service Officers Association and Detroit Police Officers Association 2/26/14 (from Chicago airport to home) 2/26/14	CHI	34.62
03/06/14	H LENNOX Taxi fare - Travel to New York [REDACTED] 1/10/14 (from office to airport)	NYC	93.00
03/06/14	H LENNOX Taxi fare - Travel to New York [REDACTED] 1/8/14 (transportation [REDACTED] to dinner meeting)	NYC	42.32
03/06/14	H LENNOX Taxi fare - Travel to Detroit [REDACTED] 1/4/14 (from home to New York airport)	NYC	66.27
03/06/14	B J COLEMAN Taxi fare - Travel to New York [REDACTED] 1/10/14 (from office to airport)	CHI	66.27

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03/06/14	P SCOTT	WAS	56.00
	Taxi fare - Travel to Detroit for hearing on Disclosure Statement Schedule 2/25/14 (Cullen - from office to Washington airport)		
03/06/14	C BALL	NYC	93.00
	Taxi fare - Travel to Detroit for assumption and postpetition financing hearing 1/14/14 (from New York airport to office)		
03/06/14	H LENNOX	NYC	94.41
	Taxi Fare - Travel to New York [REDACTED] 1/5/14 (from New York airport to home; includes \$19.50 in tolls)		
03/06/14	H LENNOX	NYC	95.23
	Taxi fare - Travel to New York regarding plan of adjustment meetings with City advisors 2/24/14 (from New York airport to home)		
03/12/14	WAS ACCOUNTING	WAS	56.00
	Taxi fare - Travel to Detroit for pension negotiations 3/5/14 (Cullen - from Washington airport to office)		
03/12/14	WAS ACCOUNTING	WAS	56.00
	Taxi fare - Travel to Detroit for pension negotiations 3/5/14 (Cullen - from office to Washington airport)		
03/13/14	D G HEIMAN	CLE	70.00
	Taxi fare - Travel to Detroit for UTGO hearing on motion to dismiss 2/19/14 (from office to airport)		
03/13/14	D G HEIMAN	CLE	57.50
	Taxi fare - Travel to Detroit for UTGO hearing on motion to dismiss 2/19/14 (from Cleveland airport to home)		
03/13/14	D G HEIMAN	CLE	66.00
	Taxi fare - Travel to Detroit for UTGO hearing on motion to dismiss (from airport to office) 2/19/14		
03/13/14	D G HEIMAN	CLE	50.00
	Taxi fare - Car service from Cleveland airport to office 1/2/14		
03/13/14	D G HEIMAN	CLE	60.00
	Taxi fare - Travel to New York for pension negotiations with AFSCME 1/10/14 (car service from Cleveland airport to office)		
03/13/14	D G HEIMAN	CLE	66.00
	Taxi fare - Travel to Detroit for UTGO [REDACTED] 2/11/14 (from office to airport)		
03/13/14	M L HALE	WAS	30.53
	Taxi fare - Travel to Detroit for interviews with City employees for COPs litigation 2/11/14 (from airport to hotel)		
03/13/14	M L HALE	WAS	60.00
	Taxi fare - Travel to Detroit for interviews with City employees for COPs litigation 2/14/14 (from Marriott Renaissance to Detroit Metropolitan airport)		
03/13/14	J KASTIN	NYC	55.00
	Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 2/24/14 (from home to New York airport)		
03/13/14	J KASTIN	NYC	68.75
	Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 2/24/14 (from airport to office)		
03/13/14	J KASTIN	NYC	44.66
	Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 2/26/14 (from New York airport to home)		

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03/13/14	J KASTIN	NYC	68.75
Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 2/26/14 (from office to airport)			
03/13/14	S C WOO	CHI	37.00
Taxi fare - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Works Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/4/14 (from home to Chicago airport)			
03/13/14	S C WOO	CHI	74.00
Taxi fare - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Works Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/4/14 (from airport to 1301 E. Warren - Detroit Dept of Transportation)			
03/13/14	S C WOO	CHI	72.00
Taxi fare - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/7/14 (from office to airport)			
03/13/14	S C WOO	CHI	39.00
Taxi fare - Travel to Detroit for meetings with Detroit Department of Transportation, City Law Department, United Auto Workers Local 212, United Auto Workers Local 412 and Detroit Fire Fighters Association 3/7/14 (from Chicago airport to home)			
03/13/14	D G HEIMAN	CLE	55.00
Taxi fare - Travel to Detroit for 2/25/14 hearing on Plan of Adjustment and Disclosure Statement 2/24/14 (from airport to hotel)			
03/13/14	D G HEIMAN	CLE	55.00
Taxi fare - Travel to Detroit for 2/25/14 hearing on Plan of Adjustment and Disclosure Statement 2/26/14 (from hotel to airport)			
03/13/14	D G HEIMAN	CLE	60.00
Taxi fare - Travel to Detroit [REDACTED] 2/28/14 (from airport to office)			
03/13/14	D G HEIMAN	CLE	26.25
Taxi fare - Travel to Detroit [REDACTED] 2/28/14 (from Ft. Myers airport to home)			
03/13/14	D G HEIMAN	CLE	35.00
Taxi fare - Travel to Detroit [REDACTED] 2/28/14 (from home to Ft. Myers airport)			
03/13/14	D G HEIMAN	CLE	133.31
Taxi fare - Travel to New York for pension negotiations with AFSCME 1/5/14 (from Newark airport to hotel; includes \$25.00 in tolls and \$26 in miscellaneous charges)			
03/13/14	D G HEIMAN	CLE	70.73
Taxi fare - Travel to New York for meeting regarding plan of adjustment treatments 1/14/14 (from hotel to airport)			
03/13/14	D G HEIMAN	CLE	88.59
Taxi fare - Travel to New York for meeting regarding plan of adjustment treatments 1/13/14 (from airport to office; includes \$15.50 in tolls)			
03/13/14	C BALL	NYC	154.25
Taxi fare - Travel to Detroit for assumption and postpetition financing hearing 1/16/14 (from New York airport to home in Harrison, NY)			
03/20/14	W J GOLDSMITH	NYC	20.00
Taxi fare - Travel to Washington, D.C. for meeting with Kreisberg (AFSCME) regarding AFSCME wage proposal 3/4/14 (from office to airport)			
03/20/14	W J GOLDSMITH	NYC	35.00
Taxi fare - Travel to Washington, D.C. for meeting with Kreisberg (AFSCME) regarding AFSCME wage proposal 3/4/14 (from New York airport to home)			

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	J E CALLAWAY	WAS	60.10
	Taxi fare - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 (from airport to office)		
03/20/14	J E CALLAWAY	WAS	25.00
	Taxi fare - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/5/14 (from home to Washington airport)		
03/20/14	J E CALLAWAY	WAS	60.00
	Taxi fare - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/7/14 (from office to airport)		
03/20/14	J E CALLAWAY	WAS	25.00
	Taxi fare - Travel to Detroit for document production relating to COPs litigation and Plan of Adjustment hearing 3/7/14 (from Washington airport to home)		
03/20/14	G S STEWART	WAS	105.00
	Taxi fare - Travel to Boston [REDACTED] 3/13/14 (from Boston airport to office - \$50.00; from office to Boston airport - \$55.00)		
03/20/14	D S BIRNBAUM	CHI	87.50
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/21/14 (car service from home to Chicago airport)		
03/20/14	D S BIRNBAUM	CHI	107.75
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/22/14 (car service from Chicago airport to home)		
03/20/14	D S BIRNBAUM	CHI	71.50
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 1/22/14 (from office to airport)		
03/20/14	D S BIRNBAUM	CHI	103.75
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/4/14 (car service from home to Chicago airport)		
03/20/14	D S BIRNBAUM	CHI	107.75
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/6/14 (car service from Chicago airport to home)		
03/20/14	D S BIRNBAUM	CHI	87.50
	Taxi fare - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11/14 (car service from home to Chicago airport)		
03/20/14	D S BIRNBAUM	CHI	107.75
	Taxi fare - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/14/14 (car service from Chicago airport to home)		
03/20/14	D S BIRNBAUM	CHI	103.75
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/18/14 (car service from home to Chicago airport)		
03/20/14	D S BIRNBAUM	CHI	107.75
	Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14 (car service from Chicago airport to home)		
03/20/14	E MILLER	WAS	84.00
	Taxi fare - Travel to Detroit [REDACTED] 2/25/14 (from office to airport)		
03/20/14	E MILLER	WAS	60.00
	Taxi fare - Travel to Detroit [REDACTED] 2/28/14 (from hotel to airport)		
03/20/14	E MILLER	WAS	60.00
	Taxi fare - Travel to Detroit [REDACTED] 3/4/14 (from airport to courthouse)		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	E MILLER Taxi fare - Travel to Detroit [REDACTED] [REDACTED] 3/5/14 (from hotel to airport)	WAS	60.00
03/20/14	E MILLER Taxi fare - Travel to Detroit [REDACTED] [REDACTED] 3/5/14 (from Marriott Renaissance to Westin Cadillac for meeting with Lennox)	WAS	7.00
03/20/14	E MILLER Taxi fare - Travel to Detroit [REDACTED] 3/14/14 (from airport to Miller Canfield)	WAS	60.00
03/20/14	E MILLER Taxi fare - Travel to Detroit [REDACTED] 3/14/14 (from Miller Canfield to airport)	WAS	62.50
03/20/14	E MILLER Taxi fare - Travel to Detroit for planning session on revised Plan of Adjustment and meeting with Judge Rosen 3/17/14 (from airport to hotel)	WAS	61.00
03/20/14	E MILLER Taxi fare - Travel to Detroit for planning session on revised Plan of Adjustment and meeting with Judge Rosen 3/18/14 (from hotel to airport)	WAS	62.50
03/20/14	E MILLER Taxi fare - Travel to Detroit for meeting to discuss Plan of Adjustment issues 2/18/14 (from hotel to VanOverbeke, Michaud & Timmony)	WAS	15.00
03/20/14	E MILLER Taxi fare - Travel to Detroit for meeting to discuss Plan of Adjustment issues 2/18/14 (from hotel to airport)	WAS	68.75
03/20/14	J KASTIN Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/10/14 (from home to New York airport)	NYC	56.25
03/20/14	J KASTIN Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/10/14 (from airport to office)	NYC	62.50
03/20/14	J KASTIN Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/11/14 (from office to airport)	NYC	62.50
03/20/14	J KASTIN Taxi fare - Travel to Detroit for meetings with Human Resources regarding performance management initiatives, with City Purchasing Department [REDACTED] and with Labor Relations regarding GRS Coalition negotiations 3/11/14 (from New York airport to home)	NYC	47.79
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit [REDACTED] 2/4/14 (car service from home to Chicago airport)	CHI	71.25
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit [REDACTED] 2/7/14 (from hotel to [REDACTED])	CHI	6.00
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit [REDACTED] 2/7/14 ([REDACTED] to airport)	CHI	70.00
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit [REDACTED] 3/11/14 (car service from home to Chicago airport)	CHI	71.25

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit [REDACTED] from Chicago airport to home)	CHI 3/11/14 (car service)	91.50
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit for GRS negotiation strategy meeting 3/18/14 (car service from home to Chicago airport)	CHI	71.25
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit for GRS negotiation strategy meeting 3/18/14 (from hotel to airport)	CHI	66.00
03/20/14	B J COLEMAN Taxi fare - Travel to Detroit for GRS negotiation strategy meeting 3/18/14 (car service from Chicago airport to home)	CHI	91.50
03/20/14	S C WOO Taxi fare - Travel to Detroit for meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/11/14 (from home to Chicago airport)	CHI	35.82
03/20/14	S C WOO Taxi fare - Travel to Detroit for meetings with City Law Department and United Auto Workers Local 412 regarding labor issues, including UAW Local 412 legal assistants collective bargaining agreement 3/12/14 (from Chicago airport to home)	CHI	44.22
03/20/14	D S BIRNBAUM Taxi fare - Travel to Detroit for meetings with labor organizations and City leadership to discuss labor relations and restructuring issues 2/20/14 (from meeting to airport)	CHI	70.00
03/20/14	D S BIRNBAUM Taxi fare - Travel to Detroit to plan for and participate in fact finding hearing with American Federation of State, County and Municipal Employees Locals 312 and 214 2/11/14 (from meeting to airport)	CHI	70.00
03/20/14	G S STEWART Taxi fare - Travel from 17th and H Streets, Washington, D.C. to office (300 New Jersey Avenue) for meeting with [REDACTED] (potential expert witness) 3/14/14	WAS	12.00
03/24/14	P SCOTT Taxi fare - Travel to Detroit for 3/13/14 (Cullen - car service from office to Washington airport) meeting with potential expert witness for confirmation hearing	WAS	56.00
03/26/14	WAS ACCOUNTING Taxi fare - Travel to Detroit for meeting regarding issues involved in final formulation of plan of adjustment 3/18/14 (Cullen - car service from Washington airport to office)	WAS	56.00
03/26/14	WAS ACCOUNTING Taxi fare - Travel to Detroit for meeting regarding issues involved in final formulation of plan of adjustment 3/18/14 (Cullen - car service from office to Washington airport)	WAS	88.00
03/26/14	B S BENNETT Taxi fare - Travel to New York [REDACTED] 1/29/14 (from office to hotel)	LOS	43.03
03/26/14	T F CULLEN JR Taxi fare - Travel to New York [REDACTED] 1/30/14 (from office to Penn Station)	WAS	31.19
03/26/14	D G HEIMAN Taxi fare - from JFK airport to hotel (111 E. 56th St.) 2/3/14 (amount includes \$12.00 in tolls)	CLE	103.47
03/26/14	H LENNOX Taxi fare - Travel to New York for meeting with Retiree Committee counsel 2/3/14 (from New York airport to home; includes \$15.50 in tolls)	NYC	87.68
03/26/14	D G HEIMAN Taxi fare - Meeting in New York with Dentons to review draft plan of adjustment 2/4/14 (from office to airport)	CLE	84.09

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/26/14	E MILLER	WAS	74.63
	Taxi Fare - Travel to New York for meeting with Dentons to review plan of adjustment 2/4/14 (from office to airport)		
03/27/14	J B ELLMAN	ATL	65.00
	Taxi fare - Travel to Detroit for court hearing on Motion to Vacate Unsecured Creditors Committee 2/18/14 (from airport to hotel)		
03/27/14	J B ELLMAN	ATL	65.00
	Taxi fare - Travel to Detroit for court hearing on Motion to Vacate Unsecured Creditors Committee 2/19/14 (from courthouse to airport)		
03/27/14	B L SEDLAK	CHI	66.00
	Taxi fare - Travel to Detroit for meeting with Orr (City) and Detroit Institute of Art representatives regarding Detroit Institute of Art transaction terms 2/26/14 (from airport to meeting)		
03/27/14	B L SEDLAK	CHI	66.00
	Taxi fare - Travel to Detroit for meeting with Orr (City) and Detroit Institute of Art representatives regarding Detroit Institute of Art transaction terms 2/26/14 (from meeting to airport)		
03/27/14	D S BIRNBAUM	CHI	103.75
	Taxi fare - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/4/14 (car service from home to Chicago airport)		
03/27/14	D S BIRNBAUM	CHI	91.50
	Taxi fare - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/6/14 (car service from Chicago airport to home)		
03/27/14	D S BIRNBAUM	CHI	103.75
	Taxi fare - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/11/14 (car service from home to Chicago airport)		
03/27/14	D S BIRNBAUM	CHI	91.50
	Taxi fare - Travel to Detroit for negotiation meetings with labor organizations and meetings with City leadership regarding labor relations and restructuring issues 3/12/14 (car service from Chicago airport to home)		
03/27/14	J KASTIN	NYC	62.50
	Taxi fare - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/18/14 (from airport to meeting)		
03/27/14	J KASTIN	NYC	62.50
	Taxi fare - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/19/14 (from meeting to airport)		
03/27/14	J KASTIN	NYC	54.78
	Taxi fare - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/19/14 (from New York airport to home)		
03/27/14	J KASTIN	NYC	50.00
	Taxi fare - Travel to Detroit for meetings with Labor Relations regarding GRS Coalition negotiations and City Purchasing Department regarding outsourcing initiatives 3/18/14 (from home to New York airport)		
03/27/14	B J COLEMAN	CHI	71.25
	Taxi fare - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/10/14 (car service from home to Chicago airport)		
03/27/14	B J COLEMAN	CHI	71.25
	Taxi fare - Travel to Detroit for [REDACTED] AFSCME Locals 214 and 312 fact finding hearings 2/14/14 (car service from Chicago airport to home)		

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<i>Date</i>	<i>Timekeeper Name</i>	<i>Location</i>	<i>Amount</i>
03/27/14	B J COLEMAN	CHI	71.25
	Taxi fare - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations and Association of Professional and Technical Employees supplemental agreement negotiations 2/26/14 (car service from Chicago airport to home)		
03/27/14	B J COLEMAN	CHI	35.00
	Taxi fare - Travel to Detroit for [REDACTED] Detroit Income Tax Investors Association negotiations and Association of Professional and Technical Employees supplemental agreement negotiations 2/18/14 (car service from home to Chicago airport)		
03/27/14	E MILLER	WAS	79.08
	Taxi fare - Travel to New York for negotiation session with Retiree Committee counsel and health care actuary on 2014 retiree health benefits 1/24/14 (from office to airport)		
03/31/14	E M ROSSMAN	COL	54.00
	Taxi Fare - Travel to Detroit for contract discussions with Emergency Medical Service Offices Association and Detroit Firefighters Association, and meetings with City Labor Relations regarding AFSCME and Police Dispatchers 3/18/14 (from home to Columbus airport)		
	Taxi Fare Subtotal		7,614.91
03/06/14	H LENNOX	NYC	6.25
	Toll charges - Travel from Cleveland to Detroit for hearing on Disclosure Statement timing 2/25/14 (Ohio Turnpike)		
03/06/14	H LENNOX	NYC	6.50
	Toll charges - Travel from Detroit to Cleveland following hearing on Disclosure Statement timing 2/25/14 (Ohio Turnpike)		
03/06/14	H LENNOX	NYC	6.25
	Toll charges - Travel from Detroit to Cleveland [REDACTED] 2/28/14 (Ohio Turnpike)		
03/06/14	H LENNOX	NYC	5.00
	Toll charges - Travel from Cleveland to Detroit [REDACTED] 2/27/14 (Ohio Turnpike)		
03/20/14	H LENNOX	NYC	5.00
	Toll charges - Travel to Detroit from Cleveland for 3/11 hearing [REDACTED] 3/10/14 (Ohio Turnpike)		
03/20/14	H LENNOX	NYC	6.25
	Toll charges - Travel from Detroit to Cleveland following 3/11 hearing [REDACTED] 3/14/14 (Ohio Turnpike)		
03/20/14	H LENNOX	NYC	5.00
	Toll charges - Travel from Cleveland to Detroit for 3/5 hearing regarding Disclosure Statement schedule 3/3/14 (Ohio Turnpike)		
03/20/14	H LENNOX	NYC	6.25
	Toll charges - Travel from Detroit to Cleveland following 3/5 hearing regarding Disclosure Statement schedule 3/5/14 (Ohio Turnpike)		
	Toll charges Subtotal		46.50
03/27/14	W J GOLDSMITH	NYC	216.00
	Train Fare - Travel from New York to Washington, D.C. for meeting with Kreisberg (AFSCME) regarding AFSCME wage proposal 3/4/14		
	Train Fare Subtotal		216.00
01/29/14	J E CALLAWAY	WAS	36.28
	United Parcel Services Charges, Aquipt		
01/31/14	M J AUSTIN	CHI	11.12
	United Parcel Services Charges, Kristin Going, Drinker Biddle & Reath		

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609004

Invoice: 32684365

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Claims Administration

USD 73,067.50

TOTAL

USD 73,067.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
J B ELLMAN	23.80	900.00	21,420.00
H LENNOX	17.90	975.00	17,452.50
T S SWATSLER	2.30	775.00	1,782.50
ASSOCIATE			
D J MERRETT	40.50	575.00	23,287.50
O S ZELTNER	23.40	350.00	8,190.00
PARALEGAL			
D M HIRTZEL	3.40	275.00	935.00
TOTAL	111.30	USD	73,067.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Claims Administration included the following:

- (1) Addressed issues relating to the motion filed by the Official Committee of Retirees (the "Retiree Committee") for allowance and payment of an administrative claim for insurance costs (the "Administrative Claim Motion"), including by researching and drafting counterarguments to the Retiree Committee's reply in support of the Administrative Claim Motion and preparing for and participating in the Bankruptcy Court's March 5, 2014 hearing on the Administrative Claim Motion;
- (2) Negotiated a consensual resolution of the Administrative Claim Motion, drafted a settlement agreement memorializing such resolution and prepared papers relating to the filing of the settlement agreement under seal;
- (3) Addressed issues relating to the alternative dispute resolution ("ADR") procedures established pursuant to an order of the Bankruptcy Court, including by (a) assisting the City in preparing a form settlement agreement for claims resolved pursuant to the ADR procedures and other ADR implementation documents, including a form notice of modification of the automatic stay, and (b) assisting the City in the development of a process to resolve claims via the ADR procedures; and
- (4) Evaluated and addressed other claims and claim issues, including issues relating to (a) no-fault automotive claims, (b) workers' compensation claims and related self-insurance issues, (c) claims arising under 42 U.S.C. § 1983 and (d) claims against the City for indemnification.

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Claims Administration

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	H LENNOX Review Retiree Committee reply to administrative claim objection.	0.30	975.00	292.50
03/03/14	J B ELLMAN Review and evaluate additional materials regarding workers compensation claims (.30); conference with Lennox regarding same (.10); review and respond to issues raised regarding Retiree Committee administrative claim (.20).	0.60	900.00	540.00
03/03/14	H LENNOX Review case law regarding Retiree Committee request for insurance policy in preparation of 3/5 hearing (2.40); communications with Merrett, Swatsler, Heiman regarding 3/5 hearing preparations (.70).	3.10	975.00	3,022.50
03/03/14	D J MERRETT Communicate with Lennox, Swatsler regarding hearing on retiree committee administrative expense motion (.10); review court orders regarding same (.30); draft counterarguments to committee reply (4.20); research regarding same (2.20); review pleadings in connection with same (1.50); review plan and disclosure statement in connection with same (.20); communicate with Lennox, Swatsler regarding cross examination of committee witnesses (.20); communicate with Lennox regarding consent argument (.20); communicate with Lennox, Miller regarding retiree committee proofs of claim (.20).	9.10	575.00	5,232.50
03/03/14	T S SWATSLER Review/respond to emails regarding 3/5 hearing on Retiree Committee motion for administrative expense (.90); draft possible cross questions for Committee witnesses (1.40).	2.30	775.00	1,782.50
03/03/14	O S ZELTNER Research (3.80) and draft (1.40) memorandum regarding section 503(b)(3)(F) of the Bankruptcy Code and distinction between expenses of a committee and expenses of committee members, for reply to Retiree Committee motion for administrative expense claim; communicate with Merrett regarding same (.10).	5.30	350.00	1,855.00
03/04/14	J B ELLMAN Communicate with Lennox regarding no fault claims and state funds (.20); review materials regarding same (.60); conference with Lee (Ernst & Young) regarding claims status (.40).	1.20	900.00	1,080.00
03/04/14	H LENNOX Review documents and prepare for 3/5 hearing on Retiree Committee request for insurance policy.	1.90	975.00	1,852.50
03/04/14	D J MERRETT Communicate with Zeltner regarding legislative history to section 503(b)(3) of the Bankruptcy Code in connection with Retiree Committee administrative expense motion (.20); draft correspondence to Lennox regarding same (.30); research regarding San Bernardino case (.60); communicate with Lennox regarding same (.20); communicate with Lennox regarding hearing preparation (.20); prepare for (.10) and participate in (.30) claims call with Lee (Ernst & Young), Panagiotakis (Ernst & Young) and Paque (KCC); assignment to Zeltner regarding postpetition claim research issue (.20).	2.10	575.00	1,207.50
03/04/14	O S ZELTNER Research (.50) and draft (.30) memorandum regarding legislative history of section 503(b)(3) of the Bankruptcy Code.	0.80	350.00	280.00
03/05/14	J B ELLMAN Review correspondence regarding no fault claims (.30); respond to Lennox regarding same (.20); review Ernst & Young report on self-insurance bond proceeds (.20); communicate with Lennox and LaPlante (Miller Canfield) regarding La Salle motion for class claim certification (.10).	0.80	900.00	720.00
03/05/14	H LENNOX Prepare for (.40) and participate in (1.00) hearing on Retiree Committee request for insurance as an administrative expense; telephone conference with Orr (City), Heiman regarding outcome of same (.20).	1.60	975.00	1,560.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/05/14	D J MERRETT	1.20	575.00	690.00
	Communicate with Noseda (City) regarding postpetition claim and FOIA lawsuit (.40); communicate with Lennox regarding same (.20); communicate with Lennox regarding hearing on Retiree Committee administrative expense motion (.20); communicate with Flancher (State) regarding data supporting scheduled claims (.20); communicate with Keelean (City) regarding frivolous claims (.20).			
03/05/14	O S ZELTNER	8.60	350.00	3,010.00
	Research (.80) and draft (.50) memorandum regarding ██████████ research statutes, case law and factual evidence regarding potential 1983 action against the City regarding alleged malicious prosecution (7.10); communicate with Merrett regarding same (.20).			
03/06/14	J B ELLMAN	1.60	900.00	1,440.00
	Review and comment on Retiree Committee proposals regarding administrative claim request (.30); communicate with Lennox regarding same (.10); review ADR settlement and implementation issues (.30); communicate with Fox (City) regarding same (.10); review materials regarding no fault claims and workers' compensation claims (.60); communicate with Merrett, Lennox regarding same (.20).			
03/06/14	H LENNOX	0.50	975.00	487.50
	Communicate with Orr (City), Ellman regarding workers' compensation and no fault claims.			
03/06/14	D J MERRETT	3.40	575.00	1,955.00
	Communicate with Paque (KCC) regarding schedule of filed workers compensation claims (.10); analyze same (.80); review and analyze table of disputed workers compensation claims (1.50); communicate with Ellman regarding same (.10); communicate with Noseda (City) regarding FOIA claim (.10); communicate with counsel to Michigan Innocence Clinic regarding same (.20); communicate with Lee (Ernst & Young), Forrest (Ernst & Young) regarding status of development permit deposit (.30); communicate with Raimi (City) regarding frivolous claims and law department settlement authority (.20); communicate with Estrada (KCC) regarding 36th District Court notice parties (.10).			
03/06/14	O S ZELTNER	2.30	350.00	805.00
	Research case law regarding scope of section 362(a)(3) in chapter 9, and law regarding when a claim arises, with respect to potential postpetition claim against City for alleged malicious prosecution.			
03/07/14	J B ELLMAN	3.10	900.00	2,790.00
	Prepare for (.70) and participate in (1.30) conference call with City regarding no fault and workers compensation claims; communicate with Merrett (.20), Fox (City) (.10) regarding same; review correspondence regarding same (.10); review and revise term sheet to resolve Retiree Committee administrative claim request (.40); review related materials (.10); communicate with Lennox (.10) and Merrett (.10) regarding same.			
03/07/14	H LENNOX	1.80	975.00	1,755.00
	Review and revise Retiree Committee proposal to resolve insurance motion (1.10); communicate with Heiman, Alberts (Dentons), Ellman, Orr (City) regarding same (.70).			
03/07/14	D J MERRETT	0.30	575.00	172.50
	Communicate with Ellman regarding disputed claims issues.			
03/08/14	H LENNOX	0.60	975.00	585.00
	Communicate with Alberts (Dentons), Orr (City) regarding potential resolution of Retiree Committee motion for insurance policy.			
03/09/14	H LENNOX	0.30	975.00	292.50
	Telephone conference with Alberts (Dentons) regarding potential insurance motion settlement.			
03/09/14	D J MERRETT	0.10	575.00	57.50
	Communicate with Herman (Miller Buckfire) regarding treatment of critical vendors.			

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Claims Administration

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/10/14	J B ELLMAN	0.60	900.00	540.00
Communicate with Merrett regarding ADR implementation issues (.20); communicate with Herman (Miller Buckfire) regarding critical vendor issues (.10); review claims trader inquiries regarding claims database and proofs of claim (.10); communicate with Lennox regarding same (.20).				
03/10/14	H LENNOX	2.10	975.00	2,047.50
Communicate with Montgomery (Dentons), Lee (Ernst & Young) regarding critical vendor claims (.30); status conference with court, Alberts (Dentons) regarding Retiree Committee motion for insurance policy (.40); follow-up telephone conferences with Alberts (Dentons), Orr (City), Sikula (Bankruptcy Court) regarding same (1.10); communications with claims traders, Bunning (KCC) regarding requests for all POCs (.30).				
03/10/14	D J MERRETT	6.60	575.00	3,795.00
Communicate with Raimi (City) regarding late-filed claims (.10); review and revise form settlement agreement (.50); communicate with Raimi (City) regarding ADR notices (.10); revise ADR notices (2.80); draft and revise stay modification notice (2.70); revise settlement agreement regarding Retiree Committee administrative expense motion (.20); communicate with Lennox regarding same (.10); communicate with Alberts (Dentons) regarding same (.10).				
03/11/14	J B ELLMAN	0.30	900.00	270.00
Communicate with Merrett regarding ADR implementation materials (.20); review Stewart correspondence regarding section 1983 claim issues (.10).				
03/11/14	D J MERRETT	6.40	575.00	3,680.00
Review and revise stay modification notice (1.40); communicate with Ellman regarding ADR notices (.20); review bar date order and Public Safety Union supplement (.30); communicate with Lennox regarding same (.20); review creditor list and claims register [REDACTED] (.60); communicate with Lennox regarding same (.10); communicate with Lee (Ernst & Young), Wilson regarding Detroit Housing Commission (.20); review CAFR regarding same (.30); additional research regarding same (.40); draft and revise stipulation for order and proposed order resolving committee E&O administrative expense motion (2.10); review proposed 1983 claim [REDACTED] procedures (.20); claims update conference call with Panagiotakis (Ernst & Young), Paque (KCC), Estrada (KCC) (.30); communicate with Ellman regarding claims objections (.10).				
03/12/14	J B ELLMAN	1.50	900.00	1,350.00
Review and comment on stay modification notice for ADR (.30); review and comment on ADR notice (.20); review and revise form ADR settlement agreement (.60); conference with Merrett regarding same (.20); review correspondence from Raimi (City) regarding ADR issues (.10); review Merrett correspondence to Raimi (City) regarding ADR materials (.10).				
03/12/14	D J MERRETT	2.50	575.00	1,437.50
Review and revise claim settlement agreement (.90); communicate with Ellman regarding same (.10); communicate with Raimi (City) regarding same (.10); review and revise stay modification notice (1.20); communicate with Ellman regarding same (.10); communicate with Raimi (City) regarding same (.10).				
03/13/14	J B ELLMAN	1.10	900.00	990.00
Draft memorandum to Lennox regarding status of no fault and workers' compensation claims matters (.60); review related materials (.10); communicate with Lennox regarding follow up to same (.20); draft correspondence to Fox (City) regarding same (.10); review updates regarding same (.10).				
03/13/14	H LENNOX	0.50	975.00	487.50
Review Alberts (Dentons) markup of Retiree Committee claims agreement (.30); communicate with Ellman regarding workers' compensation and auto claims (.20).				
03/14/14	J B ELLMAN	0.80	900.00	720.00
Conference with Fox (City) regarding no fault claim approach (.20); review related correspondence and materials (.20); communicate with Lennox regarding same (.10); review correspondence from Lennox regarding State approach to same (.10); communicate with Merrett regarding same (.10); communicate with Fox (City) regarding ADR authority and implementation (.10).				

JONES DAY

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Claims Administration

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/14/14	H LENNOX	0.50	975.00	487.50
	Review and revise agreement with Retiree Committee regarding defense fund (.30); communicate with Merrett, Alberts (Dentons) regarding same (.20).			
03/14/14	D J MERRETT	3.30	575.00	1,897.50
	Review and revise settlement agreement regarding Retiree Committee E&O coverage administrative expense request (1.20); communicate with Lennox regarding same (.20); communicate with Hill (City) (.10), Lennox (.10), Alberts (Dentons) (.20) regarding same; communicate with Lee (Ernst & Young) regarding ██████████ (.10); communicate with Saldanha (Ernst & Young) regarding same (.20); communicate with Raimi (City), Noseda (City) regarding ADR procedures (.20); communicate with Ellman (.30), Raimi (City) (.10) regarding same communicate with Hill regarding ADP contract (.10); communicate with Ellman regarding same (.20); review and analyze ADP claim in connection with same (.30).			
03/15/14	J B ELLMAN	0.20	900.00	180.00
	Communicate with Raimi (City), Fox (City) and Lennox regarding no-fault and workers' compensation claims issues and approaches.			
03/17/14	H LENNOX	0.90	975.00	877.50
	Review critical vendor data (.40); communicate with Herman (Miller Buckfire) regarding same (.50).			
03/17/14	O S ZELTNER	2.70	350.00	945.00
	Research ██████████ (2.60); communicate with Merrett regarding same (.10).			
03/18/14	J B ELLMAN	0.60	900.00	540.00
	Attend and participate in claims update call with Ernst & Young and KCC (.40); review update regarding no-fault claims (.20).			
03/18/14	H LENNOX	0.60	975.00	585.00
	Communicate with Raimi (City), Fox (City), Ellman regarding workers' compensation claims.			
03/18/14	H LENNOX	0.20	975.00	195.00
	Review revised data on claims for Lazard.			
03/18/14	O S ZELTNER	1.00	350.00	350.00
	Research ██████████ (.80); communicate with Merrett regarding same (.20).			
03/19/14	J B ELLMAN	0.90	900.00	810.00
	Communicate with Mays (City) regarding ADR settlement authority issues (.30); revise example EM directive for same (.10); communicate with Merrett regarding drafting ADR memorandum settlement directive (.10); review and analyze correspondence from City and State regarding treatment of no-fault claims (.30); communicate with Lennox regarding same (.10).			
03/19/14	H LENNOX	0.90	975.00	877.50
	Communicate with Brader (State), Fox (City), Raimi (City), Ellman regarding workers' compensation claims (.40); communicate with Alberts (Dentons) regarding Retiree Committee request for insurance and review revised agreement (.30); communicate with Herman (Miller Buckfire), Bennett regarding Retiree Committee claim data requests (.20).			
03/19/14	O S ZELTNER	0.30	350.00	105.00
	Communicate with City resident who may be a creditor in response to inquiry regarding general case matters (.20); communicate with Lennox regarding same (.10).			
03/20/14	J B ELLMAN	0.40	900.00	360.00
	Communicate with Lennox and City regarding no-fault claims and approaches to address same (.30); review written update from the City (.10).			
03/20/14	H LENNOX	0.80	975.00	780.00
	Review and revise Retiree Committee liability agreement and transmit to Alberts (Dentons) (.40); communicate with Orr (City), Ellman regarding indemnity claims (.40).			

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Claims Administration

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/20/14	D J MERRETT Communicate with Raimi (City) (.10) and Ellman (.10) regarding multi-party tort claims.	0.20	575.00	115.00
03/20/14	D J MERRETT Prepare schedule of State claims for Flancher (State) (.60); communicate with Flancher (State) regarding same (.10).	0.70	575.00	402.50
03/21/14	J B ELLMAN Review and evaluate indemnity claims issues (.90); communicate with Fox (City) regarding same (.10); communicate with Merrett regarding same (.10); outline alternatives for multi-party tort claims (.40); review and respond to correspondence regarding same (.40).	1.90	900.00	1,710.00
03/21/14	H LENNOX Communicate with Alberts (Dentons), Merrett regarding agreement and order for E&O claims (.30); review and revise stipulation and order regarding same (.20).	0.50	975.00	487.50
03/21/14	D J MERRETT Revise stipulation and order regarding committee administrative expense motion (.50); communicate with Lennox regarding same (.10).	0.60	575.00	345.00
03/22/14	D J MERRETT Review filings regarding St. Martin's Cooperative (.20); communicate with Ellman regarding same (.10); draft Emergency Manager memorandum delegating certain claim settlement authority (1.50); communicate with Ellman regarding same (.10).	1.90	575.00	1,092.50
03/24/14	J B ELLMAN Conference call with City and Lennox regarding treatment of indemnification claims (.60); review materials to prepare for same (.30); communicate with Wilson regarding impact of same (.30); review support for potential approach to same (.40); revise directive from EM relating to ADR claims settlement authority (.60); communicate with Mays (City) regarding same (.20); communicate with Fox (City) regarding same (.10).	2.50	900.00	2,250.00
03/24/14	D M HIRTZEL Communicate with Merrett regarding procedures for filing Retiree Committee settlement document under seal (.20); communicate with Sikula (Bankruptcy Court) regarding same (.20); communicate with Merrett regarding Bankruptcy Court response (.20).	0.60	275.00	165.00
03/24/14	H LENNOX Review and execute Retiree Committee agreement (.10); review and revise sealing stipulation (.10).	0.20	975.00	195.00
03/24/14	D J MERRETT Draft and revise stipulation for order sealing settlement agreement with respect to Retiree Committee administrative expense motion (.60); review local rules regarding same (.30); communicate with Lennox (.20), Alberts (Dentons) (.10) regarding same.	1.20	575.00	690.00
03/25/14	J B ELLMAN Communicate with Raimi (City) regarding ADR implementation (.20); review and update/finalize EM directive to provide settlement authority for ADR Claims (.60); communicate with Mays (City) (.10), Fox (City) (.10) and Orr (City) regarding same; communicate with Merrett regarding same (.10); review issues regarding no-fault claims (.30).	1.40	900.00	1,260.00
03/25/14	D M HIRTZEL Electronically file motion for approval to file Retiree Committee settlement agreement under seal (.30); arrange for service of same with KCC (.20); communicate with Merrett regarding same (.20).	0.70	275.00	192.50
03/26/14	J B ELLMAN Conference with Fox (City) regarding claims administration planning (.20); attend update call regarding claims with Ernst & Young and KCC (.30); communicate with Merrett regarding same (.10).	0.60	900.00	540.00

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Claims Administration

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/26/14	H LENNOX Communicate with Raimi (City) regarding no-fault claims.	0.30	975.00	292.50
03/26/14	D J MERRETT Communicate with Ellman regarding process for addressing frivolous or groundless proofs of claim alleging tort liabilities.	0.30	575.00	172.50
03/26/14	D J MERRETT Communicate with counsel to Lexington Insurance ██████████ ██████ (.20); communicate with Keelean (City) regarding same (.10).	0.30	575.00	172.50
03/27/14	J B ELLMAN Communicate with Fox (City) and Raimi (City) regarding workers' compensation claims issues (.20); review materials regarding same (.20); review correspondence from City regarding resolution of certain lawsuits (.20); review and comment on proposals to resolve no-fault claims (.30); communicate with Lennox regarding same (.20); review ADR issues per request of Raimi (City) (.50); conference with Raimi (City) regarding same (.20).	1.80	900.00	1,620.00
03/27/14	D M HIRTZEL Communicate with Merrett regarding filing Retiree Committee settlement agreement under seal (.10); communicate with Sikula (Bankruptcy Court) regarding procedure to file same (.20); arrange for delivery of same to Bankruptcy Court (.50).	0.80	275.00	220.00
03/27/14	H LENNOX Communicate with Taranto (Milliman), Miller regarding OPEB claims.	0.30	975.00	292.50
03/27/14	D J MERRETT Revise stipulation for an order regarding Retiree Committee administrative expense motion (.20); communicate with Hirtzel regarding same (.10).	0.30	575.00	172.50
03/27/14	O S ZELTNER Research Stockton and San Bernardino dockets and claims registers regarding estimation procedures used in determining present value of OPEB claims (2.10); communicate with Lennox (.20), Seidman (.10) regarding same.	2.40	350.00	840.00
03/28/14	J B ELLMAN Communicate with Lee (Ernst & Young) regarding no fault claims (.10); communicate with Fox (City) and Raimi (City) regarding same and going forward strategy (.20); review Brader (State) proposal regarding same (.20); communicate with Lennox regarding same (.10); review memorandum from Raimi (City) regarding ADR and claims issues (.20); draft responsive memorandum regarding same (.40); review related materials (.20); review and respond to Raimi (City) memorandum regarding litigation settlements (.20); review Lennox response to same (.10); communicate with Fox (City) regarding workers' compensation issues (.20).	1.90	900.00	1,710.00
03/28/14	D M HIRTZEL Electronically file stipulation and order resolving Retiree Committee's motion for administrative expense claim (.50); arrange for service of same with KCC (.20); communicate with Merrett regarding same (.20); arrange for proposed order approving same to be submitted to chambers via ECF (.40).	1.30	275.00	357.50
TOTAL		111.30	USD	73,067.50

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609005

Invoice: 32684366

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Automatic Stay Matters

USD 21,085.00

TOTAL

USD 21,085.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Automatic Stay Matters

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
J B ELLMAN	10.40	900.00	9,360.00
ASSOCIATE			
D J MERRETT	16.80	575.00	9,660.00
O S ZELTNER	5.90	350.00	2,065.00
	<hr/>		<hr/>
TOTAL	33.10	USD	21,085.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Automatic Stay Matters included the following:

- (1) Addressed issues relating to creditor Jesse Payne's motion for relief from the automatic stay; and
- (2) Prepared a motion for relief from the automatic stay relating to disputed workers' compensation claims and conducted supporting research; and
- (3) Advised the City regarding the applicability of the automatic stay to certain postpetition actions.

JONES DAY

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Automatic Stay Matters

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	J B ELLMAN	0.90	900.00	810.00
	Review and comment on response to Payne motion for relief from stay (.40); review deal documents regarding same (.30); communicate with LaPlante (Miller Canfield) regarding same (.20).			
03/03/14	J B ELLMAN	1.30	900.00	1,170.00
	Communicate with LaPlante (Miller Canfield) regarding Payne lift stay motion (.20); communicate with Orr (City) (.10) and Lennox (.10) regarding same; review and comment on revised response to same (.80); follow up communication with LaPlante (Miller Canfield) regarding same (.10).			
03/05/14	J B ELLMAN	0.20	900.00	180.00
	Communicate with LaPlante (Miller Canfield) regarding Payne lift stay issues.			
03/11/14	D J MERRETT	2.20	575.00	1,265.00
	Draft and revise stay relief motion for workers' compensation claims.			
03/12/14	D J MERRETT	2.50	575.00	1,437.50
	Draft and revise workers' compensation claim stay relief motion.			
03/13/14	D J MERRETT	7.50	575.00	4,312.50
	Draft and revise motion for relief from stay regarding workers' compensation claims (5.30); research regarding same (2.20).			
03/14/14	D J MERRETT	0.50	575.00	287.50
	Draft and revise motion for relief from stay with respect to workers' compensation claims (.40); communicate with Ellman regarding same (.10).			
03/19/14	J B ELLMAN	0.90	900.00	810.00
	Review and comment on motion to lift the stay in workers' compensation cases (.80); communicate with Merrett regarding same (.10).			
03/19/14	O S ZELTNER	1.20	350.00	420.00
	Research interplay of section 362 of the Bankruptcy Code and 28 U.S.C. 959 regarding scope of chapter 9 stay with respect to postpetition actions.			
03/23/14	D J MERRETT	2.20	575.00	1,265.00
	Review and revise motion for relief from stay regarding workers' compensation claims.			
03/24/14	J B ELLMAN	1.30	900.00	1,170.00
	Review and comment on draft lift stay motion for workers' compensation claims (.80); communicate with Merrett regarding same (.20); draft open items list for same (.30).			
03/25/14	J B ELLMAN	1.10	900.00	990.00
	Communicate with Merrett regarding edits to workers' compensation lift stay motion to conform to recent State discussions (.20); review revised language regarding same (.70); review materials from the State regarding same (.20).			
03/25/14	D J MERRETT	1.70	575.00	977.50
	Review and revise motion for relief from stay regarding workers compensation claims (1.60); communicate with Ellman regarding same (.10).			
03/26/14	J B ELLMAN	2.60	900.00	2,340.00
	Review and revise motion to lift the automatic stay relating to workers' compensation claims (1.40); conference with Merrett regarding same (.20); draft correspondence to City regarding same (.20); communicate with Lennox (.10) and Orr (City) (.10) regarding same; communicate with Raimi (City) regarding questions about application of the automatic stay to postpetition actions (.20); review materials regarding same (.40).			

JONES DAY

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Automatic Stay Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/26/14	D J MERRETT Communicate with Ellman regarding motion for relief from stay with respect to disputed workers' compensation claims.	0.20	575.00	115.00
03/27/14	J B ELLMAN Review stay issues relating to postpetition actions as requested by Raimi (City) (.90); communicate with Merrett and Zeltner regarding same (.20); review Zeltner memorandum and cases regarding same (.60); communicate with Raimi (City) regarding same (.10).	1.80	900.00	1,620.00
03/27/14	O S ZELTNER Research case law (3.20) and draft memorandum (1.30) regarding application of section 362(a)(3) of the Bankruptcy Code to postpetition claims; communicate with Ellman (.10), Merrett (.10) regarding same.	4.70	350.00	1,645.00
03/28/14	J B ELLMAN Review City comments on workers' compensation lift stay motion (.20); communicate with Lennox regarding same (.10).	0.30	900.00	270.00
TOTAL		33.10	USD	21,085.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609006

Invoice: 32684367

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Water and Sewer Matters

USD 39,977.50

TOTAL

USD 39,977.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Water and Sewer Matters

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B B ERENS	4.50	875.00	3,937.50
H LENNOX	9.80	975.00	9,555.00
B L SEDLAK	28.70	800.00	22,960.00
ASSOCIATE			
K M BALTES	4.00	475.00	1,900.00
D S BIRNBAUM	2.60	625.00	1,625.00
TOTAL	49.60	USD	39,977.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Water and Sewer Matters included the following:

- (1) Prepared for and participated in discussions with (a) Detroit Water and Sewerage Department ("DWSD"), (b) certain water and sewer bond creditors and insurer representatives, (c) representatives of the surrounding counties, (d) the Board of Water Commissioners and (e) and other advisors to the City regarding a potential DWSD transaction;
- (2) Reviewed materials and proposals related to the potential DWSD transaction;
- (3) Prepared RFP materials in connection with the solicitation of proposals to operate and manage the DWSD assets; and
- (4) Addressed issues relating to a proposed new DWSD debt issuance.

JONES DAY

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Water and Sewer Matters

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	K M BALTES	1.40	475.00	665.00
	Review and research definitive documents related to municipality public-private concessions for water and sewer.			
03/03/14	D S BIRNBAUM	0.60	625.00	375.00
	Communicate with Lennox regarding pending claims against DWSD (.30); communicate with Schwartz (City) regarding same (.30).			
03/03/14	H LENNOX	1.40	975.00	1,365.00
	Participate in call with DWSD team and Fox (City) regarding response to Oakland County proposal (1.10); telephone conference with Haggard (Miller Buckfire) regarding same (.30).			
03/03/14	B L SEDLAK	3.00	800.00	2,400.00
	Call with Fox (City) and Haggard (Miller Buckfire) to discuss Oakland County proposal (.80); review same (.50); review labor contract information regarding Detroit Water and Sewerage Department (.50); review follow up correspondence regarding Oakland County response (1.20).			
03/05/14	H LENNOX	0.40	975.00	390.00
	[REDACTED]			
03/06/14	H LENNOX	0.20	975.00	195.00
	Telephone conference with Moore (Conway MacKenzie) regarding DWSD business plan.			
03/07/14	D S BIRNBAUM	0.30	625.00	187.50
	Communicate with Schwartz (City) regarding collection of pending labor claims involving DWSD.			
03/07/14	H LENNOX	0.40	975.00	390.00
	[REDACTED] review and forward trustee request for financials (.10).			
03/07/14	B L SEDLAK	4.40	800.00	3,520.00
	Conference with Brader (State), Van Dusen (Miller Canfield), Buckfire (Miller Buckfire) regarding Detroit Water and Sewerage Department alternatives (.90); review revised term sheet and comments to same (1.30); review precedent transaction operating agreements for similar water and sewer systems (1.40); review revised documents from Haggard (Miller Buckfire) regarding Detroit Water and Sewerage Department marketing process (.80).			
03/09/14	H LENNOX	0.30	975.00	292.50
	Review unaudited financials presented at 2/18 Board of Water Commissioners meeting (.20); communicate with Rogers (Waller) regarding same (.10).			
03/10/14	H LENNOX	0.60	975.00	585.00
	Communicate with Van Dusen (Miller Canfield) regarding municipal corporation option (.20); communicate with Heiman regarding Buckfire (Miller Buckfire) communications (.30); telephone conference with Massaron (Miller Canfield) regarding financing RFP(.10).			
03/10/14	B L SEDLAK	0.90	800.00	720.00
	Review correspondence regarding Detroit Water and Sewerage Department pension claims (.50); review correspondence from Van Dusen (Miller Canfield) regarding alternative structures for Detroit Water and Sewerage Department (.40).			
03/11/14	B L SEDLAK	1.10	800.00	880.00
	Review revised RFP for Detroit Water and Sewer Department (.80); conference with Haggard (Miller Buckfire) regarding same (.30).			

JONES DAY

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Water and Sewer Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/12/14	H LENNOX	1.90	975.00	1,852.50
Review communications from Buckfire (Miller Buckfire), Van Dusen (Miller Canfield), Sedlak regarding DWSD transaction alternatives (.30); review financing RFP (.30); communicate with Van Dusen (Miller Canfield), Bennett, Buckfire (Miller Buckfire), [REDACTED] Wolfson (City) regarding same (.30); telephone conference with Buckfire (Miller Buckfire), Doak (Miller Buckfire) regarding process and timetable (.40); review and comment on transaction RFP (.40); telephone conference with [REDACTED] regarding same (.20).				
03/12/14	B L SEDLAK	2.40	800.00	1,920.00
Review revised RFP for Detroit Water and Sewerage Department (.80); conference with Haggard (Miller Buckfire) regarding same (.40); conference with Detroit Water and Sewerage Department and Haggard (Miller Buckfire) regarding revised term sheet (.70); review additional claims against Detroit Water and Sewerage Department (.50).				
03/13/14	H LENNOX	1.10	975.00	1,072.50
Meeting with Orr (City), Buckfire (Miller Buckfire), Massaron (Miller Canfield), Haggard (Miller Buckfire), Marken (Miller Buckfire), Wolfson (City), McCormick (City) regarding DWSD options (.80); communicate with DWSD team regarding RFP(.30).				
03/14/14	D S BIRNBAUM	1.00	625.00	625.00
Communicate with Schwartz (City) regarding proposals to DWSD unions, including proposals regarding health care and pension benefits (.30); telephone conference with Wolfson (City) regarding DWSD labor strategy issues (.30); communicate with Sedlak and Lennox regarding DWSD tentative agreed CBAs (.20); communicate with Kastin regarding DWSD negotiations with IUOE and union inquiries regarding same (.20).				
03/14/14	B B ERENS	1.30	875.00	1,137.50
Prepare for call regarding water and sewer financing (.40); call with working group regarding same (.90).				
03/14/14	B L SEDLAK	1.90	800.00	1,520.00
Review precedent RFIs and RFQs for DWSD solicitation of private operator proposals.				
03/17/14	H LENNOX	1.10	975.00	1,072.50
Communicate with Wolfson (City), Hill (City), Moss regarding DWSD financial department oversight issues (.80); review communications from Haggard (Miller Buckfire), Sedlak, Fox (City) regarding RFI for DWSD solicitation of private operator proposals (.30).				
03/17/14	B L SEDLAK	1.40	800.00	1,120.00
Conference with Mays (City) regarding needed consents (.40); correspondence with Mays (City) and Haggard (Miller Buckfire) regarding City Council meeting and RFP (.40); review RFP for DWSD solicitation of private operator proposals (.60).				
03/18/14	B L SEDLAK	1.80	800.00	1,440.00
Review/analyze comments to RFQ for DWSD solicitation of private operator proposals (.80); conference with Haggard (Miller Buckfire) regarding RFQ (1.00).				
03/19/14	B B ERENS	0.80	875.00	700.00
Communicate with team regarding interim DWSD financing.				
03/20/14	B B ERENS	0.50	875.00	437.50
Finalize Q&A responses for diligence regarding interim DWSD financing.				
03/20/14	B L SEDLAK	1.70	800.00	1,360.00
Review/analyze and revise RFQ for DWSD solicitation of private operator proposals (.50); conference with Haggard (Miller Buckfire) regarding same (.60); review correspondence regarding same (.60).				
03/21/14	B B ERENS	1.30	875.00	1,137.50
Review common interest agreement (.40); call with working team regarding interim DWSD financing (.90).				

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Water and Sewer Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/21/14	B L SEDLAK Communicate with Haggard (Miller Buckfire) regarding RFP for DWSD solicitation of private operator proposals (.70); communicate with ██████████ regarding same (.80); review correspondence from Wayne County regarding Detroit Water and Sewerage Department RFP process (.30).	1.80	800.00	1,440.00
03/24/14	D S BIRNBAUM Review tentative re-opener agreement with Detroit Water and Sewerage Department's APCI bargaining unit (.50); communicate with Wolfson (City) regarding same (.20).	0.70	625.00	437.50
03/25/14	H LENNOX Communicate with creditors regarding DWSD RFI for private operator proposals.	0.40	975.00	390.00
03/26/14	B L SEDLAK Communicate with Haggard (Miller Buckfire) regarding Detroit Water and Sewerage Department protocol and term sheet.	0.70	800.00	560.00
03/27/14	B L SEDLAK Communicate with Haggard (Miller Buckfire) regarding Detroit Water and Sewerage Department strategy and approach to bidders (.40); prepare outline of lease and concession terms (1.70).	2.10	800.00	1,680.00
03/28/14	B L SEDLAK Review responses from prospective DWSD bidders for private operator proposals.	0.90	800.00	720.00
03/29/14	H LENNOX Review letter from Lemke (Waller Lansden) regarding DWSD bond trustee fees (.10); communicate with Wolfson (City), Bateson (DWSD), Kilpatrick (Kilpatrick & Assoc.) regarding same (.10); communicate with Alberts (Dentons), Buckfire (Miller Buckfire), Doak (Miller Buckfire), Herman (Miller Buckfire) regarding Lazard information requests (.30).	0.50	975.00	487.50
03/29/14	B L SEDLAK Review/analyze responses regarding Detroit Water and Sewerage Department RFP for private operator proposals.	1.10	800.00	880.00
03/30/14	K M BALTES Review precedent for privatization of capital projects and rate setting relative to DWSD.	0.80	475.00	380.00
03/30/14	B L SEDLAK Conference with Buckfire (Miller Buckfire) regarding Detroit Water and Sewerage Department RFP for private operator proposals (.30); correspondence with Baltes regarding same (.30); review payment mechanisms and governance structure for Detroit Water and Sewerage Department (1.00).	1.60	800.00	1,280.00
03/31/14	K M BALTES Review precedent for privatization of capital projects and rate setting relative to DWSD.	1.80	475.00	855.00
03/31/14	B B ERENS Prepare for water and sewer financing call (.20); call regarding same (.40).	0.60	875.00	525.00
03/31/14	H LENNOX Communicate with Buckfire (Miller Buckfire), Heiman, Alberts (Dentons) regarding DWSD RFI process for private operator proposals (.40); communicate with Mays (City), Wolfson (City) regarding parcels for sale (.30); review and revise letter to counties regarding deal diligence (.30); telephone conference with Van Dusen (Miller Canfield), Brader (State), Moore (Conway MacKenzie) regarding DWSD plan funding (.50).	1.50	975.00	1,462.50
03/31/14	B L SEDLAK Review correspondence from bidders with respect to Detroit Water and Sewerage Department transaction (.80); communicate with Buckfire (Miller Buckfire) regarding plans with respect to Detroit Water and Sewerage Department (.40); review documents regarding same (.70).	1.90	800.00	1,520.00
TOTAL		49.60	USD	39,977.50

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

City Assets, Services and Revitalization

USD 160,562.50

TOTAL

USD 160,562.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
C BALL	4.30	1,000.00	4,300.00
B B ERENS	8.70	875.00	7,612.50
G S IRWIN	2.60	750.00	1,950.00
S C KOPPEL	16.60	925.00	15,355.00
B L SEDLAK	65.70	800.00	52,560.00
T S SWATSLER	10.80	775.00	8,370.00
OF COUNSEL			
R W HAMILTON	45.00	800.00	36,000.00
ASSOCIATE			
MJ AUSTIN	39.40	425.00	16,745.00
T HOFFMANN	7.70	675.00	5,197.50
L E NELSON	8.90	650.00	5,785.00
J M TILLER	10.70	625.00	6,687.50
TOTAL	220.40	USD	160,562.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to City Assets, Services and Revitalization included the following:

- (1) Analyzed the City's valuable assets and the potential alternatives or opportunities for improvement or value realization of these assets, working in conjunction with the City and its financial advisors;
- (2) Addressed issues relating to the Energy Delivery Services Agreement between the City and DTE Energy to transition customers off of the City's antiquated electric grid;
- (3) Addressed issues relating to the appeal of the Bankruptcy Court's order authorizing the City to enter into and perform under certain agreements in connection with the operation and funding of the new Public Lighting Authority, including by (a) preparing and filing an appellate brief and conducting related research and (b) preparing a reply in support of the City's motion to dismiss the appeal;
- (4) Addressed issues relating to a potential transaction to resolve issues relating to the Detroit Institute of Arts ("DIA"), including by (a) engaging in discussions with DIA, the State and certain charitable foundations regarding the terms of such a transaction, (b) assisting in the preparation of a related term sheet and the analysis of issues addressed therein, including indemnification issues, and (c) analyzing and responding to related discovery requests propounded on the City pursuant to Bankruptcy Rule 2004;
- (5) Evaluated issues relating to a potential Joe Louis Arena sublease and the proposed new hockey arena and events center for Detroit, and addressed related issues, including the demolition of the present arena structure and City Council approval;
- (6) Assisted the City's parking consultant in the evaluation of the City's parking assets; and

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- (7) Evaluated issues relating to, among other things, a license for Southfield Yard (a Department of Public Works drop-off location); a construction, operation and maintenance agreement for the M-1 Rail streetcar system; and other City assets and services, and engaged in discussions with interested parties.

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	M J AUSTIN Review and revise M-1 Construction, Operations and Maintenance Agreement (2.20); draft Southfield Yard lease (2.10).	4.30	425.00	1,827.50
03/01/14	R W HAMILTON Research for Public Lighting Authority appellee brief (2.10); draft same (2.20).	4.30	800.00	3,440.00
03/01/14	L E NELSON Communicate with Erens regarding transcript concerning Public Lighting Authority hearing and distribute same.	0.10	650.00	65.00
03/02/14	M J AUSTIN Communicate with Koppel regarding status of Joe Louis Arena.	0.20	425.00	85.00
03/02/14	B B ERENS Communicate with Hamilton and other team members regarding Public Lighting Authority appellate brief.	1.10	875.00	962.50
03/02/14	R W HAMILTON Research for (4.80) and draft (9.60) Public Lighting Authority appellee brief.	14.40	800.00	11,520.00
03/02/14	L E NELSON Communicate with Hamilton and Erens regarding PA 100 in connection with Public Lighting Authority appellee brief.	0.20	650.00	130.00
03/03/14	M J AUSTIN Communicate with Koppel, Goldman (City), Naglick (City) and Hutchings (City) regarding status of Joe Louis Arena and reconciliation (.40); communicate with Goldman (City) and Bryant (City) regarding Southfield Yard lease (.20); communicate with Piggott (Dykema), Edwards (City), Brundidge (City) regarding revisions to M-1 Construction, Operations and Maintenance Agreement and proposed legislation (.10); review and summarize DBA parking facilities lease for Sekeley (Conway) (.60); review and revise summary of Miller Canfield memo (.40); review parking contracts (.30).	2.00	425.00	850.00
03/03/14	R W HAMILTON Draft Public Lighting Authority appellee brief (3.20); review research materials for same (1.20).	4.40	800.00	3,520.00
03/03/14	R W HAMILTON Draft Public Lighting Authority appellee brief (13.10); communicate with Nelson, Erens regarding same (.20)	13.30	800.00	10,640.00
03/03/14	L E NELSON Revise appellate brief with respect to Public Lighting Authority transaction (2.10); communicate with Hamilton and Erens regarding same (.40).	2.50	650.00	1,625.00
03/03/14	B L SEDLAK Conference call with Foundations to discuss Detroit Institute of Arts term sheet (.90); review Olympia parking agreement (1.10); conference with Heiman and Orr (City) regarding term sheet (.30); conference with Brader (State) regarding term sheet for Detroit Institute of Arts (.30); conference with Lennox regarding term sheet for Detroit Institute of Arts (.30); review property tax questions from Sekely (Conway MacKenzie) (.30).	3.20	800.00	2,560.00
03/03/14	T S SWATSLER Communicate with Hamilton regarding Public Lighting Authority appeal brief (.10); review/revise same (1.20); review materials regarding Public Lighting Authority appeal (1.40); review/revise new draft of Public Lighting Authority appeal brief (1.90).	4.60	775.00	3,565.00
03/04/14	M J AUSTIN Review DBA lease documents with respect to provisions regarding sale or lease of parking assets (.60); communicate with Koppel, Goldman (City), Stoepker (Dickinson Wright) and Carr (Olympia) regarding settlement of Joe Louis Arena issues (1.20); review and revise Southfield Yard lease (1.10).	2.90	425.00	1,232.50

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	B B ERENS Review and revise Public Lighting Authority reply brief.	1.30	875.00	1,137.50
03/04/14	R W HAMILTON Revisions to Public Lighting Authority appellee brief (6.10); communicate with Hoffmann, Erens, Nelson, Swatsler and Pepper Hamilton regarding same (.90); prepare same for filing (.20).	7.20	800.00	5,760.00
03/04/14	T HOFFMANN Review and provide comments on Public Lighting Authority appellate brief (1.70); review caselaw and other issues relating to Public Lighting Authority brief (.80); communicate with Green (Miller Canfield) (.20), Hamilton (.20), Nelson (.30) and Erens (.30) regarding brief; communicate with Kovsky-Apap (Pepper Hamilton) and Hamilton regarding finalization of brief and open comments (.80); review and analyze Kovsky-Apap's (Pepper Hamilton) comments to brief (.30); review and analyze Bennett's comments to brief (.30).	4.90	675.00	3,307.50
03/04/14	S C KOPPEL Call with Fox (City) regarding Joe Louis Arena lease issues.	0.50	925.00	462.50
03/04/14	L E NELSON Research with respect to Public Lighting Authority appellate brief (4.10); revise and finalize same (1.10); communicate with Hoffmann, Hamilton, Erens and Kovsky-Apap (Pepper Hamilton) regarding same (.90).	6.10	650.00	3,965.00
03/04/14	B L SEDLAK Conference with Cohen (DTE) regarding DTE and Energy Delivery Services Agreement (.60); review Energy Delivery and Services Agreement Exhibits (1.40); review Southfield License Agreement and correspondence (.80); conference with Lennox regarding Detroit Institute of Arts term sheet (.30); conference with Herman (Miller Buckfire) regarding parking privatization (.60); draft revised Detroit Institute of Arts term sheet language (.50); conference with Ferriby (Foundation) regarding Detroit Institute of Arts open issues (.30); exchange correspondence with Ferriby (Foundation) and Castro (Foundation) regarding changes to term sheet (.60); review correspondence from Mays (City) regarding Land Bank documents (.40); conference with Doak (Miller Buckfire) regarding land bank (.40).	5.90	800.00	4,720.00
03/04/14	T S SWATSLER Review/revise Public Lighting Authority appeal brief (2.70); communicate with Nelson and Hamilton regarding same (.30); research and analysis regarding Rule 52(a)(1) issue (1.30); communicate with Nelson and Hamilton regarding same (.20).	4.50	775.00	3,487.50
03/05/14	M J AUSTIN Conference with Sekely (Conway), Herman (Miller Buckfire) and Sedlak regarding parking assets and DBA lease (.60); conference call with Carr (Olympia), Goldman (City), Koppel and Stoepker (Dickinson) regarding Joe Louis Arena documents (.60); attend call with White (City), Hutchings (City) regarding Municipal Parking responses to Joe Louis Arena documents (.70); communicate with Koppel and Stoepker (Dickinson) regarding Municipal Parking responses to requests (.90); communicate with Bryant (City), Mays (City), Dick (City) regarding approvals for Southfield Yard license (.40); communicate with Mays (City), Bryant (City), Jackson (City) and Brundidge (City) regarding approval of waste services contracts (.30).	3.50	425.00	1,487.50
03/05/14	B B ERENS Communicate with team regarding briefing on Public Lighting Authority.	0.80	875.00	700.00
03/05/14	T HOFFMANN Review and analyze filed Public Lighting Authority brief and related issues (1.20); communicate with Hamilton, Lennox, Erens and Swatsler regarding brief and appellate strategy (.50); separate communications with Erens regarding brief (.20).	1.90	675.00	1,282.50
03/05/14	G S IRWIN Coordinate art-related discovery issues with Bennett (.60) telephone call with O'Reilly (Detroit Institute of Arts) to discuss status of discovery proposals, and investigate potential City custodians (1.60).	2.20	750.00	1,650.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/05/14	S C KOPPEL	1.00	925.00	925.00
	Review/analyze Joe Louis Arena demolition financing letter from Michigan Strategic Fund (.60); review comments to Joe Louis Arena sublease from corporation counsel (.40).			
03/05/14	B L SEDLAK	5.20	800.00	4,160.00
	Conference with Doak (Miller Buckfire) and Mays (City) regarding land bank (.50); conference with Herman (Miller Buckfire) regarding parking monetization (.50); review data regarding parking (.40); review defeasance requirements regarding Detroit Institute of Arts garages and City parking facilities (.80); review Detroit Institute of Arts indemnity comments from Cowan (Plunkett Cooney) (.60); draft indemnity provisions (1.40); conference with Castro (Ford Foundation) regarding changes to term sheet (.30); revise term sheet with additional comments from Castro (Ford Foundation) (.40); review correspondence from Pickering (Ernst & Young) regarding DTE invoices and lighting (.30).			
03/05/14	T S SWATSLER	1.70	775.00	1,317.50
	Review emails regarding Public Lighting Authority appeal brief (.50); telephone conference with Hamilton regarding Public Lighting Authority appeal brief and possible amendment (.40); analysis regarding amendment issues and review emails regarding same (.80).			
03/06/14	M J AUSTIN	1.50	425.00	637.50
	Communicate with Koppel and Goldman regarding process for finalizing Joe Louis Arena documents (.90); review Joe Louis Arena demolition resolutions (.60).			
03/06/14	B L SEDLAK	4.40	800.00	3,520.00
	Conference with Buckfire (Miller Buckfire) regarding art securitization (.60); review Southfield Yard license documents (1.20); review and revise Energy Delivery Services Agreement exhibit documents (1.30); review details regarding DTE accounting information with respect to invoicing (.40); review and revise Detroit Institute of Arts term sheet (.60); conference with Castro (Ford Foundation) regarding term sheet (.30).			
03/07/14	M J AUSTIN	1.00	425.00	425.00
	Communicate with Koppel regarding Joe Louis Arena documents and demolition provisions (.60); communicate with Bryant (City) and Bachhuber (Advanced) regarding Southfield Yard license (.20); communicate with Piggott (Dykema) regarding meeting regarding Construction, Operations and Maintenance Agreement (.20).			
03/07/14	S C KOPPEL	0.40	925.00	370.00
	Call with Fox (City) regarding Joe Louis Arena demolition funding.			
03/07/14	S C KOPPEL	0.40	925.00	370.00
	Call with Berenbaum (Olympia Development) regarding Joe Louis Arena non-compete.			
03/07/14	B L SEDLAK	1.20	800.00	960.00
	Conference with Castro (Ford Foundation) regarding revisions to Detroit Institute of Arts term sheet and pension issues (.70); review term sheet clarification correspondence from the Detroit Institute of Arts (.20); discuss same with Opperer (Honigman) (.30).			
03/10/14	M J AUSTIN	0.90	425.00	382.50
	Communicate with Bryant (City) regarding location of Southfield Yard License (.40); create and append exhibits to Southfield Yard license (.50).			
03/10/14	S C KOPPEL	0.30	925.00	277.50
	Communicate with Fox (City) regarding demolition agreement for Joe Louis Arena.			
03/10/14	B L SEDLAK	3.90	800.00	3,120.00
	Review NDA document (.40); conference with Haggard (Miller Buckfire) regarding NDA for AIG (.30); review documents from Cohen (DTE) and Mays (City) regarding Energy Delivery Services Agreement and approval of same (.70); conference with Cohen (DTE) regarding Energy Delivery Services Agreement and status (.60); review Energy Delivery Services Agreement documents (.60) conference with Foundations regarding term sheet for Detroit Institute of Arts (1.30).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/11/14	M J AUSTIN	3.40	425.00	1,445.00
	Attend conference call with Piggott (Dykema), Childs (M-1), Brundidge (City), Edwards (City) and Doherty (City) regarding M-1 Rail agreement (1.50); review M-1 Rail contract prior to meeting (.40); communicate with Koppel and Stoepker (Olympia) regarding resolution of Joe Louis Arena (.30); communicate with Goldman (City), Bryant (City) and Bachhuber (Advanced) regarding Southfield Yard license (.40); review memo provided by Sutton (City) regarding real property licenses and communicate with Sutton regarding same (.80).			
03/11/14	G S IRWIN	0.40	750.00	300.00
	Consider draft nondisclosure agreement regarding Detroit Institute of Arts discovery requests.			
03/11/14	S C KOPPEL	0.80	925.00	740.00
	Weekly conference call regarding new events center (.50); call with Goldman (City) regarding Joe Louis Arena (.30).			
03/11/14	B L SEDLAK	3.80	800.00	3,040.00
	Conference with Brader (State) and Gadola (State) regarding Detroit Institute of Arts transaction (.70); review and revise Detroit Institute of Arts term sheet (.50); review Public Lighting Department receivables information and regulatory requirements (.60); conference with Castro (Ford Foundation) regarding Detroit Institute of Arts term sheet (1.10); conference with Herman (Miller Buckfire) regarding parking monetization (.30); conference and correspondence with Doak (Miller Buckfire) regarding net present value calculation for early payment of art commitments from funders with respect to Detroit Institute of Arts transaction (.60).			
03/13/14	M J AUSTIN	1.10	425.00	467.50
	Communicate with Bachhuber (Advanced) regarding Southfield Yard license (.20); communicate with Moss, Mays (City) regarding approvals necessary for Southfield Yard license (.30); review M-1 Construction, Operations and Maintenance Agreement and summarize concerns (.60).			
03/13/14	B L SEDLAK	2.60	800.00	2,080.00
	Conference with Foundations regarding Detroit Institute of Arts term sheet (1.00); conference with Brader (State) regarding term sheet for Detroit Institute of Arts (.50); review and revise indemnity provisions of term sheet (.60); multiple conferences and correspondence with Orr (City) regarding indemnity provisions in Detroit Institute of Arts term sheet and other outstanding issues (.50).			
03/14/14	S C KOPPEL	0.90	925.00	832.50
	Call with Fox (City) and Goldman (City) regarding Joe Louis Arena demolition.			
03/14/14	B L SEDLAK	2.40	800.00	1,920.00
	Conference with Brader (State) regarding Detroit Institute of Arts transaction (.40); review and revise Detroit Institute of Arts term sheet (1.10); draft correspondence to Foundations regarding same (.10); review M1 rail agreements (.80).			
03/14/14	B L SEDLAK	0.40	800.00	320.00
	Communicate with Haggard (Miller Buckfire) regarding Detroit Institute of Arts term sheet.			
03/17/14	M J AUSTIN	0.30	425.00	127.50
	Communicate with Koppel regarding Joe Louis Arena.			
03/17/14	B B ERENS	0.80	875.00	700.00
	Review and revise reply on motion to dismiss regarding Public Lighting Authority.			
03/17/14	S C KOPPEL	0.40	925.00	370.00
	Call with Fox (City) regarding Joe Louis Arena.			
03/17/14	B L SEDLAK	3.80	800.00	3,040.00
	Multiple conferences with Ford Foundation and Supporting Organization regarding Detroit Institute of Arts term sheet and open issues (2.20); conference with Doak (Miller Buckfire) regarding parking revenue model (.60); conference with Ernst & Young and Taylor (City) regarding Energy Delivery Services Agreement exhibits (1.00).			

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City Assets, Services and Revitalization

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/17/14	B L SEDLAK Conference with DTE regarding outstanding issues.	0.60	800.00	480.00
03/18/14	M J AUSTIN Conference call with Beh, Sedlak, Kushiner (Conway), Fontana (Ernst & Young) and Taylor (City) regarding Energy Delivery Services Agreement (.80); conference call with Sedlak, Koppel, Sekely (Conway) and Herman (Miller Buckfire) regarding Joe Louis Arena garage as it relates to possible parking monetization (.50); communicate with Sutton (City), Mays (City), Fox (City), Koppel, Goldman (City) and Stoepker (Dickinson) regarding approvals necessary for Joe Louis Arena and current status (2.00); review and distribute Southfield Yard License (.20); communicate with Sedlak and Mays (City) regarding necessary approvals for land sales contemplated by the Energy Delivery Services Agreement (.50).	4.00	425.00	1,700.00
03/18/14	B B ERENS Draft reply in support of motion to dismiss regarding Public Lighting Authority (2.70); diligence regarding same (.70).	3.40	875.00	2,975.00
03/18/14	S C KOPPEL Call with Fox (City) regarding Joe Louis Arena lease (.50); call with Herman (Miller Buckfire) regarding parking issues for Joe Louis Arena (.50) and draft PA 436 letter (.50) for Joe Louis Arena lease; review of demolition documentation for Joe Louis Arena (.50); revise Joe Louis Arena lease (.50).	2.50	925.00	2,312.50
03/18/14	B L SEDLAK Conference with Koppel regarding Joe Louis Arena (.60); multiple conferences with Detroit Institute of Arts, Foundations and Orr (City) regarding term sheet (1.20); review revised term sheet (1.10); conference with Herman (Miller Buckfire) regarding parking transaction (.90).	3.80	800.00	3,040.00
03/18/14	B L SEDLAK Conference with Cohen (DTE) regarding Energy Delivery Services Agreement exhibits.	0.90	800.00	720.00
03/18/14	J M TILLER Analyze Michigan state law and Emergency Manager powers related to co-city purchasing leverage agreements (3.90); communicate with Addison (Conway MacKenzie), Austin and Moss regarding same (.30).	4.20	625.00	2,625.00
03/19/14	B B ERENS Communicate with Hoffmann regarding issues on reply to motion to dismiss regarding Public Lighting Authority.	0.30	875.00	262.50
03/19/14	T HOFFMANN Review and provide comments on proposed reply on issue of statutory mootness in Public Lighting Authority appeal.	0.90	675.00	607.50
03/19/14	B L SEDLAK Multiple conferences with Ford Foundation and the Detroit Institute of Arts with respect to open issues in term sheet (.70); review pension and default issues with respect to Detroit Institute of Arts term sheet (.80); review revised term sheet (.40); review consents from Treasurer and Governor with respect to Energy Delivery Services Agreement (.20); correspondence with Cohen (DTE) regarding same (.30).	2.40	800.00	1,920.00
03/19/14	J M TILLER Review documents related to the Parking Arena System (1.70); communicate with Wade (Lewis & Munday) regarding same (.10).	1.80	625.00	1,125.00
03/20/14	M J AUSTIN Draft summary of Joe Louis Arena terms and response to Council questions for Koppel (.70); conference call with Brundidge (City), Edwards (City) and Doherty (City) regarding M-1 Construction, Operations and Maintenance Agreement (1.20); review and revise same (1.20).	3.10	425.00	1,317.50
03/20/14	B B ERENS Draft/revise reply in support of motion to dismiss Public Lighting Authority appeal (.60); conference with Hoffmann regarding same (.20).	0.80	875.00	700.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/20/14	S C KOPPEL Call with Fox (City) and Naglick (City) regarding Joe Louis Arena leasing issues.	0.90	925.00	832.50
03/20/14	B L SEDLAK Conference with Foundations regarding pension payments (1.70); conference with the Detroit Institute of Arts regarding indemnity (.40); review case law regarding best efforts (.80); review structure of cure payments (.50); communicate with Orr (City) regarding Detroit Institute of Arts proposal (.80); review utility letter from Fontana (Ernst & Young) (.60).	4.80	800.00	3,840.00
03/21/14	M J AUSTIN Attend conference call with Koppel, Fox (City), representatives of Detroit City Council and representatives of Olympia Entertainment regarding Joe Louis Arena settlement (2.40); draft written responses to questions from the Legislative Services Division on the Joe Louis Arena settlement (1.70); communicate with Piggott regarding approval of M-1 agreements (.30).	4.40	425.00	1,870.00
03/21/14	S C KOPPEL Call with Detroit City Council Legislative Policy Division regarding Joe Louis Arena sublease.	1.80	925.00	1,665.00
03/21/14	B L SEDLAK Multiple conferences with Foundations regarding Detroit Institute of Arts term sheet.	0.60	800.00	480.00
03/24/14	M J AUSTIN Review Desman (parking consultant) model on parking (.40); provide comments to Herman (Miller Buckfire) regarding same (.30); review reconciliation comments from Municipal Parking Department (.50); communicate with Cohen (DTE) and Sedlak regarding Energy Delivery Services Agreement exhibits (.40).	1.60	425.00	680.00
03/24/14	B L SEDLAK Review reports from Desman Associates regarding parking monetization (2.10); conference with Herman (Miller Buckfire) regarding same (.30); review correspondence from Castro (Foundation) regarding Detroit Institute of Arts (.20).	2.60	800.00	2,080.00
03/24/14	J M TILLER Review precedent and agreements related to service agreements for the liquidation of miscellaneous excess assets (2.20); communicate with Hoffmann and Austin regarding same (.20); analyze termination provisions in agreements and advise regarding same (1.20).	3.60	625.00	2,250.00
03/25/14	M J AUSTIN Attend conference call with Saltzman (Desman), Sedlak (partial attendance), Sekely (Conway), Herman (Miller Buckfire) regarding parking model prepared by Desman (parking consultant).	1.10	425.00	467.50
03/25/14	B L SEDLAK Conference call with Saltzman (Desman) and Herman (Miller Buckfire) regarding parking model (1.10); review parking models and assumptions (1.10); conference with Castro (Foundations) regarding changes to Detroit Institute of Arts term sheet (.30); review Exhibit B to term sheet (.40); correspondence with Doak (DTE) regarding term sheet and discount rate (.40); conference with Irwin regarding Detroit Institute of Arts term sheet (.50); review diligence grid from Irwin regarding Detroit Institute of Arts term sheet (.60).	4.40	800.00	3,520.00
03/26/14	M J AUSTIN Review exhibits to Joe Louis Arena sublease (.40); communicate with Stoecker (Dickinson Wright) and Koppel regarding same and tax payment (.40); review Cleary Gottlieb comments to Detroit Windsor Tunnel disclosure (.20).	1.00	425.00	425.00
03/26/14	B L SEDLAK Conference with Miller regarding Detroit Institute of Arts (.30); conference with Ferriby (Foundation) regarding Detroit Institute of Arts (.20); conference with Irwin regarding discovery request (.40); review discovery request and related documents (.80).	1.70	800.00	1,360.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/27/14	C BALL	4.30	1,000.00	4,300.00
	Review Syncora motion for discovery relating to art (1.20); communicate with Hertzberg (Pepper Hamilton) regarding same (.60); communicate with Hertzberg (Pepper Hamilton) regarding Malhotra (Ernst & Young) deposition preparation (.80); review materials for Orr (City) deposition preparation (.80); communicate with Hertzberg (Pepper Hamilton) regarding discovery production (.90).			
03/27/14	B L SEDLAK	0.40	800.00	320.00
	Review correspondence from Kushiner (Conway MacKenzie) and Ellis (TMC Alliance) regarding DTE Transaction.			
03/28/14	M J AUSTIN	0.70	425.00	297.50
	Communicate with Koppel regarding preparation for City Council meeting regarding Joe Louis Arena.			
03/28/14	S C KOPPEL	2.50	925.00	2,312.50
	Calls with Fox (City) and Naglick (City) regarding Joe Louis Arena lease approval from City Council (1.00); calls with Stoepker (Dickinson) regarding finalizing sublease (.60); review of City Council legislative policy review of Joe Louis Arena lease deal (.40); draft memorandum to Lennox regarding Joe Louis Arena lease approval (.50).			
03/28/14	B L SEDLAK	1.80	800.00	1,440.00
	Review correspondence with Schwartz (Honigman) regarding comments to Detroit Institute of Arts term sheet (.30); conference with Irwin regarding term sheet and disclosures (.50); review documents from Irwin regarding discovery requests (1.00).			
03/28/14	J M TILLER	1.10	625.00	687.50
	Review documents and correspondence with respect to potential liquidation of City assets (.60); analyze Emergency Manager procedures with respect to same (.50).			
03/29/14	M J AUSTIN	0.20	425.00	85.00
	Communicate with Heiman, Lennox, Sedlak, Wilson, Miller and Merrett regarding Detroit Institute of Arts Term Sheet.			
03/29/14	B L SEDLAK	1.60	800.00	1,280.00
	Communicate with Ferriby (Foundation) and Castro (Foundation) regarding Detroit Institute of Arts settlement payment schedule, plan of adjustment and exhibits (1.40); correspondence with Kushiner (Conway MacKenzie) regarding DTE (.20).			
03/30/14	S C KOPPEL	1.80	925.00	1,665.00
	Meet with Fox (City) to discuss City Council hearing on Joe Louis Arena (.70); review of materials in preparation of City Council Hearing (1.10).			
03/30/14	B L SEDLAK	1.30	800.00	1,040.00
	Review correspondence from Ellis (TMC Alliance) regarding DTE and exhibits (.30); review information on DTE exhibits (1.00).			
03/31/14	M J AUSTIN	2.20	425.00	935.00
	Review RFP for surplus asset auction (.80); communicate with Piggott (Dykema), Brundidge (City), Doherty (City) and Edwards (City) regarding changes to the M-1 Rail Construction, Operations and Maintenance Agreement (1.40).			
03/31/14	B B ERENS	0.20	875.00	175.00
	Review emails from Hamilton and Hoffmann regarding Public Lighting Authority reply.			
03/31/14	R W HAMILTON	1.40	800.00	1,120.00
	Review Syncora Reply Brief on appeal (.40); communicate with Hoffmann, Erens and Swatsler regarding same (.60); research regarding same (.40).			
03/31/14	S C KOPPEL	2.40	925.00	2,220.00
	Attend City Council hearing on Joe Louis Arena.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	B L SEDLAK	2.00	800.00	1,600.00
Review correspondence and bond documents with respect to parking facilities (.70); review M1 agreement (.70); review land transfer agreement (.60).				
TOTAL		220.40	USD	160,562.50

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Invoice: 32684369

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Avoidance Actions

USD 2,210.00

TOTAL

USD 2,210.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Avoidance Actions

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
ASSOCIATE D T MOSS	<u>3.40</u>	650.00	<u>2,210.00</u>
TOTAL	3.40	USD	2,210.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Avoidance Actions included the following:

- (1) Assisted the City in evaluating the proposal from Togut Segal & Segal LLP ("Togut") to pursue preference claims on behalf of the City and negotiating the terms of Togut's retention by the City.

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Avoidance Actions

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/10/14	D T MOSS Communicate with Togut and Fox (City) regarding Togut proposal to pursue preference claims and results of Togut's preliminary research (.70); communicate with Ernst & Young regarding accounts receivable tracking (.30); communicate with Togut regarding proposal for preferences and avoidance actions and refinement of fees (.40).	1.40	650.00	910.00
03/12/14	D T MOSS Communicate with Togut regarding preference action proposal and A/R issues (.10); communicate with Conway and Ernst & Young regarding A/R issues and prior proposals (.30).	0.40	650.00	260.00
03/24/14	D T MOSS Communicate with Fox (City) and Togut regarding Togut's proposal and next steps for retention to pursue preference claims (.30).	0.30	650.00	195.00
03/25/14	D T MOSS Communicate with Togut regarding proposal for retention (.30); communicate with Fox (City) regarding the same (.10).	0.40	650.00	260.00
03/27/14	D T MOSS Communicate with Togut and Fox (City) regarding Togut proposal and next steps.	0.30	650.00	195.00
03/28/14	D T MOSS Communicate with Togut and Fox (City) regarding Togut's preference proposal and contract finalization (.50).	0.50	650.00	325.00
03/31/14	D T MOSS Communicate with Togut regarding contractual documents and signatures required for retention.	0.10	650.00	65.00
TOTAL		3.40	USD	2,210.00

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

COP/SWAP Matters

USD 272,140.00

TOTAL

USD 272,140.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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COP/SWAP Matters

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
C BALL	70.30	1,000.00	70,300.00
B S BENNETT	3.20	1,000.00	3,200.00
T F CULLEN JR	3.60	975.00	3,510.00
G S IRWIN	5.40	750.00	4,050.00
G M SHUMAKER	18.00	850.00	15,300.00
G S STEWART	22.00	900.00	19,800.00
J S TELPNER	12.70	975.00	12,382.50
OF COUNSEL			
M L HALE	4.70	675.00	3,172.50
ASSOCIATE			
C J DIPOMPEO	36.20	550.00	19,910.00
D T MOSS	4.10	650.00	2,665.00
B ROSENBLUM	143.00	800.00	114,400.00
PARALEGAL			
J E CALLAWAY	7.80	275.00	2,145.00
D M HIRTZEL	2.20	275.00	605.00
LEGAL SUPPORT			
B T LEATHERMAN	3.50	200.00	700.00
TOTAL	336.70	USD	272,140.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to COP/Swap Matters included the following:

- (1) Continued to address the City's obligations relating to complex pension certificate of participation ("COP") and interest rate swap agreements to assure, among other things, that the revenue stream from casino taxes will not be impeded and that these debt obligations are resolved in an appropriate and timely manner;
- (2) Following the Bankruptcy Court's denial of a prior settlement, assisted in negotiating the terms of a revised settlement of swap-related disputes and a related plan support agreement (together, the "Revised Swap Settlement");
- (3) Drafted the definitive documentation for the Revised Swap Settlement;
- (4) Prepared and filed a motion to assume and approve the Revised Swap Settlement (the "Assumption Motion"), a proposed order granting the Assumption Motion and a motion to shorten the notice on the Assumption Motion;
- (5) Prepared for and participated in the Bankruptcy Court's March 5, 2014, status conference on the Assumption Motion;
- (6) Analyzed objections to the Assumption Motion, drafted a consolidated reply in support of the Assumption Motion and conducted supporting research;

JONES DAY

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- (7) Engaged in litigation activities in connection with the Assumption Motion, including by participating in depositions and responding to document requests; and
- (8) Engaged in litigation activities in connection with the lawsuit commenced by the City seeking a declaratory judgment that the sale of the COPs was invalid under Michigan law as beyond the City's legal debt limit (the "COPs Litigation"), including by (a) drafting a response in opposition to the motions to intervene in the COPs Litigation filed by the COPs holders and COPs insurers and (b) conducting related research.

JONES DAY

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	C BALL	2.70	1,000.00	2,700.00
	Review and revise revised swap settlement, motion, order and termsheet (1.90); communicate with Hertzberg (Pepper Hamilton) and Rosenblum regarding same (.80).			
03/01/14	B ROSENBLUM	1.50	800.00	1,200.00
	Review correspondence regarding swap settlement term sheet, proposed order and segregation of March payment (.50); review proposed order and swap settlement term sheet (.90); communicate with Van Dusen (Miller Canfield) regarding municipal finance matters in connection with same (.10).			
03/01/14	G S STEWART	0.20	900.00	180.00
	Communicate with Hertzberg (Pepper Hamilton) regarding draft release.			
03/02/14	C BALL	4.70	1,000.00	4,700.00
	Conference call with banks regarding open items regarding swap settlement documents (1.80); review and revise documents and termsheet per agreements (2.90).			
03/02/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Rosenblum memorandum regarding swap settlement structural issues.			
03/02/14	B S BENNETT	0.20	1,000.00	200.00
	Prepare memorandum to working group regarding swap settlement terms.			
03/02/14	B ROSENBLUM	6.10	800.00	4,880.00
	Analyze swap settlement term sheet and proposed order (2.80); communicate with Ball regarding same (.30); communicate with Hertzberg (Pepper Hamilton), Van Dusen (Miller Canfield), and counsel for swap banks regarding proposed order (1.10); communicate with Van Dusen (Miller Canfield) regarding same (1.10); communicate with each of Wilson, Hall (City), Bennett, Lennox, Massaron (Miller Canfield), Hertzberg (Pepper Hamilton) regarding proposed order provisions (.40); prepare motion to shorten notice with respect to swap settlement motion (.30); communicate with counsel for swap banks regarding same (.10).			
03/03/14	C BALL	4.80	1,000.00	4,800.00
	Conference call with banks regarding open items regarding swap settlement documents (1.90); revise documents and termsheet per agreements (2.10); review revisions (.80).			
03/03/14	B ROSENBLUM	8.30	800.00	6,640.00
	Finalize motion to approve swap settlement agreement (3.20), term sheet (.90), proposed order (.60) and motion to shorten notice with respect to same (.30); communicate with Ball, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton) regarding same (.50); communicate with Ball, Hertzberg (Pepper Hamilton), Massaron (Miller Canfield) and swap counsel regarding proposed order (.80); analyze revisions to same (1.00); communicate with Ball regarding same (.20); communicate with Hertzberg (Pepper Hamilton) regarding same (.20); communicate with Klein (Davis Polk) regarding proposed order (.20); communicate with Van Dusen (Miller Canfield) regarding same (.30); communicate with Schaible (Davis Polk) regarding motion to shorten (.10).			
03/03/14	G M SHUMAKER	0.60	850.00	510.00
	Review/revise drafts of press release announcing swaps settlement (.30); communicate regarding same with Ball, Hertzberg (Pepper Hamilton) and Nowling (City) (.30).			
03/04/14	C BALL	7.30	1,000.00	7,300.00
	Communicate with Hertzberg (Pepper Hamilton) and Cullen regarding swap settlement hearing preparations and potential objections (.70); prepare for hearing on same (6.60).			
03/04/14	M L HALE	0.20	675.00	135.00
	Communicate with Reizen (Xact Data Discovery) and Dodd (City) regarding status of COPs witnesses emails.			

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COP/SWAP Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	D T MOSS Communicate with Rosenblum regarding motion to approve swap settlement and next steps (.10); communicate with Orr (City) regarding swap settlement hearing date, deposition, and other items (.30).	0.40	650.00	260.00
03/04/14	B ROSENBLUM Prepare correspondence to Ball and Shumaker regarding swap settlement strategy.	0.40	800.00	320.00
03/04/14	G M SHUMAKER Telephone conference with Hertzberg (Pepper Hamilton) regarding preparation for swaps settlement status conference and anticipated discovery issues (.50); communicate with Hertzberg (Pepper Hamilton), Ball and Rosenblum regarding swaps settlement discovery planning (.40); review filed motion for approval of swaps settlement and related order (.50).	1.40	850.00	1,190.00
03/04/14	G S STEWART Communicate with Raimi (City) regarding swap settlement (.30); communicate with Hertzberg (Pepper Hamilton), Rosenblum regarding filing of swaps settlement (.20).	0.50	900.00	450.00
03/05/14	C BALL Attend court hearing regarding swap schedule (2.20); follow up with Hertzberg (Pepper Hamilton) regarding scheduling (.60); communicate with Rosenblum regarding Syncora objections (.80).	3.60	1,000.00	3,600.00
03/05/14	B S BENNETT Analysis of and respond to Irwin memorandum regarding COPs and confidentiality agreements.	0.10	1,000.00	100.00
03/05/14	J E CALLAWAY Review materials from selected custodians for pre-production processing in connection with COP/swap litigation.	7.80	275.00	2,145.00
03/05/14	T F CULLEN JR Attendance at status hearing (2.20); draft proposals for schedule for same (.60).	2.80	975.00	2,730.00
03/05/14	C J DIPOMPEO Draft letter to service corporation directors regarding responding to complaint filed against service corporations regarding COPs transactions.	1.70	550.00	935.00
03/05/14	B ROSENBLUM Research regarding plan support with respect to swap settlement (2.20); review of proofs of related claim (1.10).	3.30	800.00	2,640.00
03/05/14	G S STEWART Communicate with DiPompeo, Kovsky-Apap (Pepper Hamilton) regarding letter to service corporations (.20); review and revise same (.30); communicate with Shumaker regarding schedule for swaps 9019 hearing (.20).	0.70	900.00	630.00
03/06/14	C BALL Communicate with Hertzberg (Pepper Hamilton) regarding deposition schedule.	0.30	1,000.00	300.00
03/06/14	T F CULLEN JR Conference call with litigation team regarding procedural issues and hearing strategy.	0.80	975.00	780.00
03/06/14	M L HALE Communicate with Dodd (City) regarding status of search for email boxes for custodians regarding COP/swap settlement litigation (.40); review email of Sims (City) regarding status of search for email boxes for custodians (.10).	0.50	675.00	337.50
03/06/14	D T MOSS Communicate with Hertzberg (Pepper Hamilton), Cullen, Ball and Rosenblum regarding swap settlement, litigation issues, and next steps.	0.80	650.00	520.00
03/06/14	B ROSENBLUM Research regarding plan support agreement issues regarding swap settlement (4.20); review proofs of claim regarding same (.60); communicate with Ball, Stewart, Cullen regarding COPs/swaps treatment (.80).	5.60	800.00	4,480.00

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COP/SWAP Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/06/14	G M SHUMAKER	0.80	850.00	680.00
	Telephone conference with Ball, Rosenblum, Cullen and Hertzberg (Pepper Hamilton) regarding preparations for upcoming swaps hearing and related discovery and strategic issues.			
03/07/14	C BALL	2.80	1,000.00	2,800.00
	Prepare for call regarding research on section 1124 of the Bankruptcy Code and swap counterparty plan support (.20) and draft agreement regarding same (.60); communicate with Hertzberg (Pepper Hamilton) regarding same (.80); communicate with Shumaker, Cullen and Rosenblum regarding swap settlement hearing, voting issue and objection (.80); communicate with Lennox regarding same (.40).			
03/07/14	B ROSENBLUM	2.40	800.00	1,920.00
	Research regarding plan support agreement issues regarding swap settlement (2.10); review correspondence regarding COPs strategy (.20); communicate with Hertzberg (Pepper Hamilton) regarding casino revenues (.10).			
03/08/14	C BALL	1.30	1,000.00	1,300.00
	Review correspondence regarding payment mechanics (.90) and draft recommendation regarding same (.40).			
03/10/14	C BALL	2.10	1,000.00	2,100.00
	Review and comment on swap settlement agreement.			
03/10/14	G S IRWIN	5.40	750.00	4,050.00
	Prepare for (.70) and attend (.90) litigation team meeting to discuss trial plan and workstreams; review memorandum from Stewart regarding discovery priorities (.60); draft/develop discovery plan and procedures, including identifying City custodians and proposals for third party advisors (1.60); review hearing transcripts in connection with same (.70); review and consider memorandum from Moss regarding treatment of certain claims (.30); and update discovery plan as needed (.60).			
03/10/14	B T LEATHERMAN	0.50	200.00	100.00
	Communicate with Wiczorek (Xact) regarding data collection and video conversion items related to COP/SWAP matter.			
03/10/14	D T MOSS	0.60	650.00	390.00
	Communicate with Ball regarding swap settlement, Orr (City) deposition, and next steps (.30); communicate with Rosenblum regarding swap settlement response briefing and other issues (.30).			
03/10/14	B ROSENBLUM	0.80	800.00	640.00
	Review updated swap settlement agreement (.60); communicate with Hertzberg (Pepper Hamilton) regarding casino revenues (.10); communicate with Jerneycic (Ernst & Young) regarding liquidity matters (.10).			
03/10/14	G S STEWART	0.30	900.00	270.00
	Communicate with Raimi (City) regarding swap settlement.			
03/10/14	G S STEWART	0.20	900.00	180.00
	Communicate with Raimi (City) regarding swap settlement; communicate with Cullen regarding communication with Montgomery (Dentons) (.20).			
03/10/14	J S TELPNER	0.90	975.00	877.50
	Review swap settlement term sheet and approval order.			
03/11/14	C J DIPOMPEO	0.10	550.00	55.00
	Communicate with Moss regarding status of Service Corporations in connection with COPs adversary proceeding.			
03/11/14	C J DIPOMPEO	0.30	550.00	165.00
	Communicate with Rosenblum regarding reply to objections to swap settlement.			

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COP/SWAP Matters

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/11/14	B ROSENBLUM	6.40	800.00	5,120.00
	Review and revise swap settlement agreement (3.40); communicate with Ball, DiPompeo, Hertzberg (Pepper Hamilton) and Telpner regarding same (1.10); preliminary research regarding omnibus reply in support of swap settlement motion (1.90).			
03/11/14	G S STEWART	1.60	900.00	1,440.00
	Communicate with Kovsky-Apap (Pepper Hamilton) regarding service corporations representation and default (.40); telephone conference call with Kovsky-Apap (Pepper Hamilton) and Mays regarding same (.30); communicate with Moss regarding same (.20); communicate with Cullen regarding memorandum to Montgomery (Dentons) (.10); communicate with Montgomery (Dentons) regarding Retiree Committee involvement in case (.30); communicate with Montgomery (Dentons) with case citations (.30).			
03/11/14	J S TELPNER	6.10	975.00	5,947.50
	Conference calls with Ball, Rosenblum, Kovsky-Apap (Pepper Hamilton) and Hertzberg (Pepper Hamilton) to discuss draft swap settlement and plan support agreement (2.90); review and prepare comments on draft settlement and plan support agreement (3.20).			
03/12/14	C BALL	3.40	1,000.00	3,400.00
	Prepare comments on updated swap settlement agreement and order (3.10); discuss same with Rosenblum (.30).			
03/12/14	B ROSENBLUM	6.10	800.00	4,880.00
	Review and revise swap settlement agreement (5.60); communicate with Ball and Telpner regarding same (.50).			
03/12/14	G S STEWART	0.10	900.00	90.00
	Communicate with Rosenblum regarding disclosures on COPs action.			
03/12/14	J S TELPNER	1.90	975.00	1,852.50
	Conference call with Ball, Rosenblum, Hertzberg (Pepper Hamilton) and Kovsky-Apap (Pepper Hamilton) to discuss draft swap settlement and plan support agreement (1.40); review and comment on revised draft of swap settlement and plan support agreement (.50).			
03/13/14	B S BENNETT	0.40	1,000.00	400.00
	Telephone conference with Ball, Cullen, Hertzberg (Pepper Hamilton) regarding swap settlement.			
03/13/14	D T MOSS	0.30	650.00	195.00
	Communicate with Rosenblum regarding Dentons document request in connection with swap settlement.			
03/13/14	B ROSENBLUM	2.40	800.00	1,920.00
	Review retiree committee discovery motion in connection with swap settlement (.30); communicate with Hertzberg (Pepper Hamilton) regarding same (.10); communicate with Lennox and Ball regarding COPs holdings (.10); communicate with Ball, Kovsky-Apap (Pepper Hamilton), Hertzberg (Pepper Hamilton) and counsel for swap banks regarding swap settlement agreement (.60); draft preliminary portions of omnibus reply in support of swap settlement (1.30).			
03/13/14	G M SHUMAKER	0.40	850.00	340.00
	Telephone conference with Hertzberg (Pepper Hamilton) regarding preparing for swaps settlement discovery and upcoming hearing.			
03/13/14	G S STEWART	0.30	900.00	270.00
	Communicate with Lennox and others regarding COPs questions.			
03/14/14	C BALL	1.10	1,000.00	1,100.00
	Communicate with Rosenblum regarding comments on swap settlement order.			
03/14/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Ball memorandum regarding production request on swaps settlement.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/14/14	C J DIPOMPEO Research regarding rights under COPs transaction documents in connection with the COPs adversary proceeding.	1.40	550.00	770.00
03/14/14	D T MOSS Communicate with Shumaker, Kovsky-Apap (Pepper Hamilton), Hertzberg (Pepper Hamilton), and Rosenblum regarding response to Retiree Committee's document requests and deposition notice.	0.50	650.00	325.00
03/14/14	B ROSENBLUM Communicate with Ball, Hertzberg (Pepper Hamilton) and counsel for the swap counterparties regarding swap settlement agreement (.50); communicate with Ball and Hertzberg (Pepper Hamilton) regarding same (.50); review of swap settlement agreement (.60); communicate with Stewart regarding COPs documentation (.10).	1.70	800.00	1,360.00
03/14/14	G M SHUMAKER Telephone conference with Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), Ball and Moss regarding responding to Retiree Committee document requests and overall swaps discovery strategy (.50); review/analyze Retiree Committee's deposition notice and document requests (.40); communicate with Ball, Cullen, Hertzberg (Pepper Hamilton) and Kovsky-Apap (Pepper Hamilton) regarding same (.40); review/comment on draft of letter from Kovsky-Apap (Pepper Hamilton) to Hackney (Syncora counsel) (.30).	1.60	850.00	1,360.00
03/14/14	G S STEWART Communicate with Lennox regarding COPs questions (.40); communicate with Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), DiPompeo regarding requests to intervene (.20); communicate with Rosenblum regarding Funding Trust agreements (.20); review same for direct action language (.40); communicate with DiPompeo regarding indenture language (.10); communicate with Kovsky-Apap (Pepper Hamilton) regarding Retiree Committee discovery demand and common interest issues (.20); review S.D.N.Y. decision regarding same (.20); communicate with DiPompeo regarding direct action rights (.20).	1.90	900.00	1,710.00
03/15/14	C BALL Communicate with Schneider (State) and Hertzberg (Pepper Hamilton) regarding questions on draft swap settlement documents.	0.90	1,000.00	900.00
03/16/14	C BALL Communicate with Rosenblum and Hertzberg (Pepper Hamilton) regarding swap settlement agreement.	0.50	1,000.00	500.00
03/16/14	B ROSENBLUM Research regarding reply in support of motion to approve swap settlement agreement (2.00); draft reply (.50); communicate with Ball and Hertzberg (Pepper Hamilton) regarding swap settlement agreement and demonstratives (.50); review and comment on proposed changes to swap portions of disclosure statement (.40); review demonstratives (.40).	3.80	800.00	3,040.00
03/17/14	C BALL Communicate with Huebner (Davis Polk), Smith (Davis Polk) and Rosenblum regarding open issues on swap settlement order.	0.90	1,000.00	900.00
03/17/14	B S BENNETT Telephone conference with Ball regarding swap settlement.	0.20	1,000.00	200.00
03/17/14	B S BENNETT Analysis of COPs holder opposition to swap settlement.	0.50	1,000.00	500.00
03/17/14	B S BENNETT Analysis of retiree opposition to swap settlement.	0.40	1,000.00	400.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/17/14	C J DIPOMPEO	3.70	550.00	2,035.00
	Research regarding ability of COPs holders and COPs insurers to intervene in the COPs adversary proceeding (3.20); communicate with Stewart, Hertzberg (Pepper Hamilton), and Kovsky-Apap (Pepper Hamilton) regarding same (.50).			
03/17/14	B ROSENBLUM	11.20	800.00	8,960.00
	Draft omnibus reply brief in support of swap settlement motion (4.10); research regarding same (2.30); review objections to the settlement motion (1.60); prepare short summaries of same (.40); communicate with Ball, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton) and counsel for swap counterparties regarding settlement agreement (.90); review and analyze settlement agreement (1.40); communicate with Stewart and DiPompeo regarding service corporations (.50).			
03/17/14	G M SHUMAKER	3.10	850.00	2,635.00
	Review/analyze objections to swaps settlement by EEPK and COPs holders, U.S. Bank, Retiree Committee and the Retirement Systems (1.10); review/comment on City's objections to Retiree Committee's document requests (.30) communicate regarding same with Kovsky-Apap (Pepper Hamilton), Ball and Hertzberg (Pepper Hamilton) (.40); communicate with Hertzberg (Pepper Hamilton) regarding strategy in connection with upcoming depositions of Orr (City) and Malhotra (Ernst & Young) (.80); review/revise City's motion to extend deposition deadline (.40); communicate regarding same with Kovsky-Apap (Pepper Hamilton) (.10).			
03/17/14	G S STEWART	2.90	900.00	2,610.00
	Communicate with DiPompeo regarding Butzell Long 2009 opinion (.10); review Butzell Long 2009 opinion (.20); communicate with DiPompeo, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton) regarding COPs holders and monolines request to intervene (.90); communicate with DiPompeo regarding Contract Administration Agreement and effect on monolines intervention theory (.20); communicate with Moss and Fox (City) regarding service corporations (.40); review Funding Trusts answer and counterclaims (.30) and communicate with Kovsky-Apap (Pepper Hamilton) and DiPompeo regarding same (.20); review FGIC motion to intervene (.40) and communicate with Kovsky-Apap (Pepper Hamilton) and DiPompeo regarding same (.20).			
03/18/14	C BALL	3.60	1,000.00	3,600.00
	Review/revise swap settlement agreement (1.80); communicate with Rosenblum, Hertzberg (Pepper Hamilton) and Bennett regarding same (.90); conference with Rosenblum, Hertzberg (Pepper Hamilton) and swap counterparties regarding objectives (.90).			
03/18/14	C J DIPOMPEO	0.90	550.00	495.00
	Conference with Stewart regarding response to motions to intervene in the COPs adversary proceeding filed by FGIC and the COPs holders (.50); prepare for same (.40).			
03/18/14	B ROSENBLUM	14.30	800.00	11,440.00
	Draft omnibus reply brief in support of swap settlement motion (4.20); research regarding same (6.90); review objections to the settlement motion (.90); communicate with Jerneycic (Ernst & Young) regarding US Bank reservation of rights (.10); communicate with Ball, Hertzberg (Pepper Hamilton), and counsel for swap banks regarding objections to motion to approve swap settlement agreement (.90); communicate with Ball, Hertzberg (Pepper Hamilton) and Kovsky-Apap (Pepper Hamilton) regarding objections to swap settlement motion (.90); communicate with Stewart and Kovsky-Apap (Pepper Hamilton) regarding service corporations (.40).			
03/18/14	G M SHUMAKER	1.70	850.00	1,445.00
	Review/analyze objections to swaps settlement filed by Syncora, AFSCME, Sole and Washington Trust.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/18/14	G S STEWART	3.20	900.00	2,880.00
	Review briefs on motions to intervene of FGIC and EEPK in COPs litigation (1.10); communicate with Kovsky-Apap (Pepper Hamilton) regarding same (.20); communicate with DiPompeo regarding points for opposition briefs (.20); communicate with Kovsky-Apap (Pepper Hamilton), Rosenblum regarding response to objections on swaps settlement with respect to service corporations (.40); communicate with DiPompeo regarding preparation of opposition briefs to EEPK and FGIC motions to intervene (.50); review Contract Administration Agreement (.30); communicate with Kovsky-Apap (Pepper Hamilton) regarding preparation of motion to dismiss and answer to Funding Trusts counterclaims (.30); analyze Stern v. Marshall issues with respect to third party claims by FGIC and EEPK (.20).			
03/18/14	J S TELPNER	3.80	975.00	3,705.00
	Conference call with Ball to discuss objections to swap settlement (.20); review and comment on swap settlement at request of Ball (3.60).			
03/19/14	C BALL	0.90	1,000.00	900.00
	Communicate with Rosenblum regarding sufficiency of comment process with Huebner (Davis Polk) and Hertzberg (Pepper Hamilton).			
03/19/14	D T MOSS	0.80	650.00	520.00
	Communicate with Rosenblum and Stewart regarding COPs case (.20); communicate with Fox (City), Stewart, and Mays regarding COPs complaint issues (.40); communicate with Orr (City) regarding COPs complaint issues (.20).			
03/19/14	B ROSENBLUM	15.60	800.00	12,480.00
	Draft omnibus reply brief in support of swap settlement motion (10.60); research regarding same (4.90); communicate with Jerneycic (Ernst & Young) and client regarding holdback account (.10).			
03/19/14	G M SHUMAKER	0.70	850.00	595.00
	Telephone conference with Hertzberg (Pepper Hamilton) regarding strategy in responding to Retiree Committee's motion to compel in swaps settlement proceedings (.40); review/analyze motion to compel in connection with same (.30).			
03/19/14	G S STEWART	0.10	900.00	90.00
	Communication with Bennett regarding COPs litigation and motions by COPs holders and FGIC to intervene in same.			
03/20/14	C BALL	5.60	1,000.00	5,600.00
	Attend hearing on discovery motion regarding swaps (1.20); follow up call with Hertzberg (Pepper Hamilton) and Rosenblum regarding same (.90); meeting with Bennett and Rosenblum regarding plan related issues (1.10); communicate with Huebner (Davis Polk), Smith (Davis Polk) and Schaible (Davis Polk), Cornish, Hertzberg (Pepper Hamilton) and Ellenberg (Cadwalader) regarding order (1.60); follow up call with Smith (Davis Polk) (.80).			
03/20/14	B S BENNETT	0.60	1,000.00	600.00
	Conference with Ball, Rosenblum regarding swap settlement negotiations.			
03/20/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of order regarding swap settlement negotiations.			
03/20/14	C J DIPOMPEO	0.20	550.00	110.00
	Communicate with Stewart regarding response to motions to intervene in the COPs adversary proceeding filed by FGIC and the COPs holders.			
03/20/14	B ROSENBLUM	11.60	800.00	9,280.00
	Revise omnibus reply brief in support of swap settlement motion (7.20); review Collateral Custodian Fee matter (.10); communicate with Ball, Hertzberg (Pepper Hamilton) and counsel for swap banks regarding proposed order and settlement (.90); review and analyze settlement agreement (3.40).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/20/14	G M SHUMAKER	2.90	850.00	2,465.00
	Review/comment on draft of City's omnibus response to objections to swap settlement (2.20); communicate with Rosenblum regarding same (.40); telephone conference with Kovsky-Apap (Pepper Hamilton) regarding developments at motion to compel hearing before Judge Rhodes and related deposition planning issues (.30).			
03/21/14	C BALL	0.70	1,000.00	700.00
	Communicate with Davis, Huebner (Davis Polk), Moskowitz (Davis Polk), Kline (Bingham), Smith and Ellenberg (Cadwalader) regarding swaps order.			
03/21/14	B ROSENBLUM	6.80	800.00	5,440.00
	Revise omnibus reply brief in support of motion to approve swap settlement agreement (4.40); communicate with Ball regarding same (.90); communicate with Kovsky-Apap (Pepper Hamilton) regarding same (1.10); communicate with Stewart, Kovsky-Apap (Pepper Hamilton) and counsel for swap counterparties regarding briefing in support of motion to approve swap settlement agreement (.40).			
03/21/14	G M SHUMAKER	2.30	850.00	1,955.00
	Review/comment on latest drafts of City's reply brief in support of swaps settlement (1.20); communications with Rosenblum, Hertzberg (Pepper Hamilton), Ball and Kovsky-Apap (Pepper Hamilton) regarding same (.50); review/assess impact of Court's grant in part of Retiree Committee's motion to compel (.60).			
03/21/14	G S STEWART	0.60	900.00	540.00
	Review draft stipulation vacating default and extending response time to answer (.20); communicate with Kovsky-Apap (Pepper Hamilton) regarding same (.10); review authorities on HRCA (.30).			
03/22/14	B ROSENBLUM	0.10	800.00	80.00
	Communicate with Hertzberg (Pepper Hamilton) regarding filed City reply and filed swap banks' statement in support.			
03/23/14	C BALL	1.80	1,000.00	1,800.00
	Review open issues on swap settlement order with Hertzberg (Pepper Hamilton) and Huebner (Davis Polk) (.90); revise same (.90)..			
03/23/14	B ROSENBLUM	3.30	800.00	2,640.00
	Review and revise swap settlement agreement and proposed order (2.90); communicate with Kovsky-Apap (Pepper Hamilton) regarding same (.20); communicate with Kovsky-Apap (Pepper Hamilton) and Hertzberg (Pepper Hamilton) regarding same (.20).			
03/24/14	C BALL	3.40	1,000.00	3,400.00
	Review and revise swap settlement agreement and order (1.90); communicate with Huebner (Davis Polk), Schaible (Davis Polk) (.80), Hertzberg (Pepper Hamilton) (.40) and Rosenblum (.30) regarding same.			
03/24/14	C J DIPOMPEO	2.40	550.00	1,320.00
	Review documents filed by FGIC and COPs holders in preparation for drafting of consolidated response to motions to intervene in COPs adversary proceeding.			
03/24/14	M L HALE	1.30	675.00	877.50
	Communicate with Rosenblum regarding judge's order regarding discovery (.20); review order regarding discovery on swaps (.10); communicate with Shumaker and Irwin regarding swap discovery needed (.10); communicate with Kovsky-Apap (Pepper Hamilton) regarding scope of discovery (.30); communicate with Leatherman regarding Ball emails (.20); communicate with Leatherman, Adams and Rosenblum regarding Ball emails (.20); communicate with Rosenblum regarding filters for Ball emails (.20).			
03/24/14	B T LEATHERMAN	1.80	200.00	360.00
	Communicate with Hale and internal Jones Day IT regarding document collection and processing for Ball's e-mail related to COP/SWAP matter (.90); communicate with AlphaLit regarding search term specifications and format same for data filtering (.90).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/24/14	D T MOSS	0.40	650.00	260.00
	Communicate with Rosenblum regarding document requests and production of documents by Hale and Pepper Hamilton.			
03/24/14	B ROSENBLUM	1.80	800.00	1,440.00
	Review and comment on swap settlement agreement and proposed form of order approving same (1.20); communicate with Ball regarding swap settlement agreement (.30); communicate with Ball, Hertzberg (Pepper Hamilton), and Kovsky-Apap (Pepper Hamilton) regarding proposed form of order for swap settlement (.20); communicate with Hale regarding document production in connection with swap settlement motion (.10).			
03/24/14	B ROSENBLUM	0.10	800.00	80.00
	Review and comment on swap settlement agreement and proposed form of order approving same; communicate with Ball regarding swap settlement agreement; communicate with Ball, Hertzberg (Pepper Hamilton), and Kovsky-Apap (Pepper Hamilton) regarding proposed form of order for swap settlement; communicate with Hale regarding document production in connection with swap settlement motion; communicate with Seidman regarding Syncora's appeal of casino revenue stay ruling (.10).			
03/25/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum regarding deferral of swap settlement hearing.			
03/25/14	B S BENNETT	0.20	1,000.00	200.00
	Telephone conference with Stewart regarding deferral of swap settlement hearing until confirmation.			
03/25/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Ball memorandum regarding deferral of swap settlement.			
03/25/14	B S BENNETT	0.10	1,000.00	100.00
	Prepare memorandum to Ball regarding deferral of swap settlement.			
03/25/14	M L HALE	2.70	675.00	1,822.50
	Communicate with Ramey (AlphaLit) regarding status of Ball emails for review (several times)(.40); communicate with Kovsky-Apap (Pepper Hamilton), Rosenblum and Hall (City) regarding same (.20); communicate with Leatherman regarding status, timing and volume of Swaps production (.10); communicate with Ramey (AlphaLit) regarding documents criteria (.30); communicate with Floyd, Aeschlimann, Roth and Chrisman regarding documents ordered produced by the Judge (.20); review Ball documents for potential responsiveness to objector requests; review documents identified by other JD coders as potentially responsive (1.20); communicate with Kovsky-Apap (Pepper Hamilton) regarding documents found potentially responsive and privileged (.20); communicate with Wilson regarding other potentially responsive documents (.10).			
03/25/14	B T LEATHERMAN	1.20	200.00	240.00
	Communicate with Hale and Ramey (AlphaLit) regarding processing and database setup for review of Ball's collected e-mail (.70); communicate with same regarding production formatting items (.50).			
03/25/14	B ROSENBLUM	2.30	800.00	1,840.00
	Communicate with Kovsky-Apap (Pepper Hamilton) regarding document production in connection with swap settlement (.10); communicate with Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), and Stewart regarding swap settlement agreement (.30); communicate with Ball, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), and Stewart regarding swap settlement agreement (.50); communicate with Ball regarding swap settlement agreement (.20); communicate with Kovsky-Apap (Pepper Hamilton) regarding status of swap settlement agreement (.10); communicate with Huebner (Davis Polk) regarding swap settlement agreement (.10); review swap settlement agreement (.40); prepare open items list for Ball (.40); communicate with Ball regarding same (.10); communicate with swap banks regarding same (.10).			
03/25/14	G S STEWART	0.50	900.00	450.00
	Communicate with Huebner (Davis Polk) regarding counter-parties COPs positions (.30); communicate with Rosenblum, Ball and Hertzberg (Pepper Hamilton) with respect to same (.20).			

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03/26/14	C BALL	6.60	1,000.00	6,600.00
	Review blacklines regarding revised swap settlement agreement and order (1.60); draft memo to Kovsky-Apap (Pepper Hamilton), Rosenblum and bank counsel regarding changes (1.90); follow up call to Hertzberg (Pepper Hamilton) regarding COPs position and banks (.90); review revisions and final drafts of swap settlement agreement and order (2.20).			
03/26/14	C J DIPOMPEO	7.60	550.00	4,180.00
	Draft response in opposition to motions to intervene in COPs adversary proceeding filed by FGIC and several COPs holders.			
03/26/14	D T MOSS	0.30	650.00	195.00
	Communicate with Ball, Rosenblum and Orr (City) regarding settlement agreement next steps, signing agreement and other items.			
03/26/14	B ROSENBLUM	11.30	800.00	9,040.00
	Review and revise swap settlement agreement (7.10); communicate with Ball, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton) and counsel for swap banks concerning settlement agreement (2.90); communicate with Ball, Hertzberg (Pepper Hamilton), and Kovsky-Apap (Pepper Hamilton) regarding same (.70); communicate with Kovsky-Apap (Pepper Hamilton) and Huebner (Davis Polk) regarding same (.20); communicate with Bennett and Stewart regarding update on swap settlement (.10); communicate with Stewart regarding COPs litigation (.20); communicate with Hertzberg (Pepper Hamilton) and Jerneycic (Ernst & Young) regarding collateral agreement payments (.10).			
03/26/14	G M SHUMAKER	0.80	850.00	680.00
	Telephone conference with Kovsky-Apap (Pepper Hamilton) regarding document production issues (.30); review documents to be produced (.20); communicate with Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton) and Ball regarding same (.30).			
03/26/14	G S STEWART	0.90	900.00	810.00
	Communicate with Sendek (Butzell Long) and Radom (Butzell Long) regarding service corporations and COPs litigation (.60); communicate with Rosenblum, Ball, Hertzberg (Pepper Hamilton) and Kovsky-Apap (Pepper Hamilton) regarding draft language in litigation undertakings section of swap settlement agreement in conjunction with COPs matters (.30).			
03/27/14	C J DIPOMPEO	8.30	550.00	4,565.00
	Draft response in opposition to motions to intervene in COPs adversary proceeding filed by FGIC and several COPs holders.			
03/27/14	B ROSENBLUM	2.80	800.00	2,240.00
	Analyze further updated swap settlement (1.90); review supplemental filing regarding swap settlement (.10); communicate with Marsh (Bingham) counsel for UBS regarding swap settlement (.40); communicate with Nelson regarding swap valuation (.10); communicate with Jerneycic (Ernst & Young) regarding same (.10); review Collateral Custodian fee matters (.20).			
03/27/14	G M SHUMAKER	0.40	850.00	340.00
	Telephone conference with Hertzberg (Pepper Hamilton) regarding discovery issues and strategy concerning motion to approve swaps settlement.			
03/28/14	C BALL	8.10	1,000.00	8,100.00
	Prepare for deposition of Orr (City) (2.10); deposition preparation with Orr (City) (1.40); follow up with Hertzberg (Pepper Hamilton) on open points with banks and discovery requests (1.30); review response to Syncora discovery motion (1.80); communicate regarding same with Hertzberg (Pepper Hamilton) and Rosenblum (.70); communicate with Rosenblum regarding closing argument and slide deck (.80).			
03/28/14	C J DIPOMPEO	8.50	550.00	4,675.00
	Draft response in opposition to motions to intervene in COPs adversary proceeding filed by FGIC and several COPs holders.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/28/14	B ROSENBLUM Draft Plan COP Settlement agreement (1.80); communicate with client regarding Collateral Custodian fee matters (.20).	2.00	800.00	1,600.00
03/28/14	G S STEWART Review draft opposition to motions to intervene in COPs litigation (1.30); review briefs in support of motions to intervene (.40); communicate with DiPompeo regarding same (.10).	1.80	900.00	1,620.00
03/29/14	C BALL Review response to concurrence in Court's order to show cause for expert (.80); send comments to Moss (.40).	1.20	1,000.00	1,200.00
03/30/14	C BALL Review response to Syncora discovery motion (.80); communicate regarding same with Kovsky-Apap (Pepper Hamilton) (.40); draft memo to Hertzberg (Pepper Hamilton) regarding April 2 hearing on same (.80).	2.00	1,000.00	2,000.00
03/30/14	B ROSENBLUM Prepare slides in connection with closing arguments relating to swap settlement agreement (2.40); communicate with Wilson and Hoffmann regarding Syncora holdings (.10); review Syncora proofs of claim (.10); communicate with Stewart and DiPompeo regarding Plan COP Settlement (.30).	2.90	800.00	2,320.00
03/31/14	C J DIPOMPEO Communicate with Stewart regarding response to motions to intervene in the COPs adversary proceeding by FGIC and the COPs holders (.30); review proofs of claim filed by FGIC and Syncora in connection with same (.80).	1.10	550.00	605.00
03/31/14	D M HIRTZEL Obtain relevant pleadings and create binder of material for 4/2 hearing in connection with settlement agreement and plan support agreement for Ball and Rosenblum.	2.20	275.00	605.00
03/31/14	B ROSENBLUM Prepare slides in connection with closing arguments relating to swap settlement agreement (7.40); communicate with Hirtzel regarding preparation of binders for hearing on swap settlement (.10); review COPs holders sur-reply (.10); review motion of the City to strike COPs holders sur-reply (.10); communicate with Kovsky-Apap (Pepper Hamilton) regarding comments on proposed swap order (.10); communicate with Ball regarding same (.10); communicate with Jacobsen (U.S. Bank) and Smith (MWE) regarding Collateral Agreement Custodian fees (.10); communicate with Jerneycic (Ernst & Young) regarding Collateral Agreement matters (.10).	8.10	800.00	6,480.00
03/31/14	G M SHUMAKER Telephone conference with Hertzberg (Pepper Hamilton) regarding Malhotra (Ernst & Young) and Orr (City) depositions (.60); review/analyze portion of Orr (City) deposition transcript (.70).	1.30	850.00	1,105.00
03/31/14	G S STEWART Communicate with Ball, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), DiPompeo, Rosenblum on depositions of Malhotra (Ernst & Young), Orr (City) and on mechanisms for COPs holders to submit proofs of claim (.80); communicate with DiPompeo regarding opposition to motions to intervene (.50); review motions to intervene (2.10); review and revise opposition thereto (2.40); review research materials in connection with opposition to motions to intervene (.40).	6.20	900.00	5,580.00
TOTAL		336.70	USD	272,140.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Labor & Employment Matters

USD 353,430.00

TOTAL

USD 353,430.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

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PARTNER			
B W EASLEY	38.80	750.00	29,100.00
J KASTIN	10.00	750.00	7,500.00
E M ROSSMAN	128.20	675.00	86,535.00
ASSOCIATE			
D S BIRNBAUM	136.80	625.00	85,500.00
B J COLEMAN	190.60	450.00	85,770.00
J M TILLER	2.60	625.00	1,625.00
S C WOO	139.30	400.00	55,720.00
PROJECT ASST			
C KIM	11.20	150.00	1,680.00
TOTAL	657.50	USD	353,430.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Labor & Employment Matters included the following:

- (1) Assisted in the ongoing refinement and implementation of the City's comprehensive labor strategy for restructuring negotiations based on ongoing developments, working with representatives of the City and its other advisors;
- (2) Prepared for (including by preparing proposals and other materials) and participated in numerous (almost daily) restructuring meetings with union representatives from various public safety, department of transportation and other City departments (*i.e.*, both uniform and non-uniform unions) regarding potential pension and OPEB modifications, active health changes, work rule changes, revised terms and conditions of employment, various cost reduction initiatives and other restructuring issues;
- (3) Prepared potential new collective bargaining agreements (CBAs) covering certain labor organizations, including the Emergency Medical Service Officers Association (EMSOA); UAW Locals 212 and 412; and the Building Trades Council of Greater Detroit (BTC);
- (4) Addressed issues relating to the potential implementation of City Employment Terms on additional constituencies, including the Detroit Police Lieutenants and Sergeants Association (DPLSA);
- (5) Evaluated potential departmental restructuring initiatives and addressed labor-related issues in connection with these initiatives, particularly with respect to the Detroit Fire Department (DFD), the Detroit Police Department (DPD) and the Detroit Department of Transportation (DDOT);
- (6) Prepared a lengthy post-hearing brief (ultimately 60 pages, plus supplemental materials) in connection with the fact-finding petition filed with the Michigan Employment Relations Commission (MERC) relating to the labor dispute between the American Federation of State, County and Municipal Employees (AFSCME) Locals 214 and 312

and the DDOT, which involved a detailed review of a transcript of nearly 1,000 pages and related materials, and conducted supporting research; and

- (7) Evaluated various factual and legal issues, including issues relating to (a) leadership changes at the DFD, (b) unfair labor practice charges asserted by AFSCME and (c) various grievance issues.

[Note that additional labor discussions were conducted as part of the Bankruptcy Court-ordered mediation process and are billed in the Mediation Activities matter (-609029).]

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	D S BIRNBAUM Communicate with Cunningham (UAW) regarding issues pertaining to UAW Local 212.	0.30	625.00	187.50
03/02/14	S C WOO Review materials relating to upcoming UAW meetings.	0.60	400.00	240.00
03/03/14	D S BIRNBAUM [REDACTED] prepare for meetings with UAW Locals 212 and 412 regarding a potential collective bargaining agreement (1.10); communicate with Walsh (Conway MacKenzie) regarding employee evaluations and progressive discipline issues (.30); prepare for meeting with Hollowell (City) regarding law department restructuring (.60); communicate with Hall (City) regarding labor strategy for Detroit Fire Department (.30).	4.10	625.00	2,562.50
03/03/14	B J COLEMAN Review and analyze AFSCME fact finding hearing transcripts (4.60); draft and revise fact section of AFSCME fact finding post-hearing brief (2.70).	7.30	450.00	3,285.00
03/03/14	B W EASLEY Review correspondence from Hall (City) regarding implementation of performance evaluation program for City employees (.20); review correspondence from Herman (Miller Buckfire) and Lennox regarding status of on-going discussions with labor organizations representing City employees (.20); communicate with Hall (City) regarding restructuring plan for Finance and Law Departments (.20); [REDACTED]	1.00	750.00	750.00
03/03/14	E M ROSSMAN Review and revise ATU contract language in preparation for meeting with DDOT regarding same (4.10); assess demand from DOT Foreman's Association for higher wages under alleged "me too" provision and communicate with Hall (City) and Ellsworth (City) regarding same (.20); prepare for contract negotiations with EMSOA and DPOA (1.10); prepare for post-hearing brief regarding AFSCME fact-finding (.80).	6.20	675.00	4,185.00
03/03/14	J M TILLER Communicate with Saldanha (Ernst & Young) regarding treatment of collective bargaining agreements in City's restructuring (.20); analyze issues and inquiries regarding same (1.60); communicate with Woo and Birnbaum regarding same (.10).	1.90	625.00	1,187.50
03/03/14	S C WOO Communicate with Hollowell (City) relating to meeting with Law Department (.40); communicate with Ellsworth (City), Colbert (City) and Johnson (City) relating to same (.30); communicate with Mays (City) relating to same (.10); review materials relating to UAW Local 212 (.40); review materials relating to ATU agreement and meeting with DDOT (.30).	1.50	400.00	600.00
03/04/14	D S BIRNBAUM Review memorandum from Colbert (City) regarding Law Department restructuring and labor strategy issues (.20); meeting with Hall (City) regarding Law Department restructuring [REDACTED] (.30); prepare for (1.00) and attend (.80) meeting with Hollowell (City), Raimi (City), Keelean (City), and Hall (City) regarding Law Department restructuring and labor strategy issues; meeting with Mays (City) regarding [REDACTED] grants management strategy issues (.50); communicate with Barney (POAM) regarding retirement benefits issues (.20); review transcripts from AFSCME fact finding hearing (1.40); telephone conference with Gannon (Conway MacKenzie) and Walsh (Conway MacKenzie) regarding employee evaluations and discipline (.30); meeting with Craig (City), Stair (City) and Wilson (City) regarding Detroit Police Department restructuring issues and labor strategy pertaining to DPLSA bargaining unit (1.00); [REDACTED] meeting with Stair (City) regarding weapon assignments to UAW Local 212 to prepare for March 6 meeting (.20).	6.10	625.00	3,812.50

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	B J COLEMAN	11.40	450.00	5,130.00
	Review and analyze AFSCME fact finding hearing transcripts (2.10); draft and revise fact section of AFSCME fact finding post-hearing brief (9.30).			
03/04/14	B W EASLEY	5.40	750.00	4,050.00
	Prepare for (.80) and participate in (.80) meeting with Hall (City) and Birnbaum regarding restructuring plan for Finance, Law, Information Technology and Human Resources departments and labor strategy issues; prepare for (.40) and participate in (.80) meeting with Hollowell (City), Raimi (City), Hall (City), Lenheer (City), Mays (City) and Birnbaum regarding Law Department restructuring plan; communicate with Hollowell (City) and Hall (City) regarding same (.30); meeting with Mays (City) and Hall (City) regarding establishment of Grants Management division (.30); meeting with Chief Craig (City), Commander Stair (City), Hall (City) and Rossman regarding potential implementation of employment terms for police officers represented by Detroit Police Lieutenants and Sergeants Association (DPLSA) (.70); review/revise draft terms for police officers represented by DPLSA (.40); communicate with Gustafson (State) and Miller regarding potential pension settlement (.30); [REDACTED] communicate with Brown (City) and Presnell (City) regarding same (.20).			
03/04/14	E M ROSSMAN	6.70	675.00	4,522.50
	Meeting with Dirks (City) and City Labor Relations Department regarding ATU contract (1.30); review and revise letter related to waiver of 90-day waiting period for healthcare coverage for uniform recruits (2.20); prepare for (.60) and participate (.90) in meeting with Chief Craig (City) regarding DPLSA contract discussions; analyze issues related to DPOA contract to prepare for discussions with union related to same (.90); analyze status of post-hearing brief for AFSCME fact finding hearing (.80).			
03/04/14	S C WOO	8.80	400.00	3,520.00
	Conference with DDOT relating to ATU proposal (1.80); revise same (2.50); conference with Hall (City) relating to City's staffing needs (.40); draft correspondence to Hall (City) relating to immediate hiring of eligible candidates (1.30); conference with Hollowell (City), Raimi (City), Keelean (City), Mays (City) and Hall (City) relating to Law Department restructuring (.90); conference with Mays (City) relating to new Grants Management Division (.60); [REDACTED] review city employment terms for public safety union (.60); correspondence to Stair (City) relating to UAW information request (.20).			
03/05/14	D S BIRNBAUM	8.60	625.00	5,375.00
	[REDACTED] review communications and documents from Presnell (City) regarding same (.30); plan for (1.10) and attend (2.00) meeting with UAW Local 412 pertaining to a potential successor collective bargaining agreement; meeting with Hall (City) regarding strategy for upgrading employee evaluation and disciplinary procedures (.30); telephone conference with Barney (POAM) regarding employee benefits and EAP issues (.30); meeting with Hill (City) regarding strategy for Finance Department restructuring (.90); review documents regarding same (.40); draft city employment terms for DPLSA bargaining unit (.40); draft post-hearing brief for fact finding with AFSCME Locals 214 and 312 (1.80); analyze issues in connection with restructuring of City IT department (.40); analyze law department restructuring initiatives (.40).			
03/05/14	B J COLEMAN	13.70	450.00	6,165.00
	Review and analyze AFSCME fact finding hearing transcripts (2.80); draft and revise fact section of fact finding post-hearing brief (6.60); draft and revise argument section of AFSCME fact finding post-hearing brief (4.30).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/05/14	B W EASLEY	4.30	750.00	3,225.00
	Review/analyze restructuring plans for Finance, Legal and Information Technology departments (.60); communicate with Hill (City), Hall (City) and Kastin regarding same (.30); prepare for (.20) and attend (.90) meeting with Hill (City) and Hall (City) to discuss restructuring plan for Finance Department; [REDACTED] communicate with Presnell (City) regarding same (.20); communicate with Hall (City) and Haves (City) regarding hiring and performance evaluation practices (.30); communicate with Gustafson (State) and Miller regarding conference call with Michigan Attorney General's office regarding labor and pension issues (.20); correspondence to Hall (City) regarding meeting with labor unions representing City employees (.20); review/revise draft implemented terms for police officers represented by Detroit Police Lieutenants and Sergeants Association (DPLSA) (.30); correspondence to Chief Craig (City) regarding implemented terms for police officers represented by DPLSA (.20); communicate with Rossman and Birnbaum regarding on-going discussions with Emergency Medical Supervisors and Officers Association (EMSOA) and DPLSA (.60).			
03/05/14	J KASTIN	0.30	750.00	225.00
	Communicate with Easley regarding open employment issues and restructuring initiatives.			
03/05/14	E M ROSSMAN	6.30	675.00	4,252.50
	Review and revise city employment terms for DPLSA (1.70); communicate with Chief Craig (City) related to same (.50); prepare for (1.20) and participate in (.80) contract discussions with DPOA; prepare for future DPOA contract discussions (.60); participate in call with team regarding status of [REDACTED] (.40); prepare for meetings with DDOT regarding ATU contract (1.10).			
03/05/14	S C WOO	8.90	400.00	3,560.00
	Conference with Beaumont (UAW Local 412), Cunningham (UAW) and Johnson (City) relating to terms and conditions of employment (1.60); conference with Hall (City) relating to performance reviews/appraisals (.30); review ATU's expired agreement (1.90); revise ATU proposal (2.10); compile materials relating to upcoming labor negotiations (.30); review 2012 and 2013 financial stability agreements (1.80); review PA 4 and PA 436 as they pertain to financial stability agreements and duty to bargain (.90).			
03/06/14	D S BIRNBAUM	5.70	625.00	3,562.50
	Analyze labor strategy in connection with restructuring of Law Department (.50); analyze labor strategy in connection with restructuring of Finance Department (.30); correspondence to Hill (City) regarding same (.20); plan for (.60) and attend (.90) meeting with Emergency Medical Services Officers Association (EMSOA) regarding a potential five year collective bargaining agreement; meeting with Deputy Commissioner Zack (City) and Rossman regarding Detroit Fire Department restructuring issues (.30); prepare for (.70) and attend (1.80) meeting with UAW Local 212 regarding a potential collective bargaining agreement; communicate with Ellsworth (City) regarding Law Department labor strategy issues (.20); analyze ATU request to resolve pending pre- and post-petition grievances (.20).			
03/06/14	B J COLEMAN	14.40	450.00	6,480.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (8.30); research case law regarding admissibility of expert testimony, factors for consideration in fact finding and standard to be applied to fact finding proceedings (6.10).			

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03/06/14	B W EASLEY	3.20	750.00	2,400.00
	Prepare for (.10) and participate in (.40) conference call with Orr (City), Fox (City), Mays (City), Hall (City) and Miller regarding status of labor relations and employee benefits restructuring plans; communicate with Fox (City), Nowling (City), Hall (City), Hayes (City) and Miller regarding labor relations issues (.40); prepare for (.30) and participate in (.40) conference call with Schneider (State), Hawkins (State), Shaw (State), Raterink (State), Miller and Kastin regarding status of discussions with labor organizations representing City employees; draft restructuring plans for Finance, Information Technology and Law Departments (.50); communicate with Rossman and Birnbaum regarding same (.30); review correspondence from UAW regarding terms and conditions of employment for legal assistants in Law Department (.10); communicate with Kastin and Birnbaum regarding implementation of performance evaluation program for City employees (.20); communicate with Herman (Miller Buckfire) regarding status of on-going discussions with labor organizations representing City employees (.20); research/analyze regarding duty to bargain with respect to pension and retiree medical issues (.30).			
03/06/14	J KASTIN	0.40	750.00	300.00
	Teleconference with Michigan Attorney General's Office, Easley and Miller regarding status of labor negotiations.			
03/06/14	E M ROSSMAN	5.90	675.00	3,982.50
	Prepare for (1.20) and participate in (1.20) contract discussions with EMSOA; review and revise ATU contract materials (2.70); analyze law related to resumption of City collective bargaining obligations (.80).			
03/06/14	S C WOO	9.30	400.00	3,720.00
	Conference with Cunningham (UAW), Coleman (UAW Local 212), Tennille (City), Davis-Drake (City) and Johnson (City) relating to terms and conditions of employment (2.10); conference with Hall (City) relating to labor strategy (.40); review expired UAW Local 212 agreement (.60); review 2012 and 2013 financial stability agreements (2.10); research case law relating to mandatory versus permissive nature of active and retiree benefits (.90); correspondence to Hollowell (City) relating to upcoming meeting (.20); review data relating to DPOA information request (.40); revise ATU proposal (2.60).			
03/07/14	D S BIRNBAUM	8.60	625.00	5,375.00
	Review communication and documents from Hill (City) regarding finance department restructuring issues (.50); review December 4, 2013 Financial Stability Agreement to assess impact on City's duty to bargain going forward (.50); review unfair labor practice charge filed by AFSCME Locals 214 and 312 (.30); research regarding procedural issues relating to processing of unfair labor practice charge (.80); analyze substantive responses to unfair labor practice charge (.40); draft post-hearing brief in connection with fact finding with AFSCME Locals 214 and 312 (6.10).			
03/07/14	B J COLEMAN	9.70	450.00	4,365.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (5.40); research case law regarding admissibility of expert testimony, factors for consideration in fact finding and standard to be applied to fact finding proceedings (1.10); draft and revise fact section of AFSCME fact finding post-hearing brief (3.20).			
03/07/14	B W EASLEY	2.40	750.00	1,800.00
	Review/analyze revised Financial Stability Agreement regarding duty to bargain (.70); review/revise memorandum regarding impact of same on duty to bargain with labor organizations representing City employees (.30); draft Finance Department restructuring plan (.40); review documents and correspondence from Hill (City) regarding same (.40); correspondence to Hill (City) regarding same (.20); review/analyze AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.40).			
03/07/14	B W EASLEY	0.10	750.00	75.00
	Review/analyze AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations.			

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03/07/14	E M ROSSMAN	6.70	675.00	4,522.50
	Prepare for (.70) and participate in (.70) meeting with Dirks (City) and City Labor Relations Department related to ATU contract language; prepare for (.50) and participate in (1.00) special conference with AFSCME related to outsourcing of money handling operations; analyze law related to resumption of City collective bargaining obligations (.30); prepare for (1.00) and participate in (1.00) meeting with Zack (City) regarding EMSOA contract language; analyze status of post-hearing brief related to AFSCME fact finding (.50); analyze legal issues related to Finance Department restructuring (.30); plan/prepare for upcoming contract discussions with uniform unions (.70).			
03/07/14	S C WOO	7.90	400.00	3,160.00
	Conference with Dirks (City), Williams (City) and Ellsworth (City) relating to ATU proposal (1.10); research case law relating to mandatory versus permissive nature of active and retiree benefits (1.30); draft memorandum to Michigan Attorney General summarizing research (2.40); prepare for conference with Zack (City) relating to EMSOA proposal (.70); conference with Zack (City) relating to EMSOA proposal (1.40); prepare for upcoming meetings with non-uniform unions (1.00).			
03/08/14	D S BIRNBAUM	7.90	625.00	4,937.50
	Draft and revise post-hearing brief in connection with fact finding with AFSCME Locals 214 and 312 (6.30); research regarding unfair labor charge filed by AFSCME Locals 214 and 312 including both substantive and procedural issues (1.20); analyze strategy for restructuring of Law Department (.40).			
03/08/14	B J COLEMAN	14.80	450.00	6,660.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (6.80); draft and revise fact section of same (5.20); draft and revise introduction to same (2.80).			
03/08/14	B W EASLEY	1.90	750.00	1,425.00
	Draft response to AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.60); communicate with Hall (City) and Rossman regarding same (.40); draft restructuring plans for Finance and Law Departments (.60); communicate with Rossman and Birnbaum regarding response to AFSCME unfair labor practice charge (.30).			
03/08/14	E M ROSSMAN	0.80	675.00	540.00
	Communicate with Birnbaum and Easley to develop strategy for addressing AFSCME unfair labor practice charge.			
03/08/14	S C WOO	2.80	400.00	1,120.00
	Research case law relating to mandatory versus permissive nature of active and retiree benefits (.90); draft memorandum to Michigan Attorney General summarizing research (1.90).			
03/09/14	D S BIRNBAUM	11.20	625.00	7,000.00
	Research and fact investigation in connection with unfair labor practice charge filed by AFSCME Locals 214 and 312 (1.40); draft memorandum regarding same (.60); draft collective bargaining agreement covering legal assistants represented by UAW (.40); communicate with Kestin regarding preparation for March 10 meeting with City Human Resources Department to develop City-wide employee evaluations initiative (.30); draft post-hearing brief in connection with fact finding proceedings with AFSCME Locals 214 and 312 (8.50).			
03/09/14	B J COLEMAN	16.20	450.00	7,290.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (6.60); draft and revise fact section of same (6.30); draft and revise procedural posture section of same (2.10); draft and revise proposals section of same (1.20).			
03/09/14	B W EASLEY	0.70	750.00	525.00
	Draft/revise memorandum regarding collective bargaining obligations pertaining to pension and retiree medical benefits (.50); review summary of AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.20).			

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03/09/14	S C WOO	8.20	400.00	3,280.00
Research case law relating to mandatory versus permissive nature of active and retiree benefits (1.20); draft memorandum to Michigan Attorney General summarizing research (2.40); research Michigan rules relating to expert witnesses, provision of information and fact finding standard (2.60); research procedural requirements relating to unfair labor practice charges (.80); draft summary of research (1.20).				
03/10/14	D S BIRNBAUM	10.60	625.00	6,625.00
Analyze transcripts from fact finding hearing with AFSCME Locals 214 and 312 (1.80); research law in support of fact finding post-hearing brief (1.10); draft and revise same (5.20); review correspondence and documents from Schwartz (City) and Connerway (City) regarding pending labor claims involving DWSD (.60); draft Finance Department restructuring strategy (.30); draft proposal to Emergency Medical Services Officers Association for a five year collective bargaining agreement (.80); research regarding response to unfair labor practice charge filed by AFSCME Locals 214 and 312 (.50); [REDACTED]				
03/10/14	B J COLEMAN	12.40	450.00	5,580.00
Draft and revise argument section of AFSCME fact finding post-hearing brief (4.60); draft and revise fact section of same (6.70); draft and revise introduction to same (1.10).				
03/10/14	B W EASLEY	0.60	750.00	450.00
Communicate with Hall (City) regarding staffing issues related to seasonal workers (.20); communicate with Commander Stair (City) regarding meeting with Detroit Police Lieutenants and Sergeants Association (.20); [REDACTED]				
03/10/14	J KASTIN	3.10	750.00	2,325.00
Meeting with Hall (City), Shannon (City) and Haves (City) regarding performance management issues (1.70); meeting with Jackson (City), Dick (City), Bryant (City), Hall (City) and Wilson (City) regarding custodial services contract (1.40).				
03/10/14	E M ROSSMAN	7.60	675.00	5,130.00
Review and revise EMSOA contract language (2.70) and communicate with Zack (City) regarding same (.80); analyze potential response to AFSCME unfair labor practice charge (2.20); communicate with Hall (City) regarding same (.10); review AFSCME fact finding brief (.90); communicate with Stair (City) regarding status of DPLSA discussions (.10); review and analyze materials related to Finance Department restructuring (.80).				
03/10/14	S C WOO	4.40	400.00	1,760.00
Review expired UAW Local 412 collective bargaining agreement (1.20); draft UAW Local 412 proposal (1.30); review EMSOA proposal (1.30); correspondence to Zack (City) regarding EMSOA proposal (.30); compile materials relating to Grants Management Division restructuring (.30).				
03/11/14	D S BIRNBAUM	8.60	625.00	5,375.00
Prepare for (1.10) and attend (1.40) meeting with Hollowell (City), Raimi (City), Hall (City) and Woo regarding strategy for restructuring Law Department; [REDACTED] draft post-hearing brief in connection with fact finding hearing with AFSCME Locals 214 and 312 (3.40); review restructuring plans for fire and emergency medical services functions (.40); review and finalize proposal to Emergency Medical Services Officers Association (EMSOA) for a five year collective bargaining agreement (.60); communicate with Griffin regarding collection of data in support of efforts to draft City-wide retirement plan documents (.50); telephone conference with Mays (City) regarding Finance Department restructuring issues (.20); draft collective bargaining agreement covering UAW, Local 212 (.70).				
03/11/14	B J COLEMAN	0.90	450.00	405.00
Review and analyze documents relevant to restructuring of Finance Department (.40); review and analyze AFSCME 214 and 312's unfair labor practice charges (.50).				

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03/11/14	B W EASLEY	1.80	750.00	1,350.00
	Review correspondence from Berry (City) and Rossman regarding Finance Department restructuring plan (.20); review documents and correspondence received from Deputy Commissioner Zack (City) regarding Detroit Fire Department restructuring plan (.40); [REDACTED] analyze AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.40); communicate with Rossman regarding strategy for AFSCME unfair labor practice charge (.40); communicate with Herman (Miller Buckfire) regarding labor relations due diligence summary (.20).			
03/11/14	E M ROSSMAN	6.90	675.00	4,657.50
	Analyze contracts and documents regarding Finance Department restructuring (1.80); communicate with Zack (City) related to EMSOA contract terms (.20); prepare for contract discussions with EMSOA (.80); prepare for contract discussions with DFFA (.70); analyze issues related to DPLSA city employment terms and contract status (.70); analyze potential impact of fire and EMS restructuring plans on contract discussions with EMSOA and DFFA (.30); review and revise post-hearing brief for AFSCME fact-finding (2.40).			
03/11/14	S C WOO	8.10	400.00	3,240.00
	Review expired UAW Local 412 collective bargaining agreement (2.10); draft UAW Local 412 proposal (3.20); revise UAW Local 412 proposal (1.30); compile materials relating to pension plan documents (.40); correspondence to Zack (City) regarding EMSOA proposal (.30); finalize EMSOA proposal (.40); prepare for upcoming EMSOA meeting (.40).			
03/12/14	D S BIRNBAUM	5.80	625.00	3,625.00
	Communicate with Hollowell (City) regarding Law Department restructuring strategy (.20); [REDACTED] review memorandum of understanding regarding same (.30); [REDACTED] telephone conference with Gatteno (EMSOA) regarding discussions with Emergency Medical Services Officers Association for a successor collective bargaining agreement (.30); draft motion to stay unfair labor practice charge filed by AFSCME Locals 214 and 312 (.40); revise post-hearing brief regarding same (.60); draft proposal for five year collective bargaining agreement covering UAW Local 212 (1.20); attend meeting with UAW Local 212 regarding proposal for five year collective bargaining agreement (1.30); communicate with Gross (City) regarding pending DWSD labor claims (.20); telephone conference with Wolfson (City) and Connerway (City) regarding tentatively collective bargaining agreement between DWSD and IUOE (.20); review terms of same (.20); communicate with Hall (City) regarding lump sum payout initiative for retirees (.30).			
03/12/14	B J COLEMAN	11.10	450.00	4,995.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (7.20); draft and revise fact section of same (3.90).			
03/12/14	B W EASLEY	1.40	750.00	1,050.00
	Review documents and correspondence received from Hall (City) regarding payment of accrued leave to retiring employees (.40); [REDACTED] review documents and correspondence from Conerway (City) regarding tentative agreement with IUOE for DWSD employees (.30); communicate with Goldsmith and Rossman regarding response to AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.40).			
03/12/14	E M ROSSMAN	6.40	675.00	4,320.00
	Prepare for (2.10) and participate in (2.20) contract discussions with DFFA; communicate with Goldsmith regarding AFSCME Local 214 & 312 unfair labor practice charge (.20); prepare for contract discussions with DPOA (.60); prepare for AFSCME contract discussions (1.30).			

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03/12/14	S C WOO	7.30	400.00	2,920.00
	Draft UAW Local 412 Legal Assistants proposal (2.20); prepare for meeting with UAW Local 412 Legal Assistants (.80); conference with Beauford (UAW), Wilson (UAW) and Cunningham (UAW) relating to terms and conditions for legal assistants (1.40); draft UAW Local 212 Police Commission Investigators proposal (1.70); finalize EMSOA proposal (.40); correspondence to Gatteno (EMSOA) relating to EMSOA proposal (.20); correspondence to Cunningham (UAW) and Beauford (UAW) relating to upcoming meeting (.30); communicate with Zack (City) relating to upcoming EMSOA meeting (.30).			
03/13/14	D S BIRNBAUM	8.20	625.00	5,125.00
	Draft, review and revise post-hearing brief in connection with fact finding hearing with AFSCME Locals 212 and 412 (6.10); draft proposal for five year collective bargaining agreement with UAW, Local 212 (Police Commission Investigators) (.70); review communication from Roumell (arbitrator) regarding unfair labor practice proceedings involving AFSCME Locals 212 and 412 (.20); communicate with Mack (Miller Cohen) regarding same (.20); draft letter to Roumell (arbitrator) regarding same (.40); communicate with Schwartz (City) regarding tentative agreement with Senior Chemists Water Association (.20); communicate with Hall (City) regarding same (.20); telephone conference with Kastin regarding DWSD labor issues and related union inquiries (.20).			
03/13/14	B J COLEMAN	11.20	450.00	5,040.00
	Draft and revise argument section of fact finding post-hearing brief (6.40); draft and revise fact section of same (3.20); research City's obligation to comply with terms of a plan of adjustment for inclusion in the argument section of the Fact Finding brief (1.60).			
03/13/14	B W EASLEY	0.70	750.00	525.00
	Review correspondence from Roumell (arbitrator) regarding AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.30); review correspondence from attorney for Amalgamated Transportation Union (ATU) regarding labor provisions in draft plan of adjustment (.20); meeting with Lennox regarding response to ATU regarding same (.20).			
03/13/14	E M ROSSMAN	6.90	675.00	4,657.50
	Prepare for (1.70) and participate in (3.40) contract discussions with AFSCME; plan next steps related to same (1.10); review Roumell (arbitrator) letter regarding AFSCME unfair labor practice charge (.20); review and revise AFSCME fact finding brief (.40); communicate with Westbrook (ATU) regarding upcoming contract negotiations (.10).			
03/13/14	S C WOO	8.40	400.00	3,360.00
	Review expired UAW Local 212 Police Commission Investigators CBA (1.90); draft UAW Local 212 proposal (2.60); correspondence to Cunningham (UAW) relating to upcoming meeting (.10); correspondence to Moore (DPOA) and Diaz (DPOA) relating to upcoming meeting (.10); correspondence to Bronner-Wilson (City) relating to settlement of UAW grievances (.20); compile materials in preparation for upcoming meeting with uniform unions (2.10); review proposal from DFFA (1.40).			
03/14/14	D S BIRNBAUM	2.80	625.00	1,750.00
	Draft proposed collective bargaining agreement covering UAW Local 212 (Police Commission Investigators) (.70); communicate with Tennille (City) regarding same (.20); draft motion to stay unfair labor practice charge filed by AFSCME Locals 212 and 412 (.60); draft procedural posture section for post-hearing fact finding brief (.30); fact investigation and document review in support of same (.30); communicate with Barney (POAM) regarding City's efforts to implement employee assistance program (.30); review draft Civil Service Rules (.40).			
03/14/14	B J COLEMAN	7.80	450.00	3,510.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief (2.50); draft and revise fact section of same (2.20); research legal standard for proving AFSCME 214 and 312's alleged unfair labor practices (3.10).			

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03/14/14	B W EASLEY	1.30	750.00	975.00
	Review correspondence from Hall (City) regarding AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.20); review correspondence from Roumell (arbitrator) regarding same (.20); correspondence to Barney (POAM) regarding implementation of Employee Assistance Program (.10); review correspondence from Haves (City) and Kastin regarding revisions to City civil service rules (.20); review/analyze tentative agreement with Building Trades Council of Greater Detroit (BTC) (.40); communicate with Kastin regarding same (.20).			
03/14/14	J KASTIN	1.30	750.00	975.00
	Teleconferences with Wilson (City) regarding GRS pension proposals, solid waste outsourcing and other open labor issues (.80); review potential changes to the Civil Services Rules from Human Resources Department (.50).			
03/14/14	E M ROSSMAN	2.00	675.00	1,350.00
	Review and revise post-hearing brief related to AFSCME fact finding (1.60); review letter from Roumell (arbitrator) regarding fact finding (.20); plan next steps related to AFSCME coalition discussions (.20).			
03/14/14	S C WOO	6.70	400.00	2,680.00
	Telephone conference with Anthony (City) relating to UAW Local 212 grievance procedure (.40); draft UAW Local 212 proposal (2.20); review same (1.40); revise UAW Local 412 proposal (.80); telephone conference with Sarna (Ernst & Young) relating to UAW Local 212 headcount (.20); correspondence to Stair (City) relating to UAW Local 212 proposal (.20); communicate with Davis-Drake (City) regarding same (.40); review DWSD tentative agreement with IUOE (.40); correspondence to Wolfson (City) and Schwartz (City) relating to DWSD tentative agreement with IUOE (.20); telephone conference with Cunningham (UAW) relating to upcoming meetings (.20); review revisions to Civil Service Rules (.30).			
03/15/14	D S BIRNBAUM	0.60	625.00	375.00
	Draft, review and revise outline for motion to stay unfair labor practice charge filed by AFSCME Locals 212 and 412 (.40); [REDACTED]			
03/15/14	B W EASLEY	0.20	750.00	150.00
	[REDACTED]			
03/15/14	E M ROSSMAN	0.20	675.00	135.00
	Analyze issues related to AFSCME coalition contract language (.10); communicate with Kastin regarding same (.10).			
03/15/14	S C WOO	1.10	400.00	440.00
	Revise ATU proposal.			
03/16/14	B J COLEMAN	2.80	450.00	1,260.00
	Draft and revise motion to stay AFSCME 214 and 312's unfair labor practice charges.			
03/17/14	D S BIRNBAUM	7.10	625.00	4,437.50
	Review and revise motion to stay unfair labor practice charge filed by AFSCME Locals 214 and 312 pending outcome of fact finding proceedings (1.10); prepare for meeting with UAW, Local 212 regarding terms and conditions of employment (.60); communicate with Hall (City) regarding City EAP program (.20); communicate with Barney (POAM) regarding same (.20); communicate with Denning (Miller Cohen) regarding extension of time to file post-hearing fact finding briefs (.20); communicate with Brookover (MERC) regarding same (.20); draft city employment terms (CET) pertaining to Detroit Lieutenants and Sergeants Association (DPLSA) (.40); review and revise post-hearing fact finding brief in connection with bargaining dispute with AFSCME Locals 214 and 312 (2.20); draft revised proposal for a collective bargaining agreement with Emergency Medical Services Officers Association (.60); communicate with Beauford (UAW) regarding discussions with UAW Local 412 for a successor collective bargaining agreement (.30); telephone conference with Schwartz (City) and Conerway (City) regarding labor relations strategy issues (.30); draft proposal to UAW Local 412 for a successor collective bargaining agreement (.80).			

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03/17/14	B J COLEMAN	11.30	450.00	5,085.00
	Draft and revise motion to stay AFSCME 214 and 312's unfair labor practice charges (4.60); draft and revise argument section of AFSCME fact finding post-hearing brief (3.40); draft and revise fact section of same (3.30).			
03/17/14	B W EASLEY	2.40	750.00	1,800.00
	Telephone conference with Herman (Miller Buckfire) regarding summary of labor relations for due diligence disclosures (.30); communicate with Miller regarding pension and group medical plans (.30); meeting with Hall (City) regarding labor strategy and restructuring issues (1.20); [REDACTED]			
03/17/14	J KASTIN	1.10	750.00	825.00
	Teleconference with Valenti (Teamsters) regarding DWSD negotiations (.20); teleconference with Hall (City) and Human Resources Department regarding performance management initiatives (.60); review City performance review templates (.30).			
03/17/14	C KIM	5.30	150.00	795.00
	Review exhibits and testimony cited in post-hearing fact finding brief regarding AFSCME Locals 214 and 312.			
03/17/14	E M ROSSMAN	3.80	675.00	2,565.00
	Communicate with Mack (Miller Cohen) regarding DDOT money handlers and improper communications with represented employees (.10); communicate with Hall (City) regarding same (.10); analyze AFSCME request for extension for post-hearing brief in DDOT fact finding and plan next steps related to same (.40); review motion to stay AFSCME unfair labor practice proceedings (.40); communicate with Easley regarding negotiation strategy (.30); plan/prepare for contract discussions with DPOA (.60); plan/prepare for contract discussions with EMSOA (.50); analyze information related to Finance Department restructuring (1.40).			
03/17/14	S C WOO	4.30	400.00	1,720.00
	Revise ATU proposal (1.90); review economic changes to expired ATU agreement (1.10); correspondence to Sarna (Ernst & Young) requesting costing analysis of ATU proposal (.40); correspondence to Bronner-Wilson (City) relating to pending UAW grievance (.20); telephone conference with Ellsworth (City) relating to UAW Local 412 Police Commission Investigators meeting (.20); compile materials in response to request from Beauford (UAW) (.30); communicate with Johnson (City) and McMeekins (City) relating to upcoming meeting with UAW Local 412 Police Commission Investigators (.20).			
03/18/14	D S BIRNBAUM	5.20	625.00	3,250.00
	Communicate with Conerway (City) regarding DWSD pension and health care proposals and IUOE ratification strategy (.30); telephone conference with Wolfson (City) regarding same (.20); review related documents and proposals (.60); communicate with Wolfson (City) regarding AFSCME request for temporary restraining order in connection with DWSD job design (.20); review pleadings in connection with same (.30); draft motion to stay unfair labor practice proceedings filed by AFSCME Locals 214 and 312 (1.10); analyze Detroit Police Department staffing initiatives (.60); finalize proposal to UAW Local 212 for a successor collective bargaining agreement (.80); communicate with Denning (Miller Cohen) regarding City's longevity proposal to AFSCME Locals 214 and 312 (.20); analyze pending grievances filed by UAW Local 212 with respect to potential global settlement (.60); communicate with Stair (City) regarding proposal to UAW Local 212 regarding right to carry protective weapons (.30).			
03/18/14	B J COLEMAN	3.10	450.00	1,395.00
	Draft and revise argument section of AFSCME fact finding post-hearing brief.			

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03/18/14	B W EASLEY	0.90	750.00	675.00
	Communicate with Moore (Conway MacKenzie) and Miller regarding pensions, group medical plan and general wage increases (.20); communicate with Conerway (City) regarding pension restructuring issues and impact on Detroit Water and Sewerage Department (DWSD) collective bargaining agreements (.30); review documents and correspondence received from Hall (City) and Oxendine (City) regarding Detroit Police Department (DPD) restructuring plan and staffing issues (.30); review correspondence from attorneys for AFSCME regarding grievance pertaining to outsourcing of money handling functions at Detroit Department of Transportation (DDOT) (.10).			
03/18/14	J KASTIN	2.90	750.00	2,175.00
	Meeting with Hall (City), Wilson (City), Colbert (City), Easley, Coleman and Rossman regarding status of GRS Coalition proposals and negotiations.			
03/18/14	J KASTIN	0.50	750.00	375.00
	Correspondence with Woo regarding UAW Civilian Police grievance (.20); correspondence with Jackson (City) and Crawford (City) regarding custodial services outsourcing (.30).			
03/18/14	C KIM	3.30	150.00	495.00
	Review exhibits and testimony cited in post-hearing fact finding brief regarding AFSCME Locals 214 and 312.			
03/18/14	E M ROSSMAN	7.70	675.00	5,197.50
	Participate in meeting with Hall (City) and Labor Relations team related to AFSCME coalition proposal and plans related to police dispatchers (3.80); prepare for same (.50); analyze proposed DFFA contract language and plan response to same (1.80); plan/prepare for DPOA contract discussions (.30); analyze contract proposals for tax handler union (.20); review proposed ATU contract language and prepare for discussions with same (.30); review/analyze AFSCME brief and motion to stay unfair labor practice hearing (.80).			
03/18/14	S C WOO	3.60	400.00	1,440.00
	Revise proposal to UAW Local 212 Police Commission Investigators (2.30); correspondence to Tennille (City) and Davis-Drake (City) regarding same (.20); review materials relating to UAW Local 212 grievance (.60); draft talking points in preparation for upcoming meeting with UAW Local 212 (.40); telephone conference with Beauford (UAW) relating to City's proposal (.10).			
03/18/14	S C WOO	4.80	400.00	1,920.00
	Draft responses to contract language proposed by Detroit Police Officers Association (2.70); draft responses to contract language proposed by Detroit Fire Fighters Association (1.70); communicate with Moore (Detroit Police Officers Association) relating to upcoming meetings (.20); correspondence to Zack (City) relating to Detroit Fire Fighters Association's grievance procedure proposal (.20).			
03/19/14	D S BIRNBAUM	6.80	625.00	4,250.00
	Communicate with Kastin and Wolfson (City) regarding IUOE tentative agreement covering DWSD bargaining unit employees (.20); [REDACTED] plan and prepare for meeting with UAW Local 212 to discuss terms and conditions of employment (.70); analyze open issues and proposals in connection with discussions with Emergency Medical Services Officers Association for a collective bargaining agreement (.80); review and revise post-hearing fact finding brief in connection with bargaining dispute with AFSCME Locals 214 and 312 (.40); review and revise motion to stay unfair labor practice proceedings with AFSCME Locals 214 and 312 (.70); meeting with Hall (City) regarding labor strategy for Detroit Police Department and Detroit Fire Department (1.60); analyze AFSCME complaint and request for a temporary restraining order in connection with DWSD job redesign initiative (.70); communicate with Ellsworth (City) regarding labor strategy issues in connection with ATU and AFSCME unions (.30); plan and prepare for meeting with UAW Local 412 to discuss proposed collective bargaining agreement (.80).			
03/19/14	B J COLEMAN	2.60	450.00	1,170.00
	Draft and revise procedural history section of AFSCME fact finding post-hearing brief.			

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03/19/14	B W EASLEY	0.60	750.00	450.00
	Review correspondence from Wolfson (City) regarding complaint filed by AFSCME against Detroit Water and Sewerage Department (.30); communicate with Birnbaum regarding same (.30).			
03/19/14	C KIM	2.60	150.00	390.00
	Review exhibits and testimony cited in post-hearing fact finding brief regarding AFSCME Locals 214 and 312.			
03/19/14	E M ROSSMAN	7.80	675.00	5,265.00
	Review and revise EMSOA contract language (1.20); prepare bullet point summary of same (.80); review and analyze AFSCME police dispatcher agreement for potential discussions related to same (1.70); review and revise contract language related to DFFA in preparation for meeting with same (1.80); plan/prepare for contract discussions with DPOA (1.10); review/revise post-hearing brief related to AFSCME fact finding matter (.80); plan/prepare for motion to stay AFSCME unfair labor practice proceedings (.40).			
03/19/14	S C WOO	1.10	400.00	440.00
	Review Detroit Fire Fighters Association proposal (.30); review language tentatively agreed with Detroit Fire Fighters Association (.40); review correspondence from Moore (Detroit Police Officers Association) (.40).			
03/19/14	S C WOO	1.40	400.00	560.00
	Review materials relating to AFSCME Emergency Service Operators (.40); communicate with Cunningham (UAW) relating to UAW Local 412 Legal Assistants and UAW Local 112 Police Commission Investigators (.20); correspondence to Anthony (City) relating to UAW Local 212 grievance (.20); review correspondence relating to upcoming UAW meetings (.30); review UAW Local 212 Police Civilian Investigators proposal (.30).			
03/20/14	D S BIRNBAUM	8.20	625.00	5,125.00
	Draft proposal for five year collective bargaining agreement with UAW Local 212 (.80); communicate with Tennille (City) and Davis-Drake (City) regarding same (.20); prepare for (1.10) and attend (.60) meeting with UAW Local 412 regarding terms of a potential collective bargaining agreement covering legal assistants; draft AFSCME post-hearing fact finding brief (.90); prepare for (.60) and attend (.90) meeting with Emergency Medical Services Officers Association (EMSOA) regarding terms of a potential collective bargaining agreement; draft motion to stay unfair labor practice charge filed by AFSCME Locals 214 and 312 (1.40); telephone conference with Schwartz (City) regarding AFSCME motion for temporary restraining order in connection with job redesign initiative (.30); communicate with Wolfson (City) regarding same (.30); meeting with Stair (City), Hall (City) and Oxendine (City) regarding Detroit Police Department labor strategy and job combinations (1.10).			
03/20/14	B J COLEMAN	5.70	450.00	2,565.00
	Draft timeline of AFSCME's attempts to delay fact finding process (2.70); draft and revise AFSCME fact finding hearing brief (1.90); draft and revise summary of current status of labor relations between unions and the City (1.10).			
03/20/14	B W EASLEY	0.70	750.00	525.00
	Review correspondence from Building Trades Council of Greater Detroit regarding ratification of tentative agreement (.20); communicate with Hall (City) regarding City-wide displacement rights under Detroit Public Works collective bargaining agreements and City Employment Terms (CETs) (.20); communicate with Rossman regarding negotiations with Emergency Medical Supervisors and Officers Association (EMSOA) (.30).			
03/20/14	E M ROSSMAN	13.80	675.00	9,315.00
	Review and revise potential DFFA contract language (4.80); prepare for (.60) and participate (.80) in meeting with Hall (City), Stair (City) and Oxedyne (City) regarding police dispatch positions; prepare for (.70) and participate (.50) in contract discussions with EMSOA; plan next steps related to same (.50); review and revise post-hearing brief related to AFSCME fact finding (5.70); analyze costing data related to ATU contract provisions in preparation for contract discussions (.20).			

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03/20/14	S C WOO	0.40	400.00	160.00
Compile materials relating to DWSD unions and status of labor negotiations (.30); communicate with Zack (City) relating to upcoming meeting with DFFA (.10).				
03/21/14	D S BIRNBAUM	7.60	625.00	4,750.00
Review and revise motion to stay AFSCME Local 214 and 312's unfair labor practice charge regarding bargaining dispute (.30); communicate with Senior Chemists union regarding DWSD bargaining issues (.30); review and revise proposal to UAW Local 212 for a successor collective bargaining agreement (.60); research impact of right to work law on UAW Local 212 bargaining unit (.60); attend meeting with UAW Locals 212 regarding a potential collective bargaining agreement (1.50); analyze pending UAW Local 212 grievances in order to assess potential settlement (.30); analyze tentative agreements and bargaining proposals with Building Trades union in order to develop labor strategy to finalize agreement (.60); review, revise and finalize post-hearing brief in connection with fact finding with AFSCME Locals 214 and 312 (1.80); prepare proposed collective bargaining agreement for UAW-represented City attorneys (.60); ██████████ review communications from Schwartz (City) regarding AFSCME request for temporary restraining order in connection with DWSD job re-design initiative (.30); draft due diligence memorandum regarding City-wide labor negotiations (.30).				
03/21/14	B J COLEMAN	9.90	450.00	4,455.00
Draft and revise summary of current status of labor relations between unions and the City (2.80); draft/revise AFSCME fact finding post-hearing brief (7.10).				
03/21/14	B W EASLEY	1.60	750.00	1,200.00
Communicate with Mays (City) and Dick (City) regarding City-wide displacement rights under Detroit Public Works collective bargaining agreements and City Employment Terms (CETs) (.30); review correspondence from Brader (State) regarding bargaining demands received from Detroit Fire Fighters Association (DFFA) (.20); review correspondence from Senior Chemists Union regarding status of negotiations with Detroit Water and Sewerage Department (DWSD) (.20); review/analyze tentative agreement with Building Trades Council of Greater Detroit (.30); review final post-hearing brief filed in AFSCME fact-finding proceeding pertaining to Detroit Department of Transportation (DDOT) negotiations (.30); communicate with Rossman regarding negotiation meeting with Emergency Medical Supervisors and Officers Association (.30).				
03/21/14	J KASTIN	0.40	750.00	300.00
Teleconference with Niblock (City) regarding IT Department and project timelines.				
03/21/14	E M ROSSMAN	4.20	675.00	2,835.00
Review and revise post-hearing brief related to AFSCME fact-finding (3.80); plan/prepare for contract/grievance discussions with DPOA (.40).				
03/21/14	S C WOO	1.60	400.00	640.00
Correspondence to Valecha (SWSCA) relating to DWSD contracts (.30); telephone conference with Anthony (City) relating to pending UAW Local 212 grievance (.40); compile materials in preparation for upcoming meetings with uniform and non-uniform unions (.90).				
03/21/14	S C WOO	0.70	400.00	280.00
Prepare for meeting with Detroit Fire Fighters Association (.30); correspondence to Moore (Detroit Police Officers Association) relating to upcoming meeting (.20); correspondence to Legghio (Detroit Fire Fighters Association) relating to upcoming meeting (.20).				
03/22/14	E M ROSSMAN	0.50	675.00	337.50
Review City/AFSCME post-hearing briefs on fact finding matter (.20); communicate with Easley regarding strategy related to various labor matters (.30).				
03/23/14	B J COLEMAN	2.70	450.00	1,215.00
Draft and revise summary of current status of labor relations between unions and the City.				

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03/23/14	B W EASLEY	0.30	750.00	225.00
	Review/analyze of Detroit Police Department memorandum of agreement regarding establishment of Detective and Detective Trainee job classifications.			
03/23/14	E M ROSSMAN	0.40	675.00	270.00
	Review/revise motion to stay proceedings regarding AFSCME unfair labor practice charge.			
03/23/14	S C WOO	0.30	400.00	120.00
	Review materials relating to status of labor negotiations.			
03/24/14	D S BIRNBAUM	4.50	625.00	2,812.50
	Review memoranda of agreement between Detroit Police Department and Detroit Police Officers Association regarding creation of additional job classifications (.40); analyze potential legal impact and requirements in connection with implementation of memoranda of agreement (.40); communicate with Widick (UAW) regarding proposals to UAW, Local 412 for a collective bargaining agreement (.30); review tentative agreement with Building Trades bargaining unit for a five year collective bargaining agreement (1.30); draft memorandum regarding same (.30); review, revise and finalize motion to stay unfair labor practice charge filed by AFSCME Locals 214 and 312 (.80); [REDACTED] analyze Law Department restructuring (.60).			
03/24/14	B J COLEMAN	6.90	450.00	3,105.00
	Draft and revise motion to stay AFSCME 214 and 312's unfair labor practice charges (4.70); communicate with Brookover (MERC) regarding City's fact finding post-hearing brief (.30); draft and revise talking points in advance of call with Roumell (arbitrator) regarding AFSCME 214 and 312's unfair labor practice charges (1.90).			
03/24/14	B W EASLEY	1.10	750.00	825.00
	Review/analyze Detroit Police Department (DPD) memoranda of agreement pertaining to implementation of new job classifications (.30); review motion to stay AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.30); review/analyze tentative agreement with Building Trades Council of Greater Detroit (.50).			
03/24/14	E M ROSSMAN	5.40	675.00	3,645.00
	Review and revise motion to stay AFSCME unfair labor practice proceedings (2.30); draft talking points in preparation for status conference with Roumell (arbitrator) regarding same (.40); analyze grievance-related information from DPOA to prepare for discussions (.40); review/revise changes to DPOA contract language in preparation for meeting with same (1.60); analyze issues related to memoranda of understanding between Detroit Police Department and DPOA related to new police positions (.40); communicate with King (LAR-KIN Consulting) regarding same (.30).			
03/24/14	S C WOO	4.10	400.00	1,640.00
	Review outstanding issues relating to Detroit Police Officers Association proposal (.40); telephone conference with Stair (City) relating to Detroit Police Officers Association proposal (.60); compile materials relating to same (.20); correspondence to Stair (City) relating to same (.40); finalize same in preparation for upcoming meeting (2.10); communicate with Flynn (Detroit Fire Fighters Association) relating to upcoming meeting (.20); correspondence to Zack (City) relating to upcoming meeting (.20).			
03/24/14	S C WOO	5.70	400.00	2,280.00
	Review draft Building Trades Council Agreement (1.40); draft issues list regarding same (1.20); research dues revocation under Michigan's right to work law (1.40); draft summary of same (.80); review tentative agreements with Association of Professional Construction Inspectors and Senior Water Systems Chemists Association (.40); telephone conference with Wolfson (City) and Conerway (City) regarding same (.20); analyze labor strategy resulting from meeting with Stair (City) (.30).			

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03/25/14	D S BIRNBAUM	0.90	625.00	562.50
	Review communication from Rossman regarding telephone conference with Roumell (arbitrator) regarding AFSCME Local 214 and 312's unfair labor practice charge and City's pending motion to stay (.20); review AFSCME's post-hearing fact finding brief (.40); draft proposal to Emergency Medical Services Officers Association for a successor collective bargaining agreement (.30).			
03/25/14	D S BIRNBAUM	0.30	625.00	187.50
	Analyze pending Detroit Police Officers Association grievance and strategy for grievance settlement.			
03/25/14	B W EASLEY	1.80	750.00	1,350.00
	Review/analyze tentative agreement with Building Trades Council of Greater Detroit (.60); communicate with Kastin regarding same (.20); review correspondence from King (City) and Rossman regarding Finance Department restructuring plan (.20); review summary of status call with Roumell (arbitrator) regarding AFSCME unfair labor practice charge pertaining to Detroit Department of Transportation (DDOT) negotiations (.20); communicate with Rossman regarding strategy for AFSCME unfair labor practice charge (.30); review AFSCME post-hearing brief in connection with DDOT fact-finding proceeding (.30).			
03/25/14	E M ROSSMAN	7.60	675.00	5,130.00
	Prepare for (.50) and participate in (.70) conference call with Mack (Miller Cohen) and Roumell (arbitrator) regarding AFSCME unfair labor practice hearing; prepare for (.70) and participate in (.70) discussions with DPOA regarding collective bargaining agreement; communicate with Stair (City) regarding DPOA grievances (.10); prepare for DPOA grievance discussions (.20); analyze EMSOA position on contract issues (.80); review and revise EMSOA contract language (1.20); analyze DFFA position on contract issues (1.20); review and revise contract language in relation to same (1.30); communicate with Gannon (Conway MacKenzie) regarding uniform union contract strategy issues (.20).			
03/25/14	S C WOO	0.30	400.00	120.00
	Review issues lists relating to proposal to Building Trades Council (.20); correspondence to Cunningham (UAW) relating to upcoming meeting (.10).			
03/25/14	S C WOO	2.50	400.00	1,000.00
	Prepare for meeting with Detroit Police Officers Association (.30); conference with Detroit Police Officers Association relating to terms and conditions of employment (1.80); prepare comprehensive proposal to Detroit Police Officers Association (.30); correspondence to Moore (Detroit Police Officers Association) relating to City's proposal (.10).			
03/26/14	D S BIRNBAUM	1.90	625.00	1,187.50
	Draft memoranda of understanding pertaining to resolution of pension issues with General Retirement System and Police & Fire Retirement System and participating union groups (.30); prepare labor disclosure schedule pertaining to status of City's negotiation efforts with labor organizations City-wide (.30); review communication from Gannon (Conway MacKenzie) regarding City's wage proposal (.30); review tentative agreement between DWSD and Teamsters union (.50); draft revised proposal to EMSOA for a collective bargaining agreement (.30); review Detroit Police Lieutenants and Sergeants Association (DPLSA) proposal regarding Benefits Restoration Plan (.20).			
03/26/14	D S BIRNBAUM	0.40	625.00	250.00
	Review communication from Orr (City) regarding labor relations strategy issues (.10); continue analysis of Detroit Fire Fighters Association grievance settlement proposal (.30).			
03/26/14	B W EASLEY	1.50	750.00	1,125.00
	Review/analyze tentative agreement with Building Trades Council of Greater Detroit (.60); review correspondence from Emergency Medical Supervisors and Officers Association (EMSOA) regarding meeting to discuss new collective bargaining agreement (.10); communicate with Zack (City) regarding EMSOA meeting (.20); communicate with Rossman regarding EMSOA meeting (.20); review/revise draft dues checkoff revocation form (.20); communicate with Herman (Miller Buckfire) regarding labor relations due diligence summary (.20).			

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03/26/14	E M ROSSMAN	9.10	675.00	6,142.50
	Review and revise summary of labor relations developments (3.20); prepare for (.80) and participate in (3.90) contract discussions with DFFA; analyze DFFA proposal regarding grievances (.60); finalize changes to EMSOA contract language (.60).			
03/26/14	J M TILLER	0.70	625.00	437.50
	Review information related to employment agreements and terms (.60); communicate with Woo regarding same (.10).			
03/26/14	S C WOO	2.10	400.00	840.00
	Prepare materials for upcoming meetings with uniform and non-uniform unions (1.80); draft revocation of dues check-off authorization form (.30).			
03/26/14	S C WOO	5.40	400.00	2,160.00
	Prepare for meeting with Detroit Fire Fighters Association (.80); conference with Detroit Fire Fighters Association relating to terms and conditions of employment (4.60).			
03/27/14	D S BIRNBAUM	2.90	625.00	1,812.50
	Telephone conference with Gatteno (EMSOA) regarding status of discussions for a new collective bargaining agreement (.20); review document provided by Gatteno (EMSOA) regarding same (.20); [REDACTED] communicate with Raimi (City) regarding strategy for resolving outstanding union claims (.30); prepare for (.30) and participate in (.50) telephone conference with Raimi (City), Hollowell (City) and Hall (City) regarding Law Department restructuring strategy; review memorandum provided by Hollowell (City) regarding impact of PA 436 on Law Department restructuring (.20); prepare comprehensive proposal for collective bargaining agreement covering UAW-represented City attorneys (.50); review tentative agreement between Building & Construction Trades union and DWSD (.30).			
03/27/14	B J COLEMAN	4.60	450.00	2,070.00
	Draft and revise summary of current status of labor relations between unions and the City.			
03/27/14	B W EASLEY	0.70	750.00	525.00
	Communicate with Zack (City) regarding meetings with Emergency Medical Supervisors and Officers Association (EMSOA) (.20); review correspondence from Fox (City) and Hayes (City) regarding meeting with Mayor Duggan (City) to review restructuring plans and labor relations issues (.20); review/revise due diligence memorandum regarding City labor relations and collective bargaining (.30).			
03/27/14	E M ROSSMAN	3.20	675.00	2,160.00
	Communicate with Zack (City) regarding issues related to EMSOA (.10); plan next steps related to same (.60); review and revise summary of labor relations developments (1.60); analyze DFFA positions on contract issues and plan next steps in relation to same (.90).			
03/27/14	S C WOO	0.90	400.00	360.00
	Review Detroit Fire Fighters Association's counter-proposals to City's comprehensive proposal.			
03/27/14	S C WOO	10.10	400.00	4,040.00
	Review expired UAW Local 2211 Public Attorneys Association CBA (.70); draft proposal to UAW Local 2211 (2.10); finalize revocation of dues check-off authorization form (.30); review correspondence from Hollowell (City) relating to Law Department restructuring (.40); telephone conference with Hollowell (City), Hall (City) and Raimi (City) regarding same (.40); review materials relating to Detroit Police Department restructuring (.80); review Building Trades Council tentative agreement (.80); revise proposal to Building Trades Council (1.70); communicate with Beauford (UAW) and Johnson (City) relating to upcoming meeting (.20); draft correspondence to Craig (City) making changes to job classifications (2.70).			
03/28/14	D S BIRNBAUM	0.60	625.00	375.00
	Communicate with Hall (City) and Zack (City) regarding implementation of City-wide EAP program (.20); analyze labor strategy with respect to UAW Locals 212 and 412 (.40).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/28/14	B J COLEMAN Draft and revise summary of current status of labor relations between unions and the City.	0.20	450.00	90.00
03/28/14	B W EASLEY Prepare for (.10) and attend (1.20) meeting with Hall (City) regarding labor relations issues, restructuring plans for Finance, Law and Human Resources Departments and privatization of solid waste removal and public lighting system; review/revise due diligence memorandum regarding City labor relations and collective bargaining (.60).	1.90	750.00	1,425.00
03/28/14	E M ROSSMAN Analyze contract issues related to DFFA discussions and plan next steps related to same (.50); review DFFA grievance settlement demand (.20); plan strategy related to meeting with DOT Foreman's Association related to demands for additional compensation (.30); review EMSOA demands and plan next steps related to same (.50); review state approval letter related to DDOT memoranda of understanding (.10); plan/prepare for upcoming DPOA contract discussions (.50).	2.10	675.00	1,417.50
03/28/14	S C WOO Prepare for meeting with Hall (City) (.30); conference with Hall (City) relating to labor strategy (1.20); draft proposal to Building Trades Council (.60).	2.10	400.00	840.00
03/29/14	B J COLEMAN Draft and revise summary of current status of labor relations between unions and the City (1.10); research effect of Michigan's right to work law on dues checkoff provisions (.90); draft and revise memorandum regarding same (1.10).	3.10	450.00	1,395.00
03/29/14	B W EASLEY Revise due diligence summary of City labor issues.	0.30	750.00	225.00
03/30/14	D S BIRNBAUM Telephone conference with Fox (City) regarding Law Department restructuring strategy.	0.40	625.00	250.00
03/31/14	D S BIRNBAUM Communicate with Zack (City) regarding strategy for responding to questions raised by Emergency Medical Services Officers Association in connection with discussions regarding a new collective bargaining agreement (.30); communicate with Cunningham (City) regarding discussions with UAW Locals 212 and 412 for new collective bargaining agreements (.20); communicate with Davis-Drake (City) and Tennille (City) regarding status of discussions with UAW Local 212 (.20); review recommendation from Anthony (City) regarding settlement of grievance filed by UAW Local 212 President Coleman (.20).	0.90	625.00	562.50
03/31/14	B J COLEMAN Draft and revise summary of current status of labor relations between unions and the City.	6.80	450.00	3,060.00
03/31/14	S C WOO Draft/revise Building Trades Council proposal (2.10); communicate with Cunningham (UAW) relating to upcoming meetings (.30); telephone conference with Ellsworth (City) relating to upcoming UAW meetings (.30); correspondence to Ellsworth (City) and Johnson (City) relating to UAW information request and upcoming meetings (.30); review information request from Cunningham (UAW) (.20); review draft grievance answer from Anthony (City) (.40); communicate with Anthony (City) regarding same (.30).	3.90	400.00	1,560.00
TOTAL		657.50	USD	353,430.00

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Pension Matters

USD 294,512.50

TOTAL

USD 294,512.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
S H GRIFFIN	87.70	825.00	72,352.50
D G HEIMAN	10.40	1,000.00	10,400.00
H LENNOX	14.90	975.00	14,527.50
E MILLER	86.50	925.00	80,012.50
COUNSEL			
M M REIL	95.20	650.00	61,880.00
ASSOCIATE			
C J DIPOMPEO	12.40	550.00	6,820.00
B C LOWE	91.80	400.00	36,720.00
D J MERRETT	6.60	575.00	3,795.00
J L SEIDMAN	2.10	450.00	945.00
O S ZELTNER	13.20	350.00	4,620.00
PROJECT ASST			
T STRANDQUIST	12.20	200.00	2,440.00
TOTAL	433.00	USD	294,512.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Pension Matters included the following:

- (1) Participated in discussions of pension issues and strategies with the City and its other advisors;
- (2) Reviewed and analyzed pension plan documents, programs and historical activities and actuarial data and analyses, and developed or refined related restructuring initiatives and plan design alternatives;
- (3) Evaluated issues relating to deferred compensation plans under section 457(b) of the Internal Revenue Code;
- (4) Engaged in negotiations with the City's retirement systems (GRS and PFRS) and the Official Committee of Retirees regarding modifications to the pension plans and drafted related documents to memorialize and implement potential modifications and settlement terms, including by (a) revising the current GRS and PFRS plan documents to reflect changes that will apply to current retirees (often referred to as "GRS I" or "PFRS I") and (b) drafting new GRS and PFRS plan documents that will govern the pensions of active employees going forward (often referred to as "hybrid plans" or "GRS II" or "PFRS II");
- (5) Analyzed issues relating to the participation in the GRS by employees of the Detroit Public Library, [REDACTED] and conducted related research;
- (6) Analyzed and advised the City with respect to pension restructuring proposals from the GRS and PFRS, unions and certain retiree associations;

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- (7) Developed and refined the City's pension restructuring proposal; reviewed supporting data relating to the City's cash flows, pensioners and various actuarial projections, among other things; [REDACTED]
- (8) Prepared proposed trust agreements to establish irrevocable trusts to which the assets currently held by the GRS and PFRS (and future contributions to the GRS and PFRS) will be transferred and held for the benefit of members of the GRS and PFRS;
- (9) Evaluated issues relating to additional state and foundation funding of pension obligations and related income stabilization issues; and
- (10) Addressed issues regarding GRS and PFRS governance, including (a) preparing a memorandum regarding best practices for public pension board composition and independent member qualifications, and conducting supporting research, and (b) compiling data on the interest rate assumptions of state and local public pension plans and pension plan board composition.

[Note that additional pension discussions were conducted (a) in the context of labor discussions and billed under Labor & Employment Matters (-609011) or (b) as part of the Bankruptcy Court-ordered mediation process and are billed in the Mediation Activities matter (-609029).]

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	S H GRIFFIN Revise Vanguard 457(b) Trust per Sachs (Miller Canfield) comments.	3.00	825.00	2,475.00
03/02/14	S H GRIFFIN Finalize revisions to Vanguard 457(b) (.40); communicate with Crumpler and Carrington (both Detroit Finance) regarding same (.10).	0.50	825.00	412.50
03/02/14	H LENNOX Review pension analysis.	0.40	975.00	390.00
03/02/14	E MILLER Draft memo (2.80) and calendar (1.10) for timeline for 2014 pension liability analysis.	3.90	925.00	3,607.50
03/02/14	M M REIL Review/analyze information regarding changes in interest rate assumptions used by governmental plans over past five years (.90); communicate with Warren (Milliman) and Bowen (Milliman) regarding same (.20).	1.10	650.00	715.00
03/03/14	S H GRIFFIN Teleconference with Miller regarding PFRS trust agreement governance issues (.30); teleconference with Sachs (Miller Canfield) and Reil regarding changes to governance structure (.50); [REDACTED] (.80).	1.60	825.00	1,320.00
03/03/14	H LENNOX Communicate with Miller regarding open pension matters.	0.20	975.00	195.00
03/03/14	B C LOWE Research and compile data on interest rate assumptions of state and local public pension plans over past five years by reviewing each plan's annual reports and cross-checking data against surveys.	11.30	400.00	4,520.00
03/03/14	B C LOWE Research authorizing statute of state and local pension plans in Michigan and surrounding states to determine size and composition of their boards of trustees.	0.90	400.00	360.00
03/03/14	E MILLER Conference with Bowen and Warren (both Milliman) on 2013 census data (.50); [REDACTED] (.80); review retiree committee pension restructuring materials (1.10); conference with Reil and Griffin regarding drafting of new trust agreements (.90).	3.30	925.00	3,052.50
03/03/14	M M REIL Review/analyze information provided by Milliman regarding interest rate assumptions used by governmental plans (.40); communicate with Lowe regarding preparation of summary of interest rate assumption changes over past five years (.30); communicate with Griffin regarding same (.10); review and evaluate of interest rate reductions for state and local retirement plans (1.60); conference with Brown (National Association of Retirement Systems Administrators) regarding interest rate assumption study (.40); communicate with Lowe regarding interest rates (.30); conference call with Sachs (Miller Canfield) and Griffin regarding state legislation pertaining to establishment of new trusts for retirement systems and composition of board of trustees (.60); conference call with Sachs (Miller Canfield) [REDACTED] (.40).	4.10	650.00	2,665.00
03/03/14	O S ZELTNER Research (2.90) and draft (1.90) [REDACTED]; communicate with Seidman regarding same (.10).	4.90	350.00	1,715.00
03/04/14	S H GRIFFIN Review and comment on draft legislation from Van Dusen (Miller Canfield) and Sachs (Miller Canfield) regarding Municipal Trust Act.	3.50	825.00	2,887.50

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	B C LOWE	2.80	400.00	1,120.00
Continue researching authorizing statutes of state and local pension plans to determine board size, composition, and manner of appointment (1.90); draft memorandum summarizing same for Griffin (.90).				
03/04/14	B C LOWE	7.30	400.00	2,920.00
Update interest rate assumptions research to add more municipality plans (2.20); research plans for which there are gaps in data (1.30); research pensions plans that have announced future interest rate assumption changes not yet reflected in their annual reports (1.40); draft memorandum summarizing incidence and parameters of interest rate assumption changes from our data (2.40).				
03/04/14	E MILLER	7.40	925.00	6,845.00
Prepare for pension negotiation with police and fire retiree association (.90); meet with police and fire retiree association representatives (2.80); meeting with general retiree association representatives (3.10); conference call with Lennox and Moore (Conway MacKenzie) [REDACTED] with safety union leaders (.60).				
03/04/14	M M REIL	6.60	650.00	4,290.00
Review/analyze interest rate assumptions for municipal plans (2.70); review/revise memorandum and excel spreadsheet of interest rate assumptions prepared by Lowe (1.30); communicate with Miller and Lowe regarding same (.40); review/revise Municipal Benefit Trust Act of 2014 prepared by Sachs (Miller Canfield) (1.60); communicate with Sachs (Miller Canfield) and Griffin regarding same (.20); summarize information from Public Plans Database regarding plan governance for Griffin (.20); communicate with Reich (Conway Mackenzie) regarding RFP for workers compensation services (.20).				
03/04/14	O S ZELTNER	5.20	350.00	1,820.00
Research (3.20) and draft (2.00) table [REDACTED]				
03/05/14	S H GRIFFIN	6.90	825.00	5,692.50
Review draft of proposed Municipal Trust Law (1.10); participate in call with Van Dusen (Miller Canfield) and Sachs (Miller Canfield) and Reil regarding changes to proposed trust legislation (1.20); review and edit plan governance survey (1.40); draft governance memo regarding best practices for selecting investment advisers (2.30); teleconference with Reil regarding GRS & PFRS board composition (.90).				
03/05/14	B C LOWE	4.90	400.00	1,960.00
Update board composition survey to include Farm Credit Administration Board and City of Detroit plans (2.20); check websites and other public information to confirm current composition of each listed board (1.80); annotate memo with footnotes explaining inconsistencies and assumptions (.90).				
03/05/14	E MILLER	8.80	925.00	8,140.00
[REDACTED] participate in pension negotiation session with retiree committee (3.40); participate in pension negotiation with Retirement Systems (3.10); conference [REDACTED] regarding liability modeling (.60).				
03/05/14	M M REIL	2.60	650.00	1,690.00
Review/analyze correspondence from Miller regarding interest rate assumptions (.10); further review/revision of Municipal Benefit Trust Act of 2014 (.70); conference call with Sachs (Miller Canfield) and Van Dusen (Miller Canfield), and Griffin regarding same (1.40); conference with Griffin regarding plan governance memo and legal research in connection therewith (.40).				
03/05/14	J L SEIDMAN	1.70	450.00	765.00
Review and revise memorandum summarizing [REDACTED] (1.60); communicate with Zeltner regarding same (.10).				
03/05/14	O S ZELTNER	1.80	350.00	630.00
Draft/revise table summarizing/analyzing evidence regarding [REDACTED] (1.70); communicate with Seidman regarding same (.10).				

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03/06/14	S H GRIFFIN	9.60	825.00	7,920.00
	Draft governance memo requested by state regarding best practices for public pension board composition and independent member qualifications (3.30); teleconference with Reil regarding questions and changes to Board composition survey (1.00); teleconference with Reil and Sachs (Miller Canfield) regarding changes to governance memo regarding best practices for selecting investment advisers and board composition and qualifications (1.80); revise [REDACTED] (3.50).			
03/06/14	D G HEIMAN	0.80	1,000.00	800.00
	Review letter [REDACTED] (.50); conference with Miller regarding same (.30).			
03/06/14	B C LOWE	1.80	400.00	720.00
	Research scope of services offered by investment advisory firms to public pension plans.			
03/06/14	B C LOWE	3.30	400.00	1,320.00
	Update board composition survey to include representative county plans and additional city plans.			
03/06/14	E MILLER	6.30	925.00	5,827.50
	Draft letter [REDACTED] (4.10); strategy call with Heiman regarding Retiree Committee letter on pension negotiations (.50); [REDACTED] conference call with Moore regarding safety union negotiations (.30); conference call with Heiman regarding UTGO discussions and impact on pension negotiations (.20); review new pension materials [REDACTED] (.30); conference call with Orr (City) and Fox (City) regarding status of pension negotiations (.40).			
03/06/14	M M REIL	4.10	650.00	2,665.00
	Review/revise best practices memorandum regarding appointing investment advisers (1.70); review/revise board composition survey prepared by Lowe (.80); conference calls with Griffin and Sachs (Miller Canfield) regarding best practices regarding appointment of municipal boards (1.60).			
03/06/14	J L SEIDMAN	0.40	450.00	180.00
	Review revised memorandum regarding employment status of Library employees (.30); communicate with Zeltner, Lennox regarding same (.10).			
03/06/14	O S ZELTNER	1.30	350.00	455.00
	Draft/revise memorandum [REDACTED] (1.20); communicate with Seidman regarding same (.10).			
03/07/14	S H GRIFFIN	2.40	825.00	1,980.00
	Correspond with Miller, Reil and Sachs (Miller Canfield) regarding draft of pension plan governance memo and proposed changes (.40); call with Reil and Sachs (Miller Canfield) regarding changes to memo (.20); revise memo per Reil, Sachs (Miller Canfield) and Miller comments (1.80).			
03/07/14	S H GRIFFIN	2.30	825.00	1,897.50
	Teleconference with Miller regarding public plan governance survey and memo (.30); review expanded research question with Lowe (.10); edit memo to reflect final changes and agricultural credit associations (1.90).			
03/07/14	D G HEIMAN	0.40	1,000.00	400.00
	Conference with Miller and Lennox regarding status of pension negotiations.			
03/07/14	B C LOWE	2.00	400.00	800.00
	Add agricultural lending cooperatives to survey of retirement board compositions.			
03/07/14	D J MERRETT	3.90	575.00	2,242.50
	Review pleadings in Wayne County 13th check case (1.20); draft and revise memorandum regarding same (2.70).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/07/14	E MILLER	8.40	925.00	7,770.00
	Analyze [REDACTED] (1.60); [REDACTED] conference [REDACTED] (.30); edit letter [REDACTED] (1.80); conference with Montgomery regarding pension negotiations (.20); review memorandum [REDACTED] (.60); conference with Reil regarding same (.40); conference with Griffin regarding same (.20); conferences with Bowen (Milliman) regarding 2013 liability information (.50); conference call with Moore (Conway MacKenzie), Malhotra (Ernst & Young), Herman (Miller Buckfire), and Santambrogio (Ernst & Young) regarding [REDACTED] (1.00).			
03/07/14	M M REIL	4.20	650.00	2,730.00
	Review/analyze correspondence from Griffin, Sachs (Miller Canfield) and Van Dusen (Miller Canfield) regarding composition of proposed board of trustees (.20); review/revise memorandum [REDACTED] (1.20); telephone conference with Griffin and Sachs (Miller Canfield) regarding same (.40); conference with Miller regarding annuity savings fund analysis (.10); communicate with Miller regarding same (.10); revise draft trust agreement (.60); communicate with Sachs (Miller Canfield) and Griffin regarding same (.10); follow-up correspondence with Sachs (Miller Canfield) regarding same (.10); communicate [REDACTED] (.20); conference with Miller and Griffin regarding finalization of documents (.40); communicate with Griffin regarding revised document (.10); review revised survey (.30); provide comments to Griffin (.10); draft [REDACTED] (.30).			
03/08/14	M M REIL	3.40	650.00	2,210.00
	Review/analyze hybrid plan specifications relating to GRS (.50); communicate with Miller and Griffin regarding same (.20); services regarding revision of Chapter 47 of Detroit Code (1.80); [REDACTED] (.90).			
03/09/14	S H GRIFFIN	0.60	825.00	495.00
	Participate in call with Miller and Reil regarding new GRS plan document.			
03/09/14	D J MERRETT	2.70	575.00	1,552.50
	Draft and revise memorandum regarding Wayne Co. 13th check case (1.40); analyze court of appeals decision regarding same (1.30).			
03/09/14	M M REIL	2.80	650.00	1,820.00
	Review/analyze draft legislation relating to trust requirement with independent trustees prepared by Sachs (Miller Canfield) (.60); attend conference call with Miller and Griffin regarding [REDACTED] (.80); review term sheet regarding [REDACTED] (.50); draft [REDACTED] (.90)			
03/10/14	S H GRIFFIN	1.90	825.00	1,567.50
	Teleconference with Reil regarding [REDACTED] (.70); teleconference with Reil and Sachs (Miller Canfield) regarding [REDACTED] (1.20).			
03/10/14	D G HEIMAN	0.30	1,000.00	300.00
	Conference with Miller regarding pension negotiations [REDACTED]			
03/10/14	E MILLER	1.80	925.00	1,665.00
	Conference call with [REDACTED] regarding [REDACTED] (.20); review and edit draft changes to actuary notice to be posted on web-site (.60); conference with Walsh regarding same (.20); prepare and provide chart of pension reservation of rights for governmental plans to O'Keefe (RDPFFA) (.80).			
03/10/14	M M REIL	5.20	650.00	3,380.00
	Draft/revise GRS hybrid plan document (3.20); review/revise [REDACTED] (.40); attend conference calls with Griffin and Sachs (Miller Canfield) regarding [REDACTED] (1.60)			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/11/14	S H GRIFFIN Calls to Birnbaum (.10) Woo (.10) and review Sharepoint (.60) [REDACTED]; teleconference with Reil [REDACTED] (.70); teleconference with Sachs (Miller Canfield) regarding [REDACTED] (.50); [REDACTED] (.80); review Moss memo [REDACTED] (.50).	3.30	825.00	2,722.50
03/11/14	D G HEIMAN Telephone conference [REDACTED] (.30); conference with Miller and Lennox regarding allocation of pension benefits (.50).	0.80	1,000.00	800.00
03/11/14	H LENNOX Telephone conferences [REDACTED]	0.40	975.00	390.00
03/11/14	H LENNOX Participate in call regarding [REDACTED] (.70); communicate with Heiman, Miller regarding [REDACTED] (.30); revise responses to [REDACTED] (.40).	1.40	975.00	1,365.00
03/11/14	B C LOWE Discuss with Griffin assignment to review [REDACTED]	0.80	400.00	320.00
03/11/14	E MILLER Review and edit [REDACTED] (.30); conference with Plecha (Lippitt O'Keefe) regarding death benefit plan (.30); conference with Blais regarding variable annuity plans with and lawfulness under Internal Revenue Code (.70); conference with Brown (City) and team regarding retiree health data for sizing OPEB claim (.80); research and analyze risk-sharing variable annuity plans (1.20); conference call [REDACTED] (1.20); conference call with actuaries regarding 2013 liabilities analysis (1.20).	5.70	925.00	5,272.50
03/11/14	M M REIL Draft/revise GRS pension plan document (5.40); conferences with Griffin regarding same (.30); determine PBGC guaranteed benefit amounts for 2014 (.30); communicate with Miller regarding same (.10)	6.10	650.00	3,965.00
03/12/14	D G HEIMAN Email communications with team regarding active employee pension issues.	0.30	1,000.00	300.00
03/12/14	H LENNOX [REDACTED]	0.20	975.00	195.00
03/12/14	H LENNOX [REDACTED]	0.40	975.00	390.00
03/12/14	B C LOWE Review collective bargaining agreements and city employment terms for provisions regarding altering terms of GRS.	2.30	400.00	920.00
03/12/14	E MILLER Conference call with Heiman, Lennox, and Moore (Conway MacKenzie) regarding [REDACTED] (.80); conference call with Moore (Conway MacKenzie) regarding [REDACTED] (.30); conference call with Easley regarding [REDACTED] (.30); conference call [REDACTED] (1.20); review response to [REDACTED] (.20); edit [REDACTED] (.10); discuss same with Gabriel Roeder (.10); review Annuity Savings Fund data (.90); conference call with Moore (Conway MacKenzie) regarding same (.60); conference [REDACTED] (.90).	5.40	925.00	4,995.00
03/12/14	M M REIL Draft/revise plan document for hybrid GRS plan (8.60); communicate with Griffin regarding various plan provisions (.40); review new term sheet forwarded by Miller (.30).	9.30	650.00	6,045.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/12/14	T STRANDQUIST Conference with Miller regarding [REDACTED]	0.80	200.00	160.00
03/13/14	S H GRIFFIN Teleconference with Miller regarding pick-up rulings.	0.30	825.00	247.50
03/13/14	S H GRIFFIN Research Section 503 rules regarding [REDACTED] (1.50) and draft email advice memo per Miller request (4.80); teleconference with Sachs (Miller Canfield) regarding Michigan Court rules (.50).	6.80	825.00	5,610.00
03/13/14	S H GRIFFIN Correspond with Miller regarding [REDACTED] (.30); research Code Section 503 issues (.70); teleconference with Sachs (Miller Canfield) regarding [REDACTED] (.30).	1.30	825.00	1,072.50
03/13/14	D G HEIMAN Conference call with Miller, Orr (City), Lennox, Malhotra (Ernst & Young), Moore (Conway MacKenzie) and Bennett to review status of all pension discussions.	0.90	1,000.00	900.00
03/13/14	H LENNOX Communications [REDACTED] (.30); call [REDACTED] regarding same (.60).	0.90	975.00	877.50
03/13/14	B C LOWE Research requirements for [REDACTED] (2.80); discuss research with Griffin (.20); research legislative history of relevant treasury regulations (.30).	3.30	400.00	1,320.00
03/13/14	B C LOWE Review GRS, collective bargaining agreements, and city employment terms [REDACTED]	5.30	400.00	2,120.00
03/13/14	E MILLER Draft chart [REDACTED] (1.70); conference call with Kreisberg (AFSCME) regarding same (.60); conference with Heiman regarding Retiree Committee meetings (.40); review [REDACTED] (.50).	3.20	925.00	2,960.00
03/13/14	M M REIL Review/analyze application of [REDACTED] (.30); services regarding drafting plan document for General Retirement System (4.10); services regarding providing information about PFRS Deferred Retirement Option Plan feature to Herback (State) (.40).	4.80	650.00	3,120.00
03/13/14	T STRANDQUIST Review [REDACTED] per request from Miller.	5.20	200.00	1,040.00
03/14/14	S H GRIFFIN Begin drafting [REDACTED]	2.80	825.00	2,310.00
03/14/14	B C LOWE Review collective bargaining agreements and city employment terms [REDACTED] (2.70); discuss Detroit Plan 2 (GRS II) with Griffin (.70).	3.40	400.00	1,360.00
03/14/14	E MILLER Conference with VanOverbeke (VanOverbeke, Michaud & Timmony) regarding [REDACTED]	0.30	925.00	277.50
03/14/14	M M REIL Draft/revise [REDACTED] (2.10); communicate with Griffin and Lowe regarding same (.30).	2.40	650.00	1,560.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/14/14	T STRANDQUIST	1.80	200.00	360.00
	Review [REDACTED] per request from Miller.			
03/15/14	S H GRIFFIN	2.30	825.00	1,897.50
	Teleconference with Miller regarding status of [REDACTED] (.20); review and send retiree health vehicle summary to Miller (.30); review and comment on updated draft of proposed municipal benefit trust act (1.80).			
03/15/14	D G HEIMAN	0.80	1,000.00	800.00
	Conference call with Miller [REDACTED]			
03/15/14	D G HEIMAN	0.70	1,000.00	700.00
	Conference with Miller and Moore (Conway MacKenzie) regarding meeting with Retiree Committee.			
03/16/14	S H GRIFFIN	5.80	825.00	4,785.00
	Review draft of [REDACTED]			
03/16/14	E MILLER	1.90	925.00	1,757.50
	Conference with Griffin regarding [REDACTED] (.30); conference with Malhotra (Ernst & Young) regarding Milliman modeling (.30); conference with Heiman regarding [REDACTED] (.20); conference with Orr (City) regarding [REDACTED] (.20); edit same (.90).			
03/17/14	S H GRIFFIN	2.90	825.00	2,392.50
	Finalize comments regarding draft GRS I plan document by reviewing draft against governmental plan checklist.			
03/17/14	S H GRIFFIN	1.30	825.00	1,072.50
	Teleconference with Sachs (Miller Canfield) regarding [REDACTED] (.40); finalize comments regarding draft Municipal Benefit Trust Act legislation to send to Sachs (Miller Canfield) (.90).			
03/17/14	S H GRIFFIN	3.80	825.00	3,135.00
	Draft Article A to GRS II (3.20); review options for reflecting Freeze and Benefit Reduction (.60).			
03/17/14	D G HEIMAN	1.80	1,000.00	1,800.00
	Attend telephonic meeting with Retiree Committee regarding pension matters.			
03/17/14	D G HEIMAN	0.80	1,000.00	800.00
	Follow up with Miller, Lennox, Malhotra (Ernst & Young) and Moore (Conway MacKenzie) regarding Retiree Committee pension issues.			
03/17/14	H LENNOX	4.40	975.00	4,290.00
	Meeting (conference call) with Miller, Moore (Conway MacKenzie), Santambrogio (Ernst & Young), Heiman, [REDACTED]			
03/17/14	B C LOWE	5.30	400.00	2,120.00
	Review collective bargaining agreements and city employment terms [REDACTED] (4.40) [REDACTED] (.90).			
03/17/14	E MILLER	0.50	925.00	462.50
	Conference with Sedlak regarding [REDACTED]			
03/18/14	S H GRIFFIN	5.70	825.00	4,702.50
	Review and comment on draft [REDACTED] created by Lowe (1.80); conference with Lowe regarding same (.50); review changes with him; [REDACTED] (3.40).			
03/18/14	B C LOWE	3.40	400.00	1,360.00
	Annotate [REDACTED] (1.10); review collective bargaining agreements and city employment terms on sharepoint site [REDACTED] (1.80); discuss [REDACTED] with Griffin (.50).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/18/14	M M REIL Draft/revise [REDACTED] (1.70); conference with Griffin regarding same (.20); communicate with Warren (Milliman) regarding [REDACTED] (.80).	2.70	650.00	1,755.00
03/19/14	S H GRIFFIN Telephone conference with Riel and Sachs (Miller Canfield) [REDACTED] (.70); [REDACTED] telephone conference with Reil regarding [REDACTED] (1.20); telephone conference with Sachs (Miller Canfield) regarding [REDACTED] (.20); review Miller comments and questions on [REDACTED] (.70); discuss with Lowe follow up research assignment on [REDACTED] (1.00); draft memo to Miller regarding [REDACTED] (.20).	5.30	825.00	4,372.50
03/19/14	B C LOWE Review current CBAs and CETs for modifications to GRS.	3.80	400.00	1,520.00
03/19/14	B C LOWE Discuss with Griffin [REDACTED] (1.00); begin research on same (.90).	1.90	400.00	760.00
03/19/14	E MILLER Conference with Moore (Conway MacKenzie) regarding [REDACTED] (.40); conferences with Lennox regarding state meetings with firefighters (.40).	0.80	925.00	740.00
03/19/14	M M REIL Review/analyze Miller comments [REDACTED] (.30); conference with Griffin regarding same and regarding research project for Lowe (.40); further preparation of [REDACTED] (3.90); conferences with Griffin regarding same [REDACTED] (.30); review Zajac plan bible for information about IRS qualification of GRS and PFRS (.80); communicate with Kaplan regarding audit of GRS and PFRS and contact in connection with same (.20); review second AG/IG audit report regarding contact information (.20).	6.10	650.00	3,965.00
03/20/14	C J DIPOMPEO Communicate with Miller regarding research related to proposed pension modifications.	0.30	550.00	165.00
03/20/14	S H GRIFFIN Correspond with Miller, Sachs (Miller Canfield), Reil regarding follow-up questions regarding [REDACTED] (.30); telephone conference with Reil, Sachs (Miller Canfield) regarding [REDACTED] (.50); discuss follow-up research on section 503(b) with Lowe (.70); review [REDACTED] and draft transmittal email to Miller with summary of open issues (1.00); review and comment on Lowe analysis of section 503(b)(1) research (1.20).	3.70	825.00	3,052.50
03/20/14	B C LOWE Research [REDACTED] (7.60); draft memorandum summarizing research on same (1.20).	8.80	400.00	3,520.00
03/20/14	B C LOWE Review and finalize [REDACTED]	0.50	400.00	200.00
03/20/14	E MILLER Conference call with Sedlak, [REDACTED] regarding [REDACTED] (.50); review and edit draft solicitation materials (2.10); conference call [REDACTED] (.30); conference call with [REDACTED] (.40).	3.30	925.00	3,052.50

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03/20/14	M M REIL	3.10	650.00	2,015.00
	Review/analyze question from Miller regarding [REDACTED] (.80); conference with Griffin and Sachs (Miller Canfield) [REDACTED] (.70); prepare email correspondence to Miller [REDACTED] (.20); review correspondence from Warren (Milliman) regarding calculation of Final Average Compensation for PFRS (.10); review plan documents regarding same (.40); review [REDACTED] (.90).			
03/20/14	T STRANDQUIST	1.70	200.00	340.00
	Review [REDACTED] per request from Miller.			
03/21/14	B C LOWE	0.80	400.00	320.00
	Catalog current CBAs and CETs for any modifications to GRS.			
03/21/14	E MILLER	3.60	925.00	3,330.00
	Review responses to Milliman questions regarding 2013 liability data (.40); conference call with Bowen (Milliman) regarding same (.20); conference calls with Lennox regarding [REDACTED] [REDACTED] [REDACTED] (.80); review [REDACTED] (.30); conference call with Heiman regarding same (.20); develop negotiating position for [REDACTED] (1.00); conference call with Griffin regarding [REDACTED] (.30); conference call with Reich (Conway MacKenzie) to discuss Annuity Savings Fund issues (.40).			
03/21/14	M M REIL	0.60	650.00	390.00
	Review/analyze correspondence from Lowe regarding prohibited transaction concerns in connection with proposal for City to contribute a note to GRS (.40); communicate with Sachs (Miller Canfield) regarding same (.20).			
03/21/14	T STRANDQUIST	1.90	200.00	380.00
	Review [REDACTED] per request from Miller.			
03/22/14	S H GRIFFIN	2.70	825.00	2,227.50
	Telephone conference with Sachs (Miller Canfield) regarding [REDACTED] (.80); review IRC guidance and ERISA case law regarding [REDACTED] (1.90).			
03/23/14	S H GRIFFIN	0.50	825.00	412.50
	Telephone conference with Dentons, Miller regarding [REDACTED]			
03/23/14	D G HEIMAN	0.50	1,000.00	500.00
	Conference with Miller, Lennox, Moore (Conway MacKenzie), Malhotra (Ernst & Young) (part of call) regarding pension strategies.			
03/23/14	E MILLER	2.50	925.00	2,312.50
	Conference call [REDACTED] (.80); conference with Heiman, Lennox, Moore (Conway MacKenzie), and Malhotra (Ernst & Young) regarding [REDACTED] (.70); [REDACTED] conference call [REDACTED] (.50).			
03/24/14	B C LOWE	5.40	400.00	2,160.00
	Discuss with Poirier-Whitley assignment to research section 115 trust requirements (.40); research [REDACTED] [REDACTED] (3.60); review and summarize IRS guidance regarding [REDACTED] (1.40).			

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03/24/14	M M REIL Communicate with Sachs (Miller Canfield) regarding [REDACTED]	0.30	650.00	195.00
03/24/14	T STRANDQUIST Use master Annuity Savings Fund spreadsheet to create a final list of account adjustments, per request from Miller.	0.80	200.00	160.00
03/25/14	B C LOWE Research requirements of a section 115 trust [REDACTED] (2.70); draft memorandum to Griffin and Poirier-Whitley summarizing research and analyzing [REDACTED] (1.50).	4.20	400.00	1,680.00
03/25/14	B C LOWE Review and catalog CBAs and CETs to determine effect on current terms of GRS with respect to each bargaining unit.	0.90	400.00	360.00
03/25/14	E MILLER Conference with Orr (City), Heiman, and Lennox regarding meeting [REDACTED] (.70); and review Annuity Savings Fund data (.20); call with Reich (Conway MacKenzie) regarding same (.20); draft [REDACTED] (4.80); conference with Ernst & Young team regarding [REDACTED] (.70).	6.60	925.00	6,105.00
03/25/14	M M REIL Review/analyze correspondence from Miller and Griffin regarding [REDACTED] (.10); review term sheet (.30); review and comment on legacy Police and Fire Retirement System documents (1.20); communicate with Griffin regarding trustees of new GRS (.20).	1.80	650.00	1,170.00
03/26/14	S H GRIFFIN Review email memoranda from Lowe regarding section 115 trust issues (.50); telephone conference with Lowe regarding analysis (.30).	0.80	825.00	660.00
03/26/14	H LENNOX Meeting [REDACTED] (2.20); follow-up conferences with City team (1.70).	3.90	975.00	3,802.50
03/26/14	B C LOWE Review CBAs and CETs for changes to terms of GRS (1.10); cross-check list of agreements with list provided by city to determine which agreements are still missing (.60).	1.70	400.00	680.00
03/26/14	B C LOWE Call with Griffin to discuss memorandum summarizing section 115 rules and [REDACTED]	0.50	400.00	200.00
03/26/14	M M REIL Draft/revise police and fire hybrid plan.	2.80	650.00	1,820.00
03/27/14	S H GRIFFIN Telephone conference with Reil regarding PFRS drafting process (.50); telephone conference with Miller and Lowe regarding section 115 research [REDACTED] (.40); telephone conference with Lowe regarding follow-up research (.30); telephone conferences with Reil, Miller, Poirier-Whitley regarding [REDACTED] (1.10).	2.30	825.00	1,897.50
03/27/14	D G HEIMAN Attend conference call with Retiree Committee regarding new pension proposal.	1.40	1,000.00	1,400.00
03/27/14	B C LOWE Phone call with Griffin and Miller to discuss [REDACTED]	0.40	400.00	160.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/27/14	E MILLER Meeting with Mays (City), Malhotra (Ernst & Young), Santambrogio (Ernst & Young), Moore (Conway MacKenzie), Hall (City), Lennox, Easley regarding [REDACTED]	2.90	925.00	2,682.50
03/27/14	M M REIL [REDACTED]	3.50	650.00	2,275.00
03/28/14	S H GRIFFIN Teleconference with Reil regarding [REDACTED]	0.40	825.00	330.00
03/28/14	M M REIL [REDACTED]	2.70	650.00	1,755.00
03/29/14	E MILLER Draft letter and edit Supplemental Actuarial Work Flow [REDACTED] (1.20); conference with Reich (Conway McKenzie) regarding use of Annuity Savings Fund data (.20).	1.40	925.00	1,295.00
03/29/14	M M REIL Draft/revise old PFRS document to address changes (5.40); conference with Miller regarding [REDACTED] (.20); preparation of [REDACTED] (.80).	6.40	650.00	4,160.00
03/30/14	C J DIPOMPEO Research for Miller regarding alternative pension benefit proposal.	1.80	550.00	990.00
03/30/14	S H GRIFFIN Review Wayne County case regarding 13th checks (.60); communicate with Lennox regarding same (.20).	0.80	825.00	660.00
03/30/14	D G HEIMAN Conference with Miller regarding pension negotiating strategies and meetings.	0.50	1,000.00	500.00
03/30/14	H LENNOX Telephone conference with Moore (Conway MacKenzie), Miller regarding [REDACTED] (.30); review summary of Wayne County case (.20).	0.50	975.00	487.50
03/30/14	E MILLER Conference with [REDACTED] (1.00); [REDACTED] conference with Heiman regarding pension issues (.50).	2.10	925.00	1,942.50
03/30/14	M M REIL Review/analyze Wayne State judgment relating to pension plan funding issue (.70); communicate with Lennox and Miller regarding same (.30); communicate with Seidman, Wilson, Miller and Griffin regarding [REDACTED] (.20); review [REDACTED] (.20).	1.40	650.00	910.00
03/31/14	C J DIPOMPEO Draft memorandum for Miller regarding alternative pension benefit proposal.	10.30	550.00	5,665.00
03/31/14	S H GRIFFIN Review [REDACTED] (.20); teleconference with Reil and Miller regarding Pension Stabilization Income Program terms (.60); teleconference with Reil regarding follow-up on [REDACTED] (.10); review and draft email summary of concerns with Pension Stabilization Proposal summary (.70); review memorandum from Merrett regarding Wayne County ERISA case (1.00).	2.60	825.00	2,145.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	D G HEIMAN Conference with Lennox and Miller regarding ██████████ ██████████	0.40	1,000.00	400.00
03/31/14	H LENNOX Review Milliman letter (.10) and conference with Moore (Conway MacKenzie), Miller, Malhotra (Ernst & Young) regarding funding issue (.60); review Annuity Savings Fund research (1.10); review and revise income stability document (.40).	2.20	975.00	2,145.00
03/31/14	B C LOWE Review CBAs and CETs for ██████████ ██████████	4.80	400.00	1,920.00
03/31/14	E MILLER Conference call with Reil and Griffin regarding ██████████ (.60); edit draft ██████████ ██████████ (1.00); edit draft memo regarding ██████████ ██████████ (.50); conference call with Malhotra (Ernst & Young) regarding pension funding (.50); review Milliman analysis regarding DWSD pension funding (.70); ██████████ ██████████ (.50); conference with Lennox, Moore (Conway MacKenzie) and Malhotra (Ernst & Young) regarding ██████████ ██████████ (.40); review memo regarding Annuity Savings Fund recoupment (.80); conference call with ██████████ ██████████ ██████████ (.40); edit memorandum regarding ██████████ ██████████ (1.00).	6.40	925.00	5,920.00
03/31/14	M M REIL Review/analyze Pension Income Stabilization Payment proposal ██████████ ██████████ (.40); attend conference calls with Miller and Griffin regarding same (.90); preparation of City proposal in connection with Pension Income Stabilization Payments (1.30); preparation of current PFRS plan document (3.30); telephone communication with Lowe regarding same (.20); review/revise updated City proposal in connection with Pension Income Stabilization Payments (.70); draft memo to Miller, Lennox and Griffin regarding comments on same (.10); review correspondence from Lennox, Miller and Griffin regarding Wayne County pension case (.20).	7.10	650.00	4,615.00
TOTAL		433.00	USD	294,512.50

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

OPEB Matters

USD 70,150.00

TOTAL

USD 70,150.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
S H GRIFFIN	10.50	825.00	8,662.50
E KAPLAN	24.00	675.00	16,200.00
H LENNOX	3.10	975.00	3,022.50
E MILLER	18.00	925.00	16,650.00
K D POIRIER-WHITLEY	14.90	750.00	11,175.00
OF COUNSEL			
R W HAMILTON	3.60	800.00	2,880.00
ASSOCIATE			
B C LOWE	11.90	400.00	4,760.00
B ROSENBLUM	8.50	800.00	6,800.00
TOTAL	94.50	USD	70,150.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to OPEB Matters included the following:

- (1) Evaluated various active and retiree healthcare plan changes and timing and cost issues, conducted supporting research and assisted in the roll-out of revised healthcare plans;
- (2) Engaged in negotiations with the Official Committee of Retirees and certain unions regarding modifications to retiree healthcare benefits;
- (3) Addressed issues relating to the settlement of the adversary proceeding (the "Healthcare Adversary Proceeding") commenced by the Official Committee of Retirees and certain other creditor representatives, including by drafting a proposed order of dismissal of the Healthcare Adversary Proceeding (which was filed on March 28, 2014 and entered by the Bankruptcy Court on March 31, 2014);
- (4) Prepared a proposed trust agreement to establish Voluntary Employees Beneficiary Association (VEBA) trusts for the provision of retiree healthcare benefits going forward; and
- (5) Assisted in the review of various agreements relating to the administration of healthcare benefits.

[Note that additional healthcare benefit discussions were conducted (a) in the context of labor discussions and billed under Labor & Employment Matters (-609011) or (b) as part of the Bankruptcy Court-ordered mediation process and are billed in the Mediation Activities matter (-609029).]

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	E MILLER Conference with Alberts (Dentons) on OPEB deal implementation (.50); conference with Wixson (Segal) regarding mail problems on retiree health checks (.30).	0.80	925.00	740.00
03/03/14	E KAPLAN Correspondence with Jackson (City), Willis (City), Brown (City) and Haves (City) regarding Michigan Municipal Services Authority contract.	0.50	675.00	337.50
03/03/14	E KAPLAN Correspondence with Plecha (Lippitt O'Keefe), Alberts (Dentons), Mack (Miller Cohen), Brown (City) and Miller regarding retiree stipends.	0.80	675.00	540.00
03/03/14	E KAPLAN Discuss retiree stipends with Brown (City).	0.70	675.00	472.50
03/03/14	E KAPLAN Discuss retiree stipends with Wixson (Segal).	0.20	675.00	135.00
03/03/14	E MILLER Address faulty retiree health stipend check issue (.60) and conferences with Alberts (Dentons) and Brown (City) regarding same (.40); conferences with Nowling (City) regarding retiree stipend issue (.70); conference with Kaplan on retiree health implementation (.50).	2.20	925.00	2,035.00
03/04/14	E KAPLAN Correspondence regarding Michigan Municipal Services Authority Agreement with Haves (City), Jackson (City), Hall (City), Willis (City) and Brown (City) regarding healthcare implementation.	0.30	675.00	202.50
03/04/14	E KAPLAN Discuss Medicare transition for End Stage Renal Disease patients with Brown (City).	0.20	675.00	135.00
03/05/14	R W HAMILTON Communicate with Miller and Lennox regarding dismissal issues for retiree committee adversary on healthcare.	0.20	800.00	160.00
03/06/14	R W HAMILTON Communicate with Miller regarding dismissal issues for retiree committee adversary on healthcare.	0.20	800.00	160.00
03/06/14	E KAPLAN Correspondence with Plecha (Lippitt O'Keefe) and Barnowski (Dentons) regarding retiree health care Settlement Agreement issues.	0.50	675.00	337.50
03/06/14	E KAPLAN Review Michigan Municipal Services Authority contract changes.	0.80	675.00	540.00
03/06/14	E KAPLAN Correspondence with Miller regarding Affordable Care Act subsidies.	0.50	675.00	337.50
03/06/14	H LENNOX Review analysis of information from Mondowney regarding OPEB benefits of Library employees.	0.50	975.00	487.50
03/06/14	E MILLER Conference with Kaplan regarding OPEB implementation issues (.30); communicate with Nowling (City) regarding 2014 OPEB plan in connection with media response (.50).	0.80	925.00	740.00
03/06/14	E MILLER Conference call with Heiman, Bennett, Cullen, Lennox to discuss litigation strategy and OPEB issues.	1.20	925.00	1,110.00
03/07/14	R W HAMILTON Communicate with Barnowski (Dentons) regarding form of dismissal of retiree healthcare proceeding.	0.30	800.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/07/14	E KAPLAN Telephone conference with Wixson (Segal), Amons (Benefit Express), McMillen (Benefits Express) and Dwyer (Benefits Express) regarding retiree eligibility project.	1.00	675.00	675.00
03/07/14	E MILLER Conference with Taranto (Milliman) regarding OPEB issues and benefits structure for actives upon retirement.	0.50	925.00	462.50
03/10/14	S H GRIFFIN Teleconference with Kaplan regarding process for approving third-party administrator contract.	0.80	825.00	660.00
03/10/14	R W HAMILTON Communicate with Barnowski (Dentons) and Lennox regarding dismissal issues for retiree healthcare adversary.	0.40	800.00	320.00
03/10/14	E KAPLAN E-mail correspondence with Lennox, Hamilton and Barnowski (Dentons) regarding retiree healthcare lawsuit dismissal.	0.50	675.00	337.50
03/10/14	E KAPLAN Revise Michigan Municipal Services Authority Agreement.	1.30	675.00	877.50
03/10/14	E KAPLAN E-mail correspondence with Plecha (Lippitt O'Keefe) and Wixson (Segal) regarding retiree stipend issues.	0.90	675.00	607.50
03/10/14	E KAPLAN Telephone conference with Willis (City), Haves (City) and Hall (City) regarding Michigan Municipal Services Authority Agreement.	0.50	675.00	337.50
03/10/14	E MILLER Conference with Taranto (Milliman) regarding OPEB data; (.40) review draft notice of dismissal of adversary proceeding involving retiree health (.80).	1.20	925.00	1,110.00
03/11/14	E KAPLAN Correspondence with Miller and Brown (City) regarding overlap of retiree health and pension benefits.	0.30	675.00	202.50
03/11/14	E KAPLAN Review HAP Agreement.	1.50	675.00	1,012.50
03/11/14	H LENNOX Call with Brown (City), Miller, Jeremiah (City) regarding OPEB questions.	0.60	975.00	585.00
03/11/14	E MILLER Conference call with Griffin and Poirier-Whitley regarding OPEB issues.	0.50	925.00	462.50
03/11/14	B ROSENBLUM Communicate with Lennox regarding OPEB claims (.10); review retiree healthcare settlement agreement and complaint (.30).	0.40	800.00	320.00
03/12/14	E KAPLAN Draft eligibility verification requirements.	1.30	675.00	877.50
03/12/14	H LENNOX Review Milliman work regarding OPEB and new plan.	0.40	975.00	390.00
03/12/14	B ROSENBLUM Research regarding OPEB claims.	2.80	800.00	2,240.00
03/13/14	R W HAMILTON Communicate with Barnowski (Dentons) regarding proposed order dismissing retiree healthcare adversary proceeding.	0.40	800.00	320.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/13/14	E KAPLAN E-mail correspondence with Brown (City) and Miller regarding retiree enrollments.	0.30	675.00	202.50
03/13/14	E KAPLAN Revise Michigan Municipal Services Authority agreement.	0.70	675.00	472.50
03/13/14	E KAPLAN Discuss Michigan Municipal Services Authority agreement with Brown (City).	0.70	675.00	472.50
03/13/14	E MILLER Conference with Malhotra (Ernst & Young) regarding retiree health (.30); conference call with actuaries regarding assumptions and work plan for liabilities valuation (1.20); draft e-mail to actuaries regarding same (.40).	1.90	925.00	1,757.50
03/13/14	B ROSENBLUM Draft memorandum regarding OPEB claims.	5.30	800.00	4,240.00
03/14/14	E KAPLAN Discuss Michigan Municipal Services Authority agreement with Edwards (City) (.40); revise Michigan Municipal Services Authority agreement (.60).	1.00	675.00	675.00
03/14/14	E MILLER Prepare for (.30) and attend (3.10) negotiation session with Retiree Committee regarding OPEB issues.	3.40	925.00	3,145.00
03/16/14	H LENNOX Review notes from 3/14 OPEB meeting (.20); communications with Miller, Taranto (Milliman), Hamilton regarding same (.30); review death benefit actuarial analyses and send to Alberts (Dentons) (.40).	0.90	975.00	877.50
03/17/14	E KAPLAN Revise Michigan Municipal Services Authority agreement (1.90); communicate with Liedel (Dykema) regarding same (.40).	2.30	675.00	1,552.50
03/18/14	S H GRIFFIN Review VEBA qualification requirements and find template trusts (.70); telephone conference with Miller regarding VEBA/retiree health plan terms (.30); telephone conference with Poirier-Whitley regarding VEBA trust assignment (.40).	1.40	825.00	1,155.00
03/18/14	E MILLER Conference call with Griffin regarding design of VEBA trust.	0.50	925.00	462.50
03/19/14	S H GRIFFIN Telephone conference with Poirier-Whitley regarding VEBA assignment.	0.40	825.00	330.00
03/19/14	E KAPLAN Discuss audit request with Brown (City), Miller and Griffin.	1.30	675.00	877.50
03/19/14	E KAPLAN Review HAP Contract.	0.50	675.00	337.50
03/19/14	H LENNOX Communications with Alberts (Dentons), Taranto (Milliman), Thomas (Pension Systems) regarding OPEB claim data.	0.40	975.00	390.00
03/19/14	E MILLER Conference call with Alberts (Dentons) regarding OPEB data issues (.20); conference with Lennox regarding OPEB data (.20); conference with Taranto (Milliman) regarding OPEB data (.20).	0.60	925.00	555.00
03/20/14	K D POIRIER-WHITLEY Review relevant VEBA regulations and guidance on governmental plans (.90); review and select best template for drafting Retiree Health VEBA (.60).	1.50	750.00	1,125.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/21/14	S H GRIFFIN Telephone conference with Poirier-Whitley regarding terms of the VEBA trust [REDACTED] [REDACTED] (.70); telephone conference with Poirier-Whitley regarding terms of retiree health plan (.40).	1.10	825.00	907.50
03/21/14	R W HAMILTON Communicate with Lennox regarding dismissal of Retiree Adversary Proceeding.	0.30	800.00	240.00
03/21/14	E KAPLAN Communicate with Alberts (Dentons), Plecha (Lippitt O'Keefe) and Wixson (Segal) regarding retiree enrollment issues.	0.80	675.00	540.00
03/21/14	E MILLER Negotiate active health insurance issues with Kreisberg (AFSCME) (1.50); conference call with Kaplan regarding problems with retiree health implementation (.40).	1.90	925.00	1,757.50
03/21/14	K D POIRIER-WHITLEY Draft retiree health VEBA trust (2.70); discussion with Griffin regarding governance issues and existing retiree health plan (.40).	3.10	750.00	2,325.00
03/21/14	K D POIRIER-WHITLEY Review relevant VEBA and Department of Labor guidance regarding governance structure (.90); discussion with Griffin regarding composition of governing board of trustees (.40).	1.30	750.00	975.00
03/23/14	S H GRIFFIN Telephone conference with Poirier-Whitley regarding [REDACTED] [REDACTED]	0.50	825.00	412.50
03/24/14	R W HAMILTON Communicate with Lennox (.20) and telephone conference with Barnowski (Dentons) (.20) regarding dismissal order.	0.40	800.00	320.00
03/24/14	B C LOWE Discuss assignment to research VEBA committee composition requirements with Poirier-Whitley .	0.20	400.00	80.00
03/24/14	E MILLER Communicate with Easley, Kastin regarding health insurance negotiations.	0.50	925.00	462.50
03/25/14	R W HAMILTON Telephone conferences and e-mails with Barnowski (Dentons) regarding dismissal of Retiree Adversary Proceeding.	0.40	800.00	320.00
03/25/14	E KAPLAN Discuss retiree stipend administration with Brown (City), Miller, Wixson (Segal) (1.30); prepare summary of stipend eligibility for Brown (City) (1.60).	2.90	675.00	1,957.50
03/25/14	B C LOWE Research requirements for composition of committee overseeing the VEBA (3.10); draft memorandum to Poirier-Whitley regarding same (1.30).	4.40	400.00	1,760.00
03/25/14	E MILLER Conference with Brown (City) regarding OPEB data (.30); conference with Lennox regarding OPEB data (.30); conference with Kaplan regarding implementation issues for retiree health (.30).	0.90	925.00	832.50
03/25/14	K D POIRIER-WHITLEY Review/analyze VEBA rules applicable to unique structure of proposed Trust (1.60); draft/revise Trust Agreement (4.20); compile list of outstanding issues to be researched (.30).	6.10	750.00	4,575.00
03/26/14	R W HAMILTON Communicate with Barnowski (Dentons) and Court's clerk regarding scheduling status conference to discuss stipulated dismissal order.	0.30	800.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/26/14	E KAPLAN Review documents governing employee death benefit (.80), discuss with Griffin, Miller, Lennox and Brown (City) (.90).	1.70	675.00	1,147.50
03/26/14	B C LOWE Research whether Affordable Care Act dependent rules apply to VEBAs (.50); review and revise VEBA plan document (3.10) and suggest changes to Poirier-Whitley (.40); research permissible expenses from a VEBA trust (.60); research HIPAA requirements as they relate to VEBAs (.40); draft memorandum to Poirier-Whitley summarizing expenses and HIPAA research (.20); research requirements and identity of a plan sponsor under HIPAA rules (1.40); draft memorandum to Poirier-Whitley summarizing HIPAA rules for plan sponsors (.70).	7.30	400.00	2,920.00
03/26/14	K D POIRIER-WHITLEY Draft VEBA Trust Agreement (2.70); discussion with Lowe regarding additional research to be done (.20).	2.90	750.00	2,175.00
03/27/14	S H GRIFFIN Telephone conference with Poirier-Whitley regarding terms of VEBA draft (.70); telephone conference with Kaplan, Haves (City) regarding Death Benefit Plan terms and trust (.30); review documents regarding same (.40).	1.40	825.00	1,155.00
03/27/14	R W HAMILTON Review e-mails and settlement agreement to prepare for status conference with Court (.20); telephonic status conference with Court regarding stipulated order of dismissal (.20); e-mails regarding status conference (.10); review proposed order and e-mail regarding revision to same (.20).	0.70	800.00	560.00
03/28/14	S H GRIFFIN Review trust agreement (2.10) and draft email to Miller regarding open questions (.60); revise VEBA trust agreement per Miller comments (2.20).	4.90	825.00	4,042.50
03/28/14	E MILLER E-mails with Griffin regarding VEBA structure.	0.30	925.00	277.50
03/29/14	H LENNOX Review and respond to OPEB research emails.	0.30	975.00	292.50
03/29/14	E MILLER Review cases regarding valuing claims (.40); e-mail to Heiman, Bennett and Lennox regarding valuing OPEB claim (.40).	0.80	925.00	740.00
TOTAL		94.50	USD	70,150.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Debt and Financing Issues

USD 102,217.50

TOTAL

USD 102,217.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B S BENNETT	4.50	1,000.00	4,500.00
B C BRASSER	17.50	725.00	12,687.50
B B ERENS	5.00	875.00	4,375.00
D G HEIMAN	26.30	1,000.00	26,300.00
H LENNOX	4.00	975.00	3,900.00
T A WILSON	4.40	650.00	2,860.00
E B WINSLOW	9.10	800.00	7,280.00
ASSOCIATE			
J L SEIDMAN	13.20	450.00	5,940.00
J M TILLER	55.00	625.00	34,375.00
	139.00	USD	102,217.50
TOTAL	139.00	USD	102,217.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Debt and Financing Issues included the following:

- (1) Analyzed the treatment of the City's general obligation bonds, including the structure of, and rights under, distributable state aid general obligation bonds and unlimited tax general obligation bonds, and evaluated related materials provided by monoline insurers and others asserting various priorities and special rights;
- (2) Defended the City and certain individual co-defendants (including the Emergency Manager) in connection with adversary proceedings commenced by National Public Finance Guarantee Corporation (NPFGC), Assured Guaranty Municipal Corporation and Ambac Assurance Corporation (monoline bond insurers) seeking declaratory judgments and orders providing that, among other things, the City is required to (a) deposit ad valorem tax revenues issued in connection with unlimited tax general obligation bonds into specified accounts devoted to retirement of such bond debt and (b) separate and not commingle such revenues with other funds of the City (together, the "GO Litigation"). These activities included engaging in negotiations with the plaintiffs in the GO Litigation regarding the potential settlement of the GO Litigation, including by analyzing and advising the City with respect to settlement proposals and drafting a term to reflect the settlement in principle reached by the parties;
- (3) Maintained a detailed case calendar and task list tracking the workstreams for all activities relating to the GO Litigation to help coordinate the efforts of the City and its various professionals;
- (4) Evaluated alternatives to settle disputes relating to the Unlimited Tax General Obligation Bonds, participated in related settlement discussions and conducted supporting research (including with respect to tax millage issues); and

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- (5) Assisted and advised the City with respect to the audit of the City's fiscal year 2013 financials and the drafting of the City's Comprehensive Annual Financial Report for fiscal year 2013.

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	J L SEIDMAN Review and revise draft 2013 comprehensive annual financial report (CAFR) to ensure conformity with plan of adjustment and disclosure statement.	6.70	450.00	3,015.00
03/02/14	B S BENNETT Telephone conference with Heiman regarding UTGO negotiations.	0.30	1,000.00	300.00
03/02/14	D G HEIMAN Telephone conference with Coleman (Blackstone) regarding UTGO settlement alternatives.	0.40	1,000.00	400.00
03/02/14	D G HEIMAN Review UTGO settlement analysis (.30); telephone conference with Malhotra (Ernst & Young) regarding same (.20).	0.50	1,000.00	500.00
03/03/14	B C BRASSER Review and revise Management Discussion & Analysis at request of Naglick (City) (1.20); correspond with Lennox regarding representation letters (.30); correspond with Wilson regarding Management Discussion & Analysis and Comprehensive Annual Financial Report review (.30).	1.80	725.00	1,305.00
03/03/14	D G HEIMAN Conference with Coleman (Blackstone) regarding UTGO settlement alternatives.	0.40	1,000.00	400.00
03/03/14	D G HEIMAN Conference with Doak (Miller Buckfire) regarding upside note issues for UTGO.	0.50	1,000.00	500.00
03/03/14	H LENNOX Telephone conferences with Winslow and Hill (City) regarding Comprehensive Annual Financial Report.	0.40	975.00	390.00
03/03/14	J L SEIDMAN Review and revise draft 2013 comprehensive annual financial report to ensure conformity with plan and disclosure statement.	2.90	450.00	1,305.00
03/04/14	B S BENNETT Analysis of memoranda regarding UTGO settlement discussions.	0.20	1,000.00	200.00
03/04/14	B S BENNETT Analysis of projections for UTGO settlement alternatives.	0.50	1,000.00	500.00
03/04/14	B C BRASSER Review and revise Management Discussion & Analysis and Comprehensive Annual Financial Report.	6.90	725.00	5,002.50
03/04/14	J L SEIDMAN Review and revise draft 2013 comprehensive annual financial report to ensure conformity with plan and disclosure statement, including pursuant to Wilson comments (3.40); communicate with Wilson, Brassier regarding same (.20).	3.60	450.00	1,620.00
03/04/14	T A WILSON Review and revise management discussion and analysis and footnotes to financial statements to ensure conformity of draft 2013 CAFR with plan of adjustment (3.90); various communications with Seidman, Brassier regarding same (.30).	4.20	650.00	2,730.00
03/05/14	B S BENNETT Prepare memorandum to Doak (Miller Buckfire), Malhotra (Ernst & Young), Heiman regarding UTGO potential settlement terms.	0.30	1,000.00	300.00
03/05/14	B S BENNETT Analysis of memorandum from Doak (Miller Buckfire) regarding UTGO negotiations and terms of potential settlement.	0.10	1,000.00	100.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/05/14	B C BRASSER	1.70	725.00	1,232.50
	Review and revise [REDACTED] (.90); correspond with Lennox regarding same (.20); review precedent relating to same (.60).			
03/05/14	D G HEIMAN	0.50	1,000.00	500.00
	Conference with Malhotra (Ernst & Young) and Doak (Miller Buckfire) regarding UTGO settlement scenarios.			
03/05/14	D G HEIMAN	0.30	1,000.00	300.00
	Conference with Coleman (Blackstone) regarding UTGO settlement alternatives.			
03/05/14	E B WINSLOW	2.10	800.00	1,680.00
	Review/analyze correspondence from Naglick (City) regarding KPMG representation letter request (.10); review/analyze draft representation letters and precedent regarding same (1.80); communicate with Brassier regarding same (.20).			
03/06/14	B C BRASSER	6.30	725.00	4,567.50
	Review comments from Lennox to Management Discussion & Analysis and Comprehensive Annual Financial Report (.70); review and revise Management Discussion & Analysis and Comprehensive Annual Financial Report comments (.80); circulate Management Discussion & Analysis and Comprehensive Annual Financial Report comments to City (.30); review and provide comments to [REDACTED] (3.20); review precedent relating to same (1.30).			
03/06/14	D G HEIMAN	0.50	1,000.00	500.00
	Telephone conference with Dubrow (Arent Fox) regarding voting procedures for UTGO (.30); telephone conference with Lennox regarding same (.20).			
03/06/14	D G HEIMAN	1.20	1,000.00	1,200.00
	Conference call with Doak (Miller Buckfire), Malhotra (Ernst & Young) and Bennett regarding UTGO upside note.			
03/06/14	D G HEIMAN	1.20	1,000.00	1,200.00
	Review UTGO rates amortization and millage with Doak (Miller Buckfire) and Malhotra (Ernst & Young) (.50); conference call with team regarding same (.70).			
03/06/14	H LENNOX	1.60	975.00	1,560.00
	Review and comment on Comprehensive Annual Financial Report and notes.			
03/06/14	J M TILLER	4.30	625.00	2,687.50
	Review documents related to bond control rights (1.40); communicate with Lennox regarding same (.10); analyze sale orders related to certain unlimited tax and limited tax general obligation bonds (2.60); respond to Lennox with respect to opposing counsel's request regarding same (.20).			
03/06/14	T A WILSON	0.20	650.00	130.00
	Review Lennox edits to City financial reporting to ensure conformity with plan of adjustment.			
03/07/14	B C BRASSER	0.80	725.00	580.00
	Revise and circulate markup of [REDACTED]			
03/07/14	B B ERENS	0.50	875.00	437.50
	Communicate with team regarding postpetition interest issues.			
03/07/14	H LENNOX	0.40	975.00	390.00
	Telephone conference with Hill (City) regarding COPs disclosure in Comprehensive Annual Financial Report.			
03/07/14	H LENNOX	1.60	975.00	1,560.00
	Communicate with Heiman, Erens, Tiller, Bennett, Ball regarding UTGO reimbursement obligations (1.10); review summaries of same (.50).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/07/14	J M TILLER Analyze City's general obligation bonds for reimbursement rights, including subrogated rights and assigned holder or owner rights (5.80); draft memorandum regarding same (3.40); communicate with Erens, Ball, Lennox, Bennett and Heiman regarding same (.40).	9.60	625.00	6,000.00
03/07/14	E B WINSLOW Review/analyze KPMG representation letters and precedent and guidance regarding same.	3.70	800.00	2,960.00
03/08/14	D G HEIMAN Conferences with Coleman (Blackstone) (.40), Malhotra (Ernst & Young) (.70) and Doak (Miller Buckfire) (.60) regarding UTGO calculations for settlement.	1.70	1,000.00	1,700.00
03/08/14	J M TILLER Analyze, for purposes of claim analysis and treatment, sale orders, policies, resolutions, reimbursement agreements, reserve funds and other documents related to each of Detroit Downtown Development Authority Bonds and Detroit Building Authority Bonds (5.20); draft summary of analysis regarding same (2.90); communicate with Lennox regarding same (.20).	8.30	625.00	5,187.50
03/09/14	B S BENNETT Telephone conference with Orr (City), Malhotra (Ernst & Young), Heiman regarding UTGO negotiations.	0.50	1,000.00	500.00
03/09/14	B S BENNETT Telephone conference with Heiman regarding UTGO negotiations.	0.40	1,000.00	400.00
03/09/14	D G HEIMAN Telephone conference with Dubrow (Arent Fox) regarding UTGO settlement proposal.	0.30	1,000.00	300.00
03/09/14	D G HEIMAN Conference with Malhotra (Ernst & Young) regarding UTGO settlement spreadsheet (.40); telephone conference with Coleman (Blackstone) regarding UTGO settlement (.30); conference call with Malhotra (Ernst & Young), Bennett and Orr (City) regarding UTGO settlement (1.60).	2.30	1,000.00	2,300.00
03/09/14	J M TILLER Analyze, for purposes of claim analysis and treatment, sale orders, policies, resolutions, reimbursement agreements, reserve funds and other documents related to each of Unlimited Tax General Obligation Bonds and Limited Tax General Obligation Bonds (5.60); draft summary of analysis regarding same (4.20).	9.80	625.00	6,125.00
03/10/14	B S BENNETT Telephone conference with Heiman regarding LTGO negotiations.	0.20	1,000.00	200.00
03/10/14	B S BENNETT Telephone conference with Heiman regarding UTGO negotiations.	0.30	1,000.00	300.00
03/10/14	D G HEIMAN Conference with Dubrow (Arent Fox) and Bennett regarding UTGO recovery.	0.40	1,000.00	400.00
03/10/14	D G HEIMAN Conference call with Lennox and Van Dusen (Miller Canfield) regarding judgment levy process for UTGO.	0.40	1,000.00	400.00
03/10/14	D G HEIMAN Telephone conference with Malhotra (Ernst & Young) regarding UTGO calculations.	0.30	1,000.00	300.00
03/10/14	D G HEIMAN Conference with Orr (City) regarding status update on UTGO litigation.	0.50	1,000.00	500.00
03/10/14	D G HEIMAN Telephone conference with Bjork (Sidley Austin), Dubrow (Arent Fox) and Coleman (Blackstone) regarding UTGO, settlement options.	1.40	1,000.00	1,400.00

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Debt and Financing Issues

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/10/14	J M TILLER Analyze, for purposes of claim analysis and treatment, sale orders, policies, resolutions, reimbursement agreements, reserve funds and other documents related to each of Sewage Disposal System Bonds and the Water Supply System Bonds (8.80); draft summary of analysis regarding same (6.20); communicate with Lennox regarding same (.20).	15.20	625.00	9,500.00
03/10/14	E B WINSLOW Review/analyze KPMG representation letters and precedent regarding same (2.30); prepare for (.20) and participate in (.80) phone conference with Hill and Naglick (City) regarding same.	3.30	800.00	2,640.00
03/11/14	B S BENNETT Telephone conference with Heiman regarding UTGO negotiation status and issues.	0.20	1,000.00	200.00
03/11/14	J M TILLER Revise summary memorandum of reimbursement provisions for debt issuances.	5.20	625.00	3,250.00
03/12/14	B S BENNETT Analysis of memorandum regarding Assured UTGO proposal.	0.10	1,000.00	100.00
03/12/14	B S BENNETT Analysis of Assured UTGO proposal.	0.20	1,000.00	200.00
03/12/14	D G HEIMAN Telephone conference with Coleman (Blackstone) regarding UTGO settlement status.	0.30	1,000.00	300.00
03/12/14	D G HEIMAN Review Assured UTGO proposal (.40); telephone conference with Doak (Miller Buckfire) and Malhotra (Ernst & Young) regarding same (.40); email communications with Larose (Chadbourne & Parke) regarding same (.10).	0.90	1,000.00	900.00
03/13/14	B B ERENS Review research regarding UTGO plan issues.	1.80	875.00	1,575.00
03/14/14	B B ERENS Research regarding millage issues on UTGO.	0.90	875.00	787.50
03/18/14	B S BENNETT Analysis of term sheet from Assured regarding UTGO settlement.	0.20	1,000.00	200.00
03/19/14	D G HEIMAN Conference call with Dubrow (Arent Fox) and Bjork (Sidley Austin) regarding UTGO term sheet.	1.30	1,000.00	1,300.00
03/19/14	D G HEIMAN Conference with Doak (Miller Buckfire) and Malhotra (Ernst & Young) regarding UTGO term sheet (.40); conference with Lennox regarding UTGO (.30).	0.70	1,000.00	700.00
03/19/14	D G HEIMAN Review revised UTGO term sheet (.60); conference with Dubrow (Arent Fox) regarding same (.30).	0.90	1,000.00	900.00
03/20/14	D G HEIMAN Review proposed UTGO term sheet (.70); telephone conference with Dubrow (Arent Fox) regarding same (.60); conferences and email communications regarding most favored nations provision of potential settlement (.30).	1.60	1,000.00	1,600.00
03/21/14	B B ERENS Continue review of research regarding millage issues on UTGO regarding plan.	1.80	875.00	1,575.00
03/21/14	D G HEIMAN Review most favored nations clause in UTGO term sheet (.40); communicate with Larose (Chadbourne & Parke), Bjork (Sidley Austin), Dubrow (Arent Fox), Bennett, Lennox, Malhotra (Ernst & Young), Doak (Miller Buckfire) regarding UTGO settlement (1.90).	2.30	1,000.00	2,300.00

JONES DAY

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Debt and Financing Issues

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/22/14	B S BENNETT Prepare memorandum to Lennox, Heiman, Doak (Miller Buckfire) regarding UTGO term sheet.	0.10	1,000.00	100.00
03/22/14	B S BENNETT Analysis of UTGO term sheet.	0.20	1,000.00	200.00
03/23/14	D G HEIMAN Attend conference call with UTGO counsel to review comments on UTGO term sheet.	0.80	1,000.00	800.00
03/24/14	B S BENNETT Analysis of UTGO comments to term sheet.	0.30	1,000.00	300.00
03/25/14	B S BENNETT Analysis of revised UTGO term sheet.	0.40	1,000.00	400.00
03/25/14	D G HEIMAN Review and revise negotiation UTGO term sheet (.40); conferences with Torielli (mediator) and Doak (Miller Buckfire) regarding same (.40).	0.80	1,000.00	800.00
03/26/14	D G HEIMAN Conference with Malhotra (Ernst & Young) regarding calculation of excess UTGO millage.	0.40	1,000.00	400.00
03/26/14	J M TILLER Analyze information in Novation Agreement (.50); revise debt issuance and insurer related summaries regarding same (1.30).	1.80	625.00	1,125.00
03/27/14	D G HEIMAN Review and comment on Torielli (mediator) write-up of UTGO settlement.	0.50	1,000.00	500.00
03/27/14	D G HEIMAN Review proposed most favored nations language change in UTGO term sheet (.30); telephone conferences with Dubrow (Arent Fox) (.20) and Lennox (.20) regarding same.	0.70	1,000.00	700.00
03/28/14	D G HEIMAN Conference with Torielli (mediator) regarding summary of UTGO settlement (.50); review revision to same (.40).	0.90	1,000.00	900.00
03/28/14	D G HEIMAN Telephone conference with Dubrow (Arent Fox) regarding most favored nations language for UTGO settlement.	0.50	1,000.00	500.00
03/28/14	D G HEIMAN Conference with Dubrow (Arent Fox) regarding UTGO recovery.	0.40	1,000.00	400.00
03/30/14	J M TILLER Analyze information with respect to various debt holdings (.70); communicate with Hoffmann regarding same (.10).	0.80	625.00	500.00
03/31/14	D G HEIMAN Telephone conference with Dubrow (Arent Fox) regarding mechanics of UTGO settlement.	0.30	1,000.00	300.00
03/31/14	D G HEIMAN Telephone conference with Dubrow (Arent Fox) regarding LTGO legal argument.	0.20	1,000.00	200.00
TOTAL		139.00	USD	102,217.50

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609016

Invoice: 32684375

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Emergency Manager and Michigan Statutes

USD 17,230.00

TOTAL

USD 17,230.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Emergency Manager and Michigan Statutes

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B C BRASSER	2.20	725.00	1,595.00
B W EASLEY	2.50	750.00	1,875.00
J B ELLMAN	3.90	900.00	3,510.00
ASSOCIATE			
D S BIRNBAUM	4.00	625.00	2,500.00
D T MOSS	9.40	650.00	6,110.00
S C WOO	4.10	400.00	1,640.00
TOTAL	26.10	USD	17,230.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Emergency Manager and Michigan Statutes included the following:

- (1) Assisted the Emergency Manager, as requested, on various issues relating to fulfilling his statutory duties under Michigan Public Act 436;
- (2) Prepared various orders for issuance by the Emergency Manager [REDACTED] and advised the Emergency Manager on these matters; and
- (3) Advised and assisted the Emergency Manager in planning for City governance issues after confirmation of a plan of adjustment.

JONES DAY

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Emergency Manager and Michigan Statutes

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	D S BIRNBAUM	1.30	625.00	812.50
	[REDACTED]			
03/01/14	B W EASLEY	0.40	750.00	300.00
	[REDACTED]			
03/01/14	S C WOO	3.10	400.00	1,240.00
	[REDACTED]			
03/02/14	D S BIRNBAUM	1.10	625.00	687.50
	[REDACTED]			
03/02/14	B W EASLEY	0.30	750.00	225.00
	[REDACTED]			
03/02/14	S C WOO	0.60	400.00	240.00
	[REDACTED]			
03/03/14	D S BIRNBAUM	0.70	625.00	437.50
	[REDACTED]			
03/03/14	B W EASLEY	0.60	750.00	450.00
	[REDACTED]			
03/03/14	D T MOSS	0.30	650.00	195.00
	Communicate with Austin [REDACTED]			
03/03/14	S C WOO	0.40	400.00	160.00
	[REDACTED]			
03/04/14	D S BIRNBAUM	0.60	625.00	375.00
	[REDACTED]			
03/04/14	B W EASLEY	0.80	750.00	600.00
	Review/revise draft Emergency Manager letter waiving waiting period under group medical plan for public safety employees (.40); prepare/revise draft Emergency Manager letter authorizing immediate hiring for vacant positions at Detroit Fire Department (DFD) (.40).			
03/04/14	J B ELLMAN	0.40	900.00	360.00
	Communicate with Birnbaum regarding comments on EM order (.20); review same (.20).			
03/04/14	D T MOSS	1.30	650.00	845.00
	Review and revise [REDACTED] (.50); communicate with Mays (City) [REDACTED] (.80).			
03/05/14	D S BIRNBAUM	0.30	625.00	187.50
	Review draft Emergency Manager letter [REDACTED]			
03/05/14	B W EASLEY	0.40	750.00	300.00
	Review/revise draft Emergency Manager letter regarding City hiring practices.			
03/05/14	D T MOSS	0.30	650.00	195.00
	Communicate with Austin [REDACTED]			

JONES DAY

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Emergency Manager and Michigan Statutes

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/06/14	D T MOSS Communicate with Ellman regarding process and procedure related to arbitration matters for City.	0.20	650.00	130.00
03/10/14	B C BRASSER Prepare for (.30) and attend (.70) conference call with Hill (City) and Naglick (City) regarding [REDACTED]; review and revise [REDACTED] (1.20).	2.20	725.00	1,595.00
03/13/14	D T MOSS Communicate with Austin and Mays (City) [REDACTED]	0.60	650.00	390.00
03/18/14	D T MOSS Communicate with Austin regarding approval process for Joe Louis Arena lease (.20); communicate with Tiller and Austin regarding purchasing analysis under PA 436 (.10).	0.30	650.00	195.00
03/20/14	D T MOSS Review and revise [REDACTED] (1.30); communicate with Mays (City) and Sutton (City) regarding same (.50).	1.80	650.00	1,170.00
03/22/14	J B ELLMAN Review and comment on initial draft of quarterly report under section 17 of PA 436.	1.20	900.00	1,080.00
03/26/14	D T MOSS Communicate with Mays (City) regarding EM orders, post-EM governance, and EM order to revise parking ordinance.	1.10	650.00	715.00
03/28/14	J B ELLMAN Review and revise language for quarterly report under section 17 of PA 436 (1.00); communicate with Hall and Hoffmann (.10) and Santambrogio (Ernst & Young) (.10) regarding same; review case pleadings relating to recent case developments (.30).	1.50	900.00	1,350.00
03/28/14	D T MOSS Communicate with Austin and Mays (City) regarding parking ticket ordinance modifications.	0.20	650.00	130.00
03/31/14	J B ELLMAN Conference with Moss regarding EM order to revise parking ordinance (.20); review and comment on same (.30); communicate with Orr (City) regarding quarterly report under section 17 of PA 436 (.10); communicate with Bugden (Ernst & Young) regarding same (.10); draft correspondence to Governor regarding same (.10).	0.80	900.00	720.00
03/31/14	D T MOSS Communicate with Mays (City), Brown (City), and Austin regarding need for EM order revising parking fine ordinance (.60); review City parking fine ordinance (.40); review Corporation Counsel's proposed modification to same (.30); research PA 436, City Charter and Home Rule City Act regarding modifications to ordinances (.40); review and revise EM Order modifying parking fines (1.30); communicate with Austin and Ellman regarding same (.20); further revisions to same (.10).	3.30	650.00	2,145.00
TOTAL		26.10	USD	17,230.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609021

Invoice: 32684378

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Plan of Adjustment

USD 1,221,862.50

TOTAL

USD 1,221,862.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Plan of Adjustment

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
C BALL	3.60	1,000.00	3,600.00
B S BENNETT	48.10	1,000.00	48,100.00
T F CULLEN JR	35.20	975.00	34,320.00
B W EASLEY	7.90	750.00	5,925.00
J B ELLMAN	10.50	900.00	9,450.00
B R HEIFETZ	9.40	800.00	7,520.00
D G HEIMAN	30.20	1,000.00	30,200.00
G S IRWIN	105.50	750.00	79,125.00
H LENNOX	117.80	975.00	114,855.00
E MILLER	29.60	925.00	27,380.00
E M ROSSMAN	3.70	675.00	2,497.50
B L SEDLAK	16.90	800.00	13,520.00
G M SHUMAKER	55.30	850.00	47,005.00
G S STEWART	35.50	900.00	31,950.00
T A WILSON	137.10	650.00	89,115.00
OF COUNSEL			
M L HALE	92.00	675.00	62,100.00
R W HAMILTON	7.50	800.00	6,000.00
COUNSEL			
M M REIL	3.30	650.00	2,145.00
ASSOCIATE			
U C AMADI	16.40	350.00	5,740.00
S T BOYCE	43.30	625.00	27,062.50
M J CHISMAN	49.50	350.00	17,325.00
A J DICK	27.70	525.00	14,542.50
C J DIPOMPEO	61.60	550.00	33,880.00
M F EATON	18.50	625.00	11,562.50
J A FLORCZAK	19.70	375.00	7,387.50
L M FLOYD	43.00	475.00	20,425.00
C M HEALEY	127.90	550.00	70,345.00
T HOFFMANN	13.20	675.00	8,910.00
J JOHNSON	22.70	525.00	11,917.50
D J MERRETT	123.60	575.00	71,070.00
D T MOSS	73.70	650.00	47,905.00
L E NELSON	33.70	650.00	21,905.00
B ROSENBLUM	10.50	800.00	8,400.00
J H ROTH	71.30	400.00	28,520.00
J L SEIDMAN	138.80	450.00	62,460.00
J M TILLER	43.10	625.00	26,937.50
A M YABROFF	7.60	425.00	3,230.00
O S ZELTNER	191.90	350.00	67,165.00
SR STAFF ATTY			
W A AESCHLIMANN	55.60	400.00	22,240.00
P L HUBBARD	8.20	450.00	3,690.00
PARALEGAL			
J E CALLAWAY	31.20	275.00	8,580.00
D M HIRTZEL	8.20	275.00	2,255.00
LEGAL SUPPORT			
B T LEATHERMAN	18.00	200.00	3,600.00
TOTAL	2,008.00	USD	1,221,862.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Plan of Adjustment included the following:

- (1) Continued to participated in meetings with the City and its other outside advisors to develop proposals for aspects of the plan of adjustment (the "Plan of Adjustment"), and related plan negotiating strategies;
- (2) Prepared for and participated in meetings with the Governor and other State officials regarding the terms of a proposed Plan of Adjustment, including by drafting a summary of the proposed treatment of claims under the Plan of Adjustment;
- (3) Continued to develop and refine an overall plan structure and proposed treatment for certain types of claims, including claims for accrued pension benefits, other post-employment benefits, the City's general obligation bonds, the City's special revenue bonds and claims related to pension certificates of participation, and conducted related legal and factual analyses and analyzed related financial projections;
- (4) Continued drafting an amended Plan of Adjustment, including numerous exhibits thereto, and a related amended disclosure statement (the "Disclosure Statement"), both of which were filed on March 31, 2014;
- (5) Revised the proposed order granting the City's motion seeking the approval of certain procedures in connection with the solicitation and confirmation the Plan of Adjustment in response to certain objections and revised ballots and related solicitation materials;
- (6) Addressed other issues relating to the solicitation of votes to accept or reject the Plan of Adjustment, including by engaging in discussions with counsel for various creditor constituencies;
- (7) Prepared and filed a motion to approve special procedures for the solicitation of votes from retired City employees to accept or reject the Plan of Adjustment and related notices and ballots;
- (8) Prepared for and participated in the Bankruptcy Court's March 5, 2014 and March 11, 2014 hearings on procedures with respect to the approval of the Disclosure Statement and the solicitation of votes to accept or reject the Plan of Adjustment;
- (9) Developed and refined an overall litigation strategy and an outline of the City's affirmative case in support of confirmation of the Plan of Adjustment for purposes of trial planning, including outlining the City's burdens of proof for purposes of developing a strategy for offensive discovery;
- (10) Engaged in discovery activities to prepare for a contested plan confirmation hearing, including, among other things, by developing a discovery plan, interviewing document custodians and potential witnesses, collecting documents, preparing training materials and document review protocols for reviewing attorneys, analyzing requests for production of documents, reviewing documents for responsiveness to requests and privilege, preparing witness lists and preparing offensive discovery;

- (11) Addressed issues relating to the Bankruptcy Court's order to show cause as to why it should not appoint an expert witness, including by preparing and filing a response and conducting supporting research;
- (12) Researched and evaluated various plan confirmation issues, including with respect to third party releases, the treatment of claims against the 36th District Court, the "unfair discrimination" standard under section 1129(b)(1) of the Bankruptcy Code, the feasibility of the Plan of Adjustment and other confirmation standards;
- (13) At the Bankruptcy Court's request, prepared "plain language" notices for creditors holding claims against the City for pension benefits and other post-employment benefits that attempt to explain, in plain English, that treatment these creditors will receive under the Plan of Adjustment;
- (14) Analyzed requests for additional disclosures in Disclosure Statement from dozens of creditors and creditor constituencies (totaling hundreds of specific requests) and drafted response letters indicating the City's intended course of action with respect to each specific request for additional disclosure;
- (15) Prepared and filed a motion to extend the Disclosure Statement objection deadline; and
- (16) Prepared an objection to the motion filed by Syncora Guarantee, Inc., one of the swap insurers, to delay the hearing on approval of the Disclosure Statement.

JONES DAY

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Plan of Adjustment

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/01/14	J L SEIDMAN Review and analyze plan of adjustment and disclosure statement.	3.40	450.00	1,530.00
03/02/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/02/14	B S BENNETT Analysis of memorandum from Van Dusen (Miller Canfield) regarding upside note considerations under Michigan law.	0.20	1,000.00	200.00
03/02/14	B S BENNETT Review and revise statement of principals for upside note.	0.50	1,000.00	500.00
03/02/14	B S BENNETT Analysis of retiree committee opposition to confirmation scheduling order.	0.30	1,000.00	300.00
03/02/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/02/14	M L HALE Communicate with Mays (City) regarding plan of adjustment document collection.	0.10	675.00	67.50
03/02/14	D G HEIMAN Communicate with Bennett regarding open plan of adjustment issues.	0.40	1,000.00	400.00
03/02/14	H LENNOX Review objections to court's proposed scheduling order.	1.20	975.00	1,170.00
03/02/14	D J MERRETT Draft revised restructuring initiatives section of disclosure statement (4.20); review and analyze ten-year summary regarding same (2.50); communicate with Wilson regarding same (.10).	6.80	575.00	3,910.00
03/02/14	T A WILSON Communicate with Miller Canfield and Miller Buckfire personnel regarding exit debt under plan (.20); communicate with Rosenblum regarding impact of swap settlement on plan exit debt (.10).	0.30	650.00	195.00
03/03/14	B S BENNETT [REDACTED]	0.30	1,000.00	300.00
03/03/14	B S BENNETT Review order setting hearing on scheduling order.	0.10	1,000.00	100.00
03/03/14	B S BENNETT Telephone conference with Lennox, Heiman and Wilson regarding preparation for hearing regarding confirmation process.	0.50	1,000.00	500.00
03/03/14	B S BENNETT Telephone conference with Heiman regarding upside note discussions.	0.30	1,000.00	300.00
03/03/14	B S BENNETT [REDACTED]	1.00	1,000.00	1,000.00
03/03/14	B S BENNETT Review order setting hearing on solicitation procedures.	0.10	1,000.00	100.00
03/03/14	B S BENNETT [REDACTED]	0.50	1,000.00	500.00
03/03/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00

JONES DAY

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Plan of Adjustment

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	B S BENNETT Prepare memorandum to Heiman, Miller, Lennox, Wilson, Cullen regarding retiree objection to plan scheduling order and implications.	0.40	1,000.00	400.00
03/03/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/03/14	A J DICK [REDACTED]	1.30	525.00	682.50
03/03/14	A J DICK [REDACTED]	0.30	525.00	157.50
03/03/14	A J DICK [REDACTED]	1.40	525.00	735.00
03/03/14	C J DIPOMPEO [REDACTED]	1.10	550.00	605.00
03/03/14	C J DIPOMPEO [REDACTED]	1.40	550.00	770.00
03/03/14	C J DIPOMPEO [REDACTED]	2.40	550.00	1,320.00
03/03/14	J B ELLMAN Review solicitation issues (.50); review related materials (.40); conference with MacConnail (Sidley) regarding same and insurer voting (.30); follow up call with same and Wilson regarding proposal for same (.40); review Wilson summary of same (.20).	1.80	900.00	1,620.00
03/03/14	M L HALE Communicate with Mays (City) regarding plan of adjustment document collection (.10); communicate with Lennox and team regarding issues in case and plan going forward for discovery (1.30).	1.40	675.00	945.00
03/03/14	C M HEALEY Review objections to scheduling order (2.10); draft summary of same (1.80); confer with Rothleder (counsel to Ambac) regarding various solicitation issues (.20); draft email summary of same to Lennox (.20); confer with Wilson regarding scheduling issues (.10).	4.40	550.00	2,420.00
03/03/14	B R HEIFETZ [REDACTED]	0.90	800.00	720.00
03/03/14	D G HEIMAN Conference call with team regarding plan of adjustment scheduling issues.	0.50	1,000.00	500.00
03/03/14	G S IRWIN Prepare for (.10) and participate in (1.40) discovery and trial plan call with Lennox, Miller and others; outline trial propositions (.80).	2.30	750.00	1,725.00
03/03/14	H LENNOX Call with Neville (Dentons), Gordon (Clark Hill), Miller, Fenning (Arnold & Porter) regarding solicitation procedures for retiree voting (.90); review and comment on chart comparing dates proposed by creditors for plan process (.30); prepare for 3/5 hearing on solicitation matters (.40); telephone conferences with Heiman, Bennett, Wilson regarding same (.50); conference call with litigators, Wilson, Miller regarding planning for plan-related discovery (1.40); [REDACTED]	4.10	975.00	3,997.50

JONES DAY

258183-609021

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	E MILLER Conference call with Gordon (Clark Hill), Neville (Dentons), Lennox and VanOverbeke (VanOverbeke, Michaud & Timmony) on retiree solicitation materials (.90); review same (.80).	1.70	925.00	1,572.50
03/03/14	D T MOSS [REDACTED]	1.40	650.00	910.00
03/03/14	J L SEIDMAN Conference with Wilson regarding revisions to plan (.10); draft and revise plan of adjustment to reflect new DWSD treatment and termination of certain contracts for convenience (4.70); draft and revise work in process report specifically for plan process (solicitation, confirmation, implementation) (1.60).	6.40	450.00	2,880.00
03/03/14	G M SHUMAKER Telephone conference with Lennox, Wilson, Stewart, and Hale regarding confirmation standards and planning for upcoming discovery and hearing (1.40); revise outline of affirmative case for confirmation hearing and review related materials (2.60); review and analyze slide presentation from Retiree Committee on pension liability issues (.20).	4.20	850.00	3,570.00
03/03/14	G S STEWART Communicate with Lennox, Shumaker, Hale, Irwin, Miller regarding plan-related discovery (1.40); communicate with Raimi (City) regarding same (.10); communicate with Lennox regarding DSWD (.10); communicate with Cullen regarding outline of proof (.10).	1.70	900.00	1,530.00
03/03/14	T A WILSON Communicate with Ellman regarding issues related to voting dispute procedures under proposed solicitation procedures order (.30); communicate with Merrett regarding same (.30); communicate with Walsh (KCC), Hartie (KCC) regarding same (.80); communicate with Ellman, McConaill (Sidley Austin) regarding same (.30); communicate with Lennox, Bennett, Healey regarding same (.50); communicate with Heiman, Bennett, Lennox regarding response to scheduling order and upcoming hearing upon same (.40); communicate with Seidman regarding necessary revisions to plan (.40); review correspondence regarding plan issues and strategy (.30); communicate with Lennox, Healey regarding summary of proposed changes to scheduling order (.20); review and revise same (.50); participate in conference call with Lennox, Stewart, Shumaker, Hale regarding plan of adjustment overview and discovery issues (1.40).	5.40	650.00	3,510.00
03/04/14	B S BENNETT Analysis of insurer objection to solicitation procedures motion.	0.50	1,000.00	500.00
03/04/14	B S BENNETT Telephone conference with Caton (Kramer Levin for DWSD holders) regarding solicitation and plan matters.	0.40	1,000.00	400.00
03/04/14	B S BENNETT Telephone conference with Kennel (Mintz Levin for DWSD holders) regarding solicitation procedures.	0.20	1,000.00	200.00
03/04/14	B S BENNETT [REDACTED]	0.20	1,000.00	200.00
03/04/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/04/14	C J DIPOMPEO Communicate with Johnson regarding research tasks relating to potential litigation over the plan of adjustment.	0.30	550.00	165.00
03/04/14	J B ELLMAN Review solicitation issues regarding bondholders (1.10); conference with Wilson regarding same (.20); attend and participate in conference call with Wilson and bondholder representatives regarding same (1.00); follow up with Wilson, Lennox, and Bennett regarding same (.30); review Bennett response to same (.20).	2.80	900.00	2,520.00

JONES DAY

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Plan of Adjustment

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	M L HALE	0.90	675.00	607.50
	Prepare for interviews of document custodians regarding plan of adjustment litigation (.40); communicate with Reizen (Xact Data Discovery) regarding collection of plan of adjustment witnesses emails (.30); communicate with Callaway regarding collection of plan of adjustment documents (.20).			
03/04/14	C M HEALEY	1.70	550.00	935.00
	Summarize proposed changes to solicitation procedures order (1.40); communicate with Lennox and Bennett regarding same (.30).			
03/04/14	C M HEALEY	7.20	550.00	3,960.00
	Revise proposed order regarding solicitation procedures (1.90); telephone conference with insurers' attorneys regarding solicitation issues (.70); draft various emails to KCC regarding service issues (.30); draft supplemental solicitation procedures motion regarding retirees (2.80); telephone conference with team regarding financing issues (1.10); review objections to solicitation procedures motion (.40).			
03/04/14	D G HEIMAN	0.70	1,000.00	700.00
	Meeting with Lennox and Miller regarding status of pension and UTGO discussions.			
03/04/14	H LENNOX	5.20	975.00	5,070.00
	Review materials and objections to prepare for 3/5 hearing on solicitation motion and hearing on court's proposed scheduling order (3.80); communications with Wilson, Bennett, Healey regarding same (1.40).			
03/04/14	H LENNOX	0.70	975.00	682.50
	Participate in call with Van Dusen (Miller Canfield) regarding post-confirmation financing rules (joined late).			
03/04/14	B L SEDLAK	0.70	800.00	560.00
	Review plan of adjustment comments from Foundation counsel.			
03/04/14	J L SEIDMAN	4.30	450.00	1,935.00
	Participate in call with Massaron and Van Dusen (both Miller Canfield) and Jones Day team regarding post-confirmation debt instruments (1.10); draft and revise work in process report specifically for plan process (solicitation, confirmation, implementation) (3.20).			
03/04/14	G M SHUMAKER	3.50	850.00	2,975.00
	[REDACTED] and review various background materials in connection with same (1.60); discussion with Stewart regarding same and potential expert witness (.30).			
03/04/14	G S STEWART	2.40	900.00	2,160.00
	[REDACTED]			
03/04/14	T A WILSON	5.60	650.00	3,640.00
	Communicate with Ellman, Healey bond insurer group regarding call to discuss voting rights dispute procedures (.30); communicate with Hoffmann regarding solicitation procedures motion (.20); review and revise solicitation procedures order (.30); communicate with Ellman, Healey regarding same (.30); communicate with counsel to bond insurers regarding same (.10); participate in call with Ellman, Healey, McConnaill (Sidley) and other bond insurer representatives regarding voting rights dispute procedures (.80); further communication with Ellman regarding same (.30); communicate with Lennox, Bennett regarding conference call on voting rights dispute procedures (.50); participate in conference call with various internal and external professionals regarding state law governing issuance of debt pursuant to plan (1.10); various communications with Lennox, Bennett, Hoffmann regarding research related to right of beneficial holders to vote claims (.40); review Zeltner memorandum regarding same (.10); various communications with Lennox, Bennett, Healey, Ellman regarding objections to solicitation procedures motion (1.20).			
03/04/14	O S ZELTNER	2.30	350.00	805.00
	[REDACTED]			

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03/05/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/05/14	B S BENNETT [REDACTED]	0.40	1,000.00	400.00
03/05/14	B S BENNETT [REDACTED]	0.30	1,000.00	300.00
03/05/14	B S BENNETT Telephone conference with Wilson regarding results of hearing on plan confirmation procedures.	0.20	1,000.00	200.00
03/05/14	B S BENNETT [REDACTED]	0.40	1,000.00	400.00
03/05/14	B S BENNETT [REDACTED]	0.40	1,000.00	400.00
03/05/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/05/14	B S BENNETT Analysis of Ernst & Young outline of UTGO upside note terms.	0.20	1,000.00	200.00
03/05/14	C J DIPOMPEO Communicate with Heifetz, Johnson, and Dick regarding research tasks for briefing in response to objections to the plan of adjustment.	0.20	550.00	110.00
03/05/14	C J DIPOMPEO [REDACTED]	4.70	550.00	2,585.00
03/05/14	J B ELLMAN Communicate with Wilson (.20) and Lennox (.20) regarding solicitation issues and hearing.	0.40	900.00	360.00
03/05/14	J A FLORCZAK Review and revise plan ballots (.30); communicate with Healey regarding same (.10).	0.40	375.00	150.00
03/05/14	M L HALE Communicate with Orr (City) regarding documents related to plan of adjustment (.50); communicate with Fox (City) regarding documents related to plan of adjustment (.50); communicate with Callaway regarding documents related to plan of adjustment (.30); communicate with Williams (City) regarding relevant videos (.70); communicate with Wieczorek (Xact Data Discovery) regarding retrieving data from computers (.20); communicate with Leatherman regarding treatment of advisor during past document production (.10); communicate with Nelson regarding collection from advisor (.20); communicate with Orr and Fox (both City) regarding issues related to document collection (.20); communicate with Leatherman regarding Thursday call with Detroit IT personnel regarding email accounts (.10).	2.80	675.00	1,890.00
03/05/14	C M HEALEY Review Jefferson County, Stockton, and Vallejo plans and dockets regarding treatment of insurer claims and balloting procedures (.80); [REDACTED] draft and revise retiree ballots and related retiree solicitation materials (4.10)	5.60	550.00	3,080.00
03/05/14	B R HEIFETZ [REDACTED]	0.80	800.00	640.00
03/05/14	B R HEIFETZ [REDACTED]	0.20	800.00	160.00
03/05/14	D G HEIMAN Attend hearing on Disclosure Statement and plan of adjustment schedules and solicitation procedures.	1.50	1,000.00	1,500.00

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03/05/14	B T LEATHERMAN	0.30	200.00	60.00
	Communicate with Hale and Reizen (Xact) regarding data collection planning for plan of adjustment matter.			
03/05/14	H LENNOX	4.90	975.00	4,777.50
	Prepare for (1.60); and participate in (1.60) hearing on solicitation procedures; telephone conferences with Wilson, Green regarding same (.60); [REDACTED]			
03/05/14	D J MERRETT	4.90	575.00	2,817.50
	Draft and revise restructuring initiatives section for disclosure statement (3.30); research regarding same (1.60).			
03/05/14	J L SEIDMAN	2.50	450.00	1,125.00
	Draft work in process report specifically for plan process (solicitation, confirmation, implementation) (2.20); communicate with Wilson regarding plan confirmation briefing (.10); create framework for tracking objections to plan of adjustment (.20).			
03/05/14	G M SHUMAKER	3.10	850.00	2,635.00
	[REDACTED]			
03/05/14	G S STEWART	2.80	900.00	2,520.00
	Review research materials and Disclosure Statement regarding requirements of Section 943(b)(7) (2.40); communicate with Shumaker regarding issues for confirmation hearing (.20); review memorandum from Shumaker regarding same (.20).			
03/05/14	T A WILSON	2.40	650.00	1,560.00
	Communicate with Lennox regarding upcoming solicitation procedures hearing (.30); review correspondence from Lennox, Bennett, Healey related to solicitation procedures (.40); communicate with Hartie (KCC), Walsh (KCC) regarding solicitation procedures (.40); communicate with Doak (Miller Buckfire) regarding comparison of legacy liabilities as a percentage of municipal revenue (.30); [REDACTED] review objections to solicitation procedures motion (.50); communicate with Lennox, Bennett regarding hearing outcome (.30).			
03/06/14	B S BENNETT	1.00	1,000.00	1,000.00
	[REDACTED]			
03/06/14	B S BENNETT	0.40	1,000.00	400.00
	[REDACTED]			
03/06/14	B S BENNETT	1.40	1,000.00	1,400.00
	[REDACTED]			
03/06/14	B S BENNETT	0.40	1,000.00	400.00
	Analysis of revised order regarding plan procedures.			
03/06/14	B S BENNETT	1.40	1,000.00	1,400.00
	Telephone conference with Doak (Miller Buckfire), Heiman, Malhotra (Ernst & Young) regarding UTGO upside note.			
03/06/14	S T BOYCE	0.20	625.00	125.00
	Communicate with Hale regarding preparations for upcoming document review and production related to City's plan of adjustment, including discussion of necessary training materials and revision of document review protocols (.10); draft and revise document review protocol and procedures training materials in preparation for the document review related to City's plan of adjustment (.10).			
03/06/14	J E CALLAWAY	8.70	275.00	2,392.50
	Review and organize materials collected from selected custodians for pre-production processing.			

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03/06/14	T F CULLEN JR [REDACTED]	1.50	975.00	1,462.50
03/06/14	A J DICK [REDACTED]	0.20	525.00	105.00
03/06/14	A J DICK [REDACTED]	1.00	525.00	525.00
03/06/14	A J DICK [REDACTED]	0.90	525.00	472.50
03/06/14	C J DIPOMPEO [REDACTED]	2.80	550.00	1,540.00
03/06/14	C J DIPOMPEO [REDACTED]	5.10	550.00	2,805.00
03/06/14	M L HALE Communicate with Hill (City) regarding documents relevant to plan of adjustment (.70); communicate with Sneed (City) regarding interview schedule (.10); communicate with Irwin, Miller and Nelson regarding Milliman documents (.60); communicate with Boyce regarding preparation for document production (.60); communicate with Detroit IT department regarding copying emails of document custodians with Reizen (Xact Data Discovery) (1.00); communicate with Lennox, Shumaker, Irwin and Stewart regarding potential witness (.60); communicate with Callaway regarding document collection issues (.70); communicate with Leatherman and Wieczorek (Xact Data Discovery) regarding plan of adjustment document specs (.20); review revised scheduling order (.20).	4.70	675.00	3,172.50
03/06/14	C M HEALEY Draft motion to approve retiree solicitation procedures (3.30); revise solicitation procedures order (.40); confer with Wilson regarding same (.10).	3.80	550.00	2,090.00
03/06/14	B R HEIFETZ [REDACTED]	1.20	800.00	960.00
03/06/14	B R HEIFETZ [REDACTED]	0.70	800.00	560.00
03/06/14	B R HEIFETZ [REDACTED]	0.80	800.00	640.00
03/06/14	D G HEIMAN [REDACTED]	1.40	1,000.00	1,400.00
03/06/14	G S IRWIN Review and evaluate new scheduling order and plan for discovery and other deliverables (1.30); review documents relating to actuarial calculations and consider proofs on same (.90); coordinate with Hale on witness interviews and document collection (.70).	2.90	750.00	2,175.00
03/06/14	J JOHNSON [REDACTED]	2.10	525.00	1,102.50
03/06/14	J JOHNSON [REDACTED]	0.80	525.00	420.00

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03/06/14	B T LEATHERMAN	1.80	200.00	360.00
	Prepare for (.20) and attend (.60) conference call with Hale, Xact, and City of Detroit regarding ESI collection in response to document requests for plan of adjustment matter; draft scanning specifications for hardcopy document collection in response to plan of adjustment matter (.70); communicate with Xact regarding same (.10); communicate with Wilcox (Black Letter Discovery) regarding document review setup and planning for plan of adjustment discovery response (.20).			
03/06/14	H LENNOX	6.90	975.00	6,727.50
	[REDACTED] telephone conference with Ellman, Bennett, Dubrow, English (Arent Fox) regarding solicitation issues (.80); review insurer control charts (.60); call with Howell (Dickinson Wright), Brader (State) regarding plan issues (.60); review confirmation scheduling order (.20); communications with Heiman, Wilson, Seidman regarding same (.40); review Daddow correspondence regarding plan (.50); review individual objections to plan (.30); communications with LaPlante, Wilson regarding creditor calls regarding plan (.30).			
03/06/14	D J MERRETT	0.60	575.00	345.00
	Research regarding tax limits regarding plan transactions (.50); respond to inquiry from Wilson regarding same (.10).			
03/06/14	L E NELSON	0.10	650.00	65.00
	Review communications with respect to plan of adjustment discovery and Milliman.			
03/06/14	J L SEIDMAN	1.60	450.00	720.00
	[REDACTED] review and revise confirmation brief checklist/chart (.20).			
03/06/14	G M SHUMAKER	4.20	850.00	3,570.00
	Communicate with Hale regarding Milliman document issue (.20); review and analyze [REDACTED] (.40); communicate with Stewart regarding same (.40); [REDACTED]			
03/06/14	G S STEWART	0.80	900.00	720.00
	Review and analyze [REDACTED] (.30); communicate with Lennox and others regarding characterization of COPs claims for voting purposes (.20); communicate with Cullen, Lennox, Wilson regarding schedule for confirmation hearing (.20); communicate with Moss regarding witnesses (.10).			
03/06/14	T A WILSON	4.40	650.00	2,860.00
	[REDACTED] communicate with Seidman regarding same (.10); communicate with Zeltner, LaPlante (Miller Canfield), Lennox regarding management of telephone inquiries related to plan of adjustment and disclosure statement (.20); communicate with Merrett, Zeltner, Heifetz regarding research into limitations on ability to issue debt under plan and review same (.20); review second amended scheduling order (.20); communicate with Jones Day professionals regarding same (.30); communicate with Ellman regarding second amended scheduling order (.10); [REDACTED]			
03/06/14	O S ZELTNER	0.20	350.00	70.00
	Review revised plan scheduling order.			

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03/07/14	B S BENNETT Analysis of document provisions regarding insurer contention regarding postpetition interest claim.	0.40	1,000.00	400.00
03/07/14	B S BENNETT [REDACTED]	0.20	1,000.00	200.00
03/07/14	B S BENNETT Analysis of Oakland County critique of plan and disclosure statement.	0.60	1,000.00	600.00
03/07/14	B S BENNETT Telephone conference with Herenstein (Monarch) regarding plan treatments of COPs, DWSD.	0.30	1,000.00	300.00
03/07/14	B S BENNETT Telephone conference with Heiman regarding insurer postpetition interest reimbursement claim.	0.20	1,000.00	200.00
03/07/14	B S BENNETT Telephone conference with insurer and holder representatives regarding voting procedures.	0.50	1,000.00	500.00
03/07/14	B S BENNETT Analysis of memorandum regarding insurer contention regarding postpetition interest reimbursement claim.	0.10	1,000.00	100.00
03/07/14	B S BENNETT Prepare memorandum to Lennox and working group regarding postpetition interest claim.	0.20	1,000.00	200.00
03/07/14	S T BOYCE Draft document review protocols and procedures training materials in preparation for document review related to plan of adjustment.	0.20	625.00	125.00
03/07/14	J E CALLAWAY Review materials collected from selected custodians for pre-production processing.	2.80	275.00	770.00
03/07/14	A J DICK [REDACTED]	1.80	525.00	945.00
03/07/14	C J DIPOMPEO [REDACTED]	7.30	550.00	4,015.00
03/07/14	M L HALE Communicate with Mays (City) regarding documents related to plan of adjustment (.70); draft memo regarding status of document collection from City of Detroit custodians (1.40); communicate with Callaway regarding status of document collection (.10); communicate with Leatherman regarding plan of adjustment documents (.10); communicate with Moss regarding status of document collection (.10).	2.40	675.00	1,620.00
03/07/14	C M HEALEY Revise proposed order on solicitation motion based on 3/5/14 hearing (.90); draft and revise supplemental retiree solicitation procedures motion (1.40); confer with Wilson regarding updating ballots (.10).	2.40	550.00	1,320.00
03/07/14	J JOHNSON [REDACTED]	0.90	525.00	472.50
03/07/14	J JOHNSON [REDACTED]	0.60	525.00	315.00
03/07/14	J JOHNSON [REDACTED]	2.70	525.00	1,417.50
03/07/14	B T LEATHERMAN Coordinate additional data collection and loading for COD e-mail collected by Xact for plan of adjustment matter (.60); communicate with Hale regarding same (.20).	0.80	200.00	160.00

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03/07/14	H LENNOX	2.20	975.00	2,145.00
	Telephone conference with Ball and COPs group regarding COPs voting in plan (.30); multiple telephone conferences with Caton (Kramer Levin), Rogers (Waller), insurers, Kannel (Mintz Levin) regarding solicitation matters and voting rights (1.30); telephone conferences with Bennett regarding plan confirmation issues (.40); [REDACTED]			
03/07/14	D T MOSS	3.30	650.00	2,145.00
	Review plan of adjustment (1.20); review Shumaker litigation outline (.80) and make notes for discussion regarding witness, discovery and related items (.80); communicate with DiPompeo and Hale regarding discovery and next steps (.50).			
03/07/14	J L SEIDMAN	3.80	450.00	1,710.00
	Conference with Zeltner regarding plan-related research projects (postpetition payment on prepetition claims; legal status of enterprise funds; tracking plan objections) (.20); draft and revise brief regarding classification of retiree claims in plan per court order (3.60).			
03/07/14	G M SHUMAKER	4.30	850.00	3,655.00
	[REDACTED] communicate with Cullen, Stewart, Lennox and rest of litigation team regarding views on COPs voting (.40).			
03/07/14	G S STEWART	0.60	900.00	540.00
	[REDACTED] communicate with Shumaker regarding order of proof (.20); communicate with Lennox, Ball, Shumaker, Cullen regarding characterization of COPs holders for voting purposes with respect to plan approval (.20).			
03/07/14	T A WILSON	2.60	650.00	1,690.00
	Review various correspondence related to plan of adjustment and disclosure statement (.30); communicate with Tiller regarding summary of unfiled plan exhibits (.10); communicate with Healey regarding changes to ballots of beneficial bondholders (.10); communicate with Zeltner regarding research related to classification and cramdown (.20); participate in conference call with bond insurer representatives, Bennett, Lennox regarding voting rights disputes procedures (.40); communicate with Walsh (KCC), Hartie (KCC) in advance of call with insurer counsel on solicitation issues (.30); communicate with Kannel (Mintz), Walsh (KCC), Hartie (KCC) regarding solicitation issues (.40); various follow-up communications with Lennox, Healey, KCC regarding same (.80).			
03/07/14	O S ZELTNER	6.20	350.00	2,170.00
	[REDACTED]			
03/08/14	B S BENNETT	0.40	1,000.00	400.00
	Telephone conference with Lennox and Wilson regarding solicitation order.			
03/08/14	B S BENNETT	0.40	1,000.00	400.00
	Analysis of drafts of solicitation order.			
03/08/14	H LENNOX	1.60	975.00	1,560.00
	Review bondholder markup of tabulation procedures and solicitation order (.40); communications with Wilson, Bennett, Healey regarding same (1.00); review emails regarding retiree comments on same (.20).			
03/08/14	J L SEIDMAN	1.70	450.00	765.00
	Draft/revise brief regarding classification of retiree claims in plan at request of court (1.10); communicate with Wilson regarding same (.10); review plan objections filed on 3/6 and updated plan objection summary chart accordingly (.40); communicate with Zeltner regarding same (.10).			

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03/08/14	T A WILSON	3.20	650.00	2,080.00
	Review revisions to solicitation procedures order and tabulation rules proposed by bond insurers (.60); communicate with Lennox, Bennett, Healey, Hartie (KCC), Walsh (KCC) regarding same (.40); follow-up communication with Hartie regarding same (.60); follow-up communication with Lennox, Bennett regarding same (.40); revise solicitation procedures order and tabulation rules (1.10); communicate with Lennox, Bennett regarding same (.10).			
03/08/14	O S ZELTNER	10.90	350.00	3,815.00
	[REDACTED]			
03/09/14	H LENNOX	3.30	975.00	3,217.50
	Review and comment on markups to solicitation order and tabulation rules (.60); communications with Wilson regarding same (.30); telephone conferences with English (Arent Fox) regarding accelerated procedures for Ambac (.40); [REDACTED] telephone conference with Kohn (Chadbourne) regarding solicitation procedures (.50); [REDACTED]			
03/09/14	T A WILSON	1.80	650.00	1,170.00
	Revise solicitation procedures order and tabulation rules (.80); communicate with Lennox, Bennett, Walsh (KCC), Hartie (KCC) regarding same (1.00).			
03/09/14	O S ZELTNER	7.70	350.00	2,695.00
	[REDACTED]			
03/10/14	B S BENNETT	0.40	1,000.00	400.00
	Telephone conference with Lennox, Wilson regarding solicitation procedures order.			
03/10/14	B S BENNETT	0.70	1,000.00	700.00
	Telephone conference with insurers, bondholders, Lennox, Wilson regarding solicitation procedures order.			
03/10/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum from Buckfire (Miller Buckfire) regarding plan treatment of DWSD debt.			
03/10/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum from Lennox regarding plan treatment of DWSD debt.			
03/10/14	S T BOYCE	0.70	625.00	437.50
	Draft document review protocols and procedures training materials in preparation for the document review related to plan of adjustment (.30); revise search terms to be used in document collection and processing (.40).			
03/10/14	A J DICK	6.80	525.00	3,570.00
	[REDACTED]			
03/10/14	C J DIPOMPEO	2.40	550.00	1,320.00
	Meeting with Cullen, Shumaker, Stewart, Irwin, Hale, and Moss regarding strategy for litigation regarding confirmation of plan of adjustment.			
03/10/14	C J DIPOMPEO	0.30	550.00	165.00
	[REDACTED]			
03/10/14	M F EATON	0.30	625.00	187.50
	Review and analyze scheduling order in preparation for discovery.			
03/10/14	J B ELLMAN	0.20	900.00	180.00
	Communicate with Lennox regarding plan treatment of workers' compensation claims.			

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03/10/14	J A FLORCZAK	1.30	375.00	487.50
	Communicate with Tiller regarding plan exhibit project (.10); draft Detroit work in process report for plan exhibits (1.20).			
03/10/14	M L HALE	7.80	675.00	5,265.00
	Communicate with Cullen, Shumaker, Irwin, Moss, Stewart and DiPompeo regarding outline of case and litigation strategy (2.40); communicate with Reizen (Xact Data Discovery) regarding imaging of iPhone (.10); communicate with Leatherman regarding filters for documents (.10); communicate with Hayes (City) regarding relevant documents (.10); communicate with Boyce regarding materials to train contract attorneys and Shumaker draft outline of case (.10); communicate with Hayes (City) regarding collection of relevant data (.10); communicate with Neu (Miller Buckfire) regarding third party relevant documents (1.60); communicate with Hand (Conway MacKenzie) regarding collection of relevant documents (.50); communicate with Green (Miller Canfield) regarding plan of adjustment discovery (.20); communicate with Irwin regarding Miller Canfield and plan of adjustment (.10); communicate with Leatherman and Purcell (AlphaLit) regarding custodian information for documents (.10); communicate with Miller regarding documents collection from Milliman (.10); draft search terms for plan of adjustment document production (2.30).			
03/10/14	C M HEALEY	7.10	550.00	3,905.00
	Review correspondence regarding retiree balloting issues (.40); draft and revise bondholder ballots (1.90); review and revise solicitation procedures order and tabulation rules (2.20); draft and revise motion to approve retiree solicitation procedures (2.60).			
03/10/14	J JOHNSON	7.40	525.00	3,885.00
	[REDACTED]			
03/10/14	B T LEATHERMAN	0.80	200.00	160.00
	Communicate with Xact regarding document collection items related to plan of adjustment (.50); communicate with Callaway regarding custodian and sourcing information for collected data and hardcopy (.30).			
03/10/14	H LENNOX	7.10	975.00	6,922.50
	Multiple telephone conferences with insurers, bondholders, English (Arent Fox), Bennett, Wilson, EEPK counsel regarding changes to solicitation procedures order and tabulation rules and new voting notice (4.40); review and revise same (1.60); review documents and prepare for 3/5 hearing on same (.30); telephone conferences with Gregg (36th District Court), Howell (Dickinson Wright), others regarding 36th district court issues in plan (.50); [REDACTED]			
03/10/14	D J MERRETT	3.40	575.00	1,955.00
	Draft and revise memorandum regarding Wayne Co. 13th check case (2.20); communicate with Lennox, Miller, Ellman regarding same (.10); review and revise AIG NDA (.50); communicate with Schaible (AIG) regarding same (.20); communicate with Lennox regarding same (.30); communicate with Haggard (Miller Buckfire), Sedlak regarding same (.10).			
03/10/14	D T MOSS	3.60	650.00	2,340.00
	Communicate with Shumaker, Cullen, Irwin, DiPompeo, Stewart, and Hale regarding plan litigation coordination, issues, documents, and witnesses (2.40); review white paper regarding confirmation standards by Stewart, Colliers, and related memos on cram down standards and requirements in chapter 9 context (1.20).			
03/10/14	G M SHUMAKER	3.30	850.00	2,805.00
	Prepare for (.40) and attend (2.40) meeting with Cullen, Stewart, Irwin, Hale, Moss and DiPompeo regarding affirmative case planning for Confirmation Hearing and related discovery; [REDACTED]			

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03/10/14	G S STEWART	2.80	900.00	2,520.00
	Meeting with Cullen, Shumaker, Irwin, Hale, Moss and DiPompeo regarding issues for confirmation hearing, witnesses, preparation for hearing, discovery questions, identification and use of expert witnesses (2.40); review [REDACTED] (.20); [REDACTED]			
03/10/14	J M TILLER	0.80	625.00	500.00
	Review plans exhibits needed for future plan purposes (.40); revise plan exhibit work in process report (.20); communicate with Florczak and Wilson regarding same (.20).			
03/10/14	T A WILSON	12.30	650.00	7,995.00
	Communicate with Healey regarding publication of disclosure statement hearing notice (.20); review draft discussion outline prepared by Retiree Committee with respect to supplemental solicitation procedures (.40); various communications with Walsh (KCC), Hartie (KCC), Paque (KCC) regarding solicitation issues and revised solicitation procedures order (.90); participate in multiple conference calls with bond insurer constituencies regarding revisions to solicitation procedures order and related exhibits (2.40); various follow-up communications with bond insurers with respect to same (1.90); various communications with Lennox, Healey regarding same (1.40); review various markups to proposed solicitation procedures order and related exhibits (.90); revise proposed solicitation procedures order and related exhibits (2.60); review and revise cover notice for proposed solicitation procedures order (.20); prepare for and attend to filing of revised solicitation procedures order with bankruptcy court (.80); communicate with Cofsky, Pastor (KCC) regarding same (.40); communicate with Lennox regarding as-filed version of revised solicitation procedures order (.20).			
03/10/14	O S ZELTNER	3.40	350.00	1,190.00
	[REDACTED]			
03/11/14	B S BENNETT	0.10	1,000.00	100.00
	[REDACTED]			
03/11/14	S T BOYCE	0.90	625.00	562.50
	Draft/revise search terms for document collection and processing associated with upcoming plan of adjustment hearing.			
03/11/14	A J DICK	4.60	525.00	2,415.00
	[REDACTED]			
03/11/14	A J DICK	2.20	525.00	1,155.00
	[REDACTED]			
03/11/14	C J DIPOMPEO	2.40	550.00	1,320.00
	[REDACTED]			
03/11/14	C J DIPOMPEO	0.80	550.00	440.00
	Communicate with Moss regarding witnesses for plan confirmation litigation.			
03/11/14	J B ELLMAN	0.60	900.00	540.00
	Communicate with Lennox and Merrett regarding plan solicitation issues (.30); review related materials (.30).			
03/11/14	M L HALE	2.90	675.00	1,957.50
	Communicate with Miller and Nelson regarding Milliman documents (.50); communicate with Neu (Miller Buckfire) regarding need for documents (.20); draft Detroit plan of adjustment Discovery Plan (1.20); communicate with Moss regarding plan for document collection (.10); communicate with Hand (Conway MacKenzie) regarding documents from Conway MacKenzie (.20); communicate with Moss regarding Detroit Future City's Plan (.10); review Ernst & Young document regarding future prospects (.10); communicate with Cullen, Shumaker, Irwin, Moss, Stewart, Miller and Nelson regarding document collection from Milliman (.50).			

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03/11/14	C M HEALEY	7.40	550.00	4,070.00
	Review updated tabulation procedures and order (.70); draft notice of same and finalize for filing (1.40); revise insurer ballots (1.20); review issue summary from Retiree Committee (.40); confer with Wilson regarding retiree issues (.10); confer with KCC regarding retiree balloting issues (.60); draft and revise retiree solicitation procedures motion (2.80); review emails regarding union issues (.20).			
03/11/14	D G HEIMAN	0.40	1,000.00	400.00
	[REDACTED]			
03/11/14	D M HIRTZEL	1.00	275.00	275.00
	Prepare for and submit proposed order approving solicitation procedures with exhibits to chambers per Healey (.50); search and obtain confirmation briefs and reply to objections of same from precedent case per Lennox's request (.50).			
03/11/14	G S IRWIN	2.30	750.00	1,725.00
	Review recent docket activity and filings (.50); coordinate third party advisory discovery and discuss same with Hale (1.10); meeting with Miller regarding discovery and planning for plan hearing (.70).			
03/11/14	J JOHNSON	0.10	525.00	52.50
	Communicate with Moss regarding eligibility trial and expert witnesses.			
03/11/14	H LENNOX	5.90	975.00	5,752.50
	Prepare for (.40) and attend (1.10) court hearing on solicitation procedures and retiree motion; modify solicitation order per changes at the hearing (.40); communications with Wilson, Healey regarding submission of order and next steps for ballots and retiree solicitation order (.30); review Retiree Committee proposal on retiree solicitation (.30); comment on same and circulate (.40); communication with Levine (Lowenstein) regarding AFSCME voting (.20); multiple conferences with Erens, Heiman, Green (Miller Canfield), Rosenblum regarding plan research and theories (1.60); [REDACTED]			
03/11/14	E MILLER	0.50	925.00	462.50
	Conference with Hale regarding Milliman documents for plan discovery.			
03/11/14	D T MOSS	2.90	650.00	1,885.00
	Communicate with Orr (City) and Cullen regarding Orr's (City) and Duggan's (City) involvement in plan trial (.60); communicate with Stewart regarding expert, fact, and other witnesses and their respective topics, sequence, and planning (1.60); communicate with DiPompeo regarding next steps with Plan trial preparations and other items (.30); communicate with Mays (City) regarding surveys of Detroit citizens, potential experts, and fact witnesses (.40).			
03/11/14	L E NELSON	0.90	650.00	585.00
	Prepare for (.40) and participate in (.50) call with Hale and Miller with respect to confirmation discovery and pension/OPEB issues.			
03/11/14	G M SHUMAKER	5.90	850.00	5,015.00
	[REDACTED] review various background documents in connection with same (2.70).			
03/11/14	G S STEWART	1.60	900.00	1,440.00
	Communicate with Moss regarding order of proof for confirmation hearing.			
03/11/14	T A WILSON	2.20	650.00	1,430.00
	Communicate with Lennox, Healey regarding revised solicitation procedures order and submission of same to chambers (.20); review revised solicitation procedures order (.30); review correspondence related to solicitation procedures motion (.40); review audio transcript of hearing on solicitation procedures motion (.30); review and revise summary of plan exhibits (.30); participate in call with KCC personnel, Healey regarding solicitation issues (.50); follow-up communication with Lennox, Healey regarding same (.10); communicate with Lennox regarding plan of adjustment (.10).			

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03/12/14	S T BOYCE	0.10	625.00	62.50
	Draft and revise document review protocols and procedures for plan of adjustment document review.			
03/12/14	S T BOYCE	0.30	625.00	187.50
	Draft/revise memorandum regarding legal and procedural standards for appointment of court-appointed neutral experts.			
03/12/14	J E CALLAWAY	3.80	275.00	1,045.00
	Review materials collected from selected custodians for pre-production processing.			
03/12/14	A J DICK	6.10	525.00	3,202.50
	[REDACTED]			
03/12/14	C J DIPOMPEO	1.90	550.00	1,045.00
	[REDACTED]			
03/12/14	M L HALE	1.10	675.00	742.50
	Communicate with Ramey (AlphaLit) regarding reports on documents collected (.10); communicate with Neu (Miller Buckfire) regarding document collection from Miller Buckfire (.40); communicate with Boyce regarding document collection from Miller Buckfire (.10); communicate with Callaway regarding collection of documents in Detroit (.20); communicate with Leatherman regarding search term hits quantity (.10); communicate with Hand (Conway MacKenzie) regarding document collection (.20).			
03/12/14	C M HEALEY	10.40	550.00	5,720.00
	Confer with Lennox, Miller, and Wilson regarding retiree plan issues (.80); review comments on retiree proposal from Miller (.40); review safety union issues (.20) and confer with Teicher (counsel to unions) regarding same (.20); draft and revise retiree solicitation procedures motion (8.80).			
03/12/14	G S IRWIN	5.30	750.00	3,975.00
	Review court orders and relevant materials and outline discovery plan (1.30); assist discovery team with document collection and production, related tasks (2.10); review and comment on draft caseplan (.60); draft new potential topics (.50); review documents relating to art settlement (.80).			
03/12/14	B T LEATHERMAN	1.30	200.00	260.00
	Communicate with Hale, Callaway, Xact and AlphaLit regarding ESI and hardcopy collection in response to discovery requests for plan of adjustment matter (.90); communicate with AlphaLit regarding data processing items and document totals for review (.40).			
03/12/14	H LENNOX	6.70	975.00	6,532.50
	Review Miller edits to Retiree Committee solicitation process (.30); conference call with Miller, Wilson, Healy regarding same and regarding confirmation issues (1.30); review plan confirmation research (1.40); review and respond to Stewart communication regarding feasibility (1.00); prepare analysis of OPEB issues for plan (1.10); telephone conference with Miller regarding same (.40); review and comment on 36th district court comments to Plan and Disclosure Statement (.30); [REDACTED]			
03/12/14	D J MERRETT	1.40	575.00	805.00
	Review and revise disclosure statement (1.20); review comments from American Roads regarding same (.20).			
03/12/14	E MILLER	1.80	925.00	1,665.00
	[REDACTED]			

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03/12/14	D T MOSS Communicate with Stewart regarding witness order, topics, experts and related items (1.20); communicate with Mays (City) and Stewart regarding potential experts and other advisors to City's professional advisors (.60); review litigation outline and propositions prepared by Shumaker (1.30); [REDACTED] communicate with DiPompeo regarding planning for plan trial, witness outlines and order, and related items (.80); [REDACTED]	7.50	650.00	4,875.00
03/12/14	B L SEDLAK Review revised plan of adjustment (2.40); correspondence with Bennett regarding revised plan of adjustment and plan with respect to filing (.20); review suggested changes to plan of adjustment from Foundations (.70).	3.30	800.00	2,640.00
03/12/14	G M SHUMAKER [REDACTED]	4.40	850.00	3,740.00
03/12/14	G S STEWART Communicate with Moss regarding witnesses and expert witnesses for confirmation hearing (1.10); [REDACTED]	1.90	900.00	1,710.00
03/12/14	J M TILLER Communicate with Wilson, Sedlak, Lennox and Merrett regarding Windsor Tunnel for purposes of plan of adjustment and contracts (.40); review and analyze information regarding same (.80).	1.20	625.00	750.00
03/12/14	T A WILSON Communicate with Lennox, Miller, Healey regarding retiree solicitation issues (.90); communicate with Paque (KCC) regarding same (.30); [REDACTED] review correspondence related to retiree solicitation issues (.10); communicate with Merrett regarding disclosure statement issues (.30); communicate with O'Neal (American Roads), Bennett regarding proposed plan edits (.20).	1.90	650.00	1,235.00
03/12/14	A M YABROFF [REDACTED]	2.70	425.00	1,147.50
03/12/14	O S ZELTNER [REDACTED]	7.20	350.00	2,520.00
03/13/14	B S BENNETT Telephone conference with Orr (City), Heiman, Lennox, Malhotra (Ernst & Young), Moore (Conway MacKenzie) regarding pension and OPEB negotiations.	0.80	1,000.00	800.00
03/13/14	S T BOYCE Draft/revise memorandum regarding legal and procedural standards for appointment of court-appointed neutral experts (2.40); revise search terms for document collection and processing associated with upcoming plan of adjustment hearing (.40).	2.80	625.00	1,750.00
03/13/14	T F CULLEN JR Preparation for and participation in meeting with potential expert witness.	2.80	975.00	2,730.00
03/13/14	A J DICK [REDACTED]	1.10	525.00	577.50
03/13/14	C J DIPOMPEO [REDACTED]	2.70	550.00	1,485.00
03/13/14	M F EATON Review and analyze court orders governing plan confirmation discovery and trial.	0.60	625.00	375.00

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03/13/14	M L HALE	1.70	675.00	1,147.50
	Review latest draft of outline of case plan to assist in discovery review (.20); review proposed changes to search terms by Miller Buckfire (.20); communicate with Boyce regarding same (.10); communicate with Neu (Miller Buckfire) regarding same (.30); communicate with AlphaLit regarding correct custodian for documents (.10); communicate with Doak (Miller Buckfire) regarding document collection (.30); communicate with Irwin regarding collection of documents from Miller Buckfire (.20); communicate with DiPompeo regarding Ernst & Young documents (.10); communicate with Ramey (AlphaLit) and Leatherman regarding privileged documents from previous productions being brought into plan of adjustment production (.20).			
03/13/14	C M HEALEY	4.10	550.00	2,255.00
	Draft proposed ballots for voting by insurers (2.60); draft retiree tabulation rules (1.10); review list of creditors to confer with creditor that contacted City regarding disclosure statement and plan (.20); revise other ballots (.20).			
03/13/14	B R HEIFETZ	1.20	800.00	960.00
	[REDACTED]			
03/13/14	G S IRWIN	6.20	750.00	4,650.00
	Communicate regarding third party advisor discovery with Hale, Doak (Miller Buckfire) and others (1.30); review documents relating to DWSD transaction and proposed resolution (1.20); draft/develop discovery plan in preparation for affirmative case (.90); investigate applicable privileges and mediation order protection, including prior rulings and transcripts on privilege logs (2.80).			
03/13/14	J JOHNSON	0.60	525.00	315.00
	Communicate with Dick regarding outline for unfair discrimination argument.			
03/13/14	B T LEATHERMAN	1.80	200.00	360.00
	Communicate with Hale and Ramey (AlphaLit) regarding ESI processing and loading specifications for collected data (1.30); communicate with Wilcox (Black Letter Discovery) regarding document review planning (.50).			
03/13/14	H LENNOX	1.40	975.00	1,365.00
	[REDACTED] review and revise 36th district court comments to disclosure statement and plan (.40); review ATU comments to disclosure statement (.10); review and circulate Oakland comments to disclosure statement (.20).			
03/13/14	E MILLER	0.90	925.00	832.50
	Conference with Heiman, Lennox, Bennett, Orr (City), Buckfire (Miller Buckfire), Malhotra (Ernst & Young), Wilson, Moore (Conway MacKenzie) regarding structure and revisions to plan of adjustment.			
03/13/14	D T MOSS	3.20	650.00	2,080.00
	Review and revise order of proof based on comments from Shumaker (.80); review plan of adjustment and legal standards for approval (1.20); communicate with Irwin, DiPompeo and Hunger regarding discovery and related items (.60); communicate with Mays (City) regarding advisors to professional advisors and surveys of Detroit residents regarding satisfaction / needs of City (.60).			
03/13/14	G S STEWART	1.90	900.00	1,710.00
	Communicate with Cullen (.40), [REDACTED] (1.30) regarding upcoming plan of adjustment litigation; communicate with Boyce regarding use of F.R.Evid 706 (.20).			
03/13/14	T A WILSON	4.70	650.00	3,055.00
	Review correspondence related to retiree solicitation procedures motion (.30); communicate with Hoffmann regarding classification brief (.20); review correspondence related to exit debt (.20); communicate with Merrett regarding disclosure statement (.30); draft issues punch list for plan of adjustment (1.80); communicate with Miller, Sedlak, Bennett regarding same (.30); review and revise plan of adjustment (.70); review and revise insurer ballot for DWSD debt (.70); communicate with Healey regarding same (.20).			

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03/13/14	O S ZELTNER	13.80	350.00	4,830.00
03/14/14	U C AMADI	0.30	350.00	105.00
Review and analyze correspondence regarding plan of adjustment document review project.				
03/14/14	B S BENNETT	0.20	1,000.00	200.00
Preliminary analysis of Ambac disclosure statement objection.				
03/14/14	B S BENNETT	0.30	1,000.00	300.00
Analysis of proposed plan presentation for FAB.				
03/14/14	S T BOYCE	2.60	625.00	1,625.00
[REDACTED] draft document review protocols and procedures training materials in preparation for the document review related to City's plan of adjustment (.40).				
03/14/14	C J DIPOMPEO	0.40	550.00	220.00
Communicate with Moss regarding strategy for litigation regarding confirmation of plan of adjustment.				
03/14/14	C J DIPOMPEO	0.80	550.00	440.00
Communicate with Cline (Ernst & Young), Stewart, and Cullen regarding meeting to prepare for litigation regarding plan of adjustment.				
03/14/14	M L HALE	1.70	675.00	1,147.50
Communicate with Hubbard regarding status of document production (.10); communicate with DiPompeo regarding collection from Ernst & Young (.20); communicate with Neu (Miller Buckfire) regarding search terms (.30); communicate with Floyd, Draper, Kollmeyer, Healey, Lang, Egerton-Vernon, Roth, Amadi, Chisman and Aeschlimann (document review team) regarding document review (.50); communicate with Boyce regarding latest draft of case outline (.10); communicate with Hand (Conway MacKenzie) regarding status of document collection and search terms (.50).				
03/14/14	C M HEALEY	4.90	550.00	2,695.00
Draft and revise insurer ballots and update other ballots based on amended tabulation rules and order regarding solicitation procedures (4.70); draft emails to KCC regarding service of plan and disclosure statement (.20).				
03/14/14	G S IRWIN	7.10	750.00	5,325.00
Develop electronic discovery search protocols and parameters (1.80); evaluate Detroit Institute of Arts settlement negotiations and terms to develop discovery strategy (1.50); consider proofs and witnesses for confirmation plan outline (1.90); review new docket entries and filings regarding same (.40); prepare offensive discovery outline (1.50).				
03/14/14	B T LEATHERMAN	1.40	200.00	280.00
Communicate with AlphaLit regarding processing specifications (.50); communicate with Orr (City) regarding iPhone collection (.30); review report for same (.30); attend meeting with Boyce regarding plan of adjustment document review setup and planning (.30).				
03/14/14	H LENNOX	1.10	975.00	1,072.50
Review and revise retiree solicitation motion (.70); review and revise DWSD ballots for insurers (.40).				
03/14/14	D J MERRETT	4.40	575.00	2,530.00
Communicate with Toby (Dykema) regarding component units (.20); communicate with Lennox regarding same (.20); review DEGC claims regarding same (.30); collect and review requests for additional information in disclosure statement (3.60); communicate with Wilson regarding same (.10).				

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03/14/14	D T MOSS	6.20	650.00	4,030.00
	[REDACTED] develop witness, evidence and proposition checklist for work streams and evidence presentation (3.10); communicate with DiPompeo and Stewart regarding urbanologist witnesses (.40); communicate with Orr (City) regarding Cullen concept for expert (.30); draft and revise outline for interview conversations with Conway MacKenzie and Ernst & Young regarding experts or advisors each relied on to develop assumptions (1.20).			
03/14/14	B L SEDLAK	1.60	800.00	1,280.00
	Conference with Wilson regarding plan of adjustment exhibits (.30); review plan of adjustment and comments (1.30).			
03/14/14	G M SHUMAKER	0.60	850.00	510.00
	Telephone conference with Stewart regarding summary of meetings with potential expert witnesses and related case presentation strategy (.40); review Moss summary of Detroit resident survey findings (.20).			
03/14/14	G S STEWART	3.80	900.00	3,420.00
	[REDACTED] communicate with Shumaker regarding experts, motions, order of proof (.40); communicate with Boyce regarding study of law on F.R.Evid. 706 (.20); communicate with Moss regarding survey research and other matters regarding plan of adjustment (.60); review [REDACTED] (.40); review Detroit Future City documents (.30); [REDACTED] communicate with Moss regarding questionnaire regarding contacts with experts (.20); [REDACTED]			
03/14/14	T A WILSON	3.90	650.00	2,535.00
	Review and revise motion establishing supplemental solicitation procedures for retirees (1.10); communicate with Healey, Lennox regarding same (.20); review and revise plan issues punch list (.20); communicate with Sedlak, Miller, Bennett regarding same (.20); communicate with Sedlak regarding plan issues list (.20); review submissions from creditors regarding additional information to be included in disclosure statement (1.60); communicate with Lennox, Bennett, Merrett regarding same (.40).			
03/14/14	O S ZELTNER	8.60	350.00	3,010.00
	[REDACTED]			
03/15/14	S T BOYCE	1.10	625.00	687.50
	Research legal standard and procedure for appointment of court-appointed experts with respect to upcoming plan of adjustment hearing.			
03/15/14	T A WILSON	2.10	650.00	1,365.00
	Review and revise motion to establish supplemental procedures for solicitation of pension/OPEB claimants (1.10); communicate with Lennox, Healey regarding same (.30); communicate with Rogers (Waller) regarding word version of interest rate reset chart (.10); review draft brief related to classification of pension/OPEB claims and communicate with Hoffmann regarding same (.30); review requests for additional information to be included in disclosure statement (.30).			
03/16/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum regarding worker's compensation issues for plan.			
03/16/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum regarding VEBA funding for plan.			
03/16/14	S T BOYCE	3.70	625.00	2,312.50
	Research legal standard and procedure for appointment of court-appointed experts with respect to upcoming plan of adjustment hearing.			
03/16/14	M L HALE	0.10	675.00	67.50
	Communicate with Hand (Conway MacKenzie) regarding search terms for plan litigation discovery.			

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03/16/14	R W HAMILTON	0.80	800.00	640.00
03/16/14	H LENNOX	0.20	975.00	195.00
	Communications with Wilson, Bennett regarding workers' compensation claims for plan.			
03/16/14	D J MERRETT	2.20	575.00	1,265.00
	Review and revise memorandum on standing to object to disclosure statement and confirmation of plan.			
03/16/14	G S STEWART	0.10	900.00	90.00
	Communicate with Cullen regarding order of proof for plan confirmation.			
03/16/14	T A WILSON	2.50	650.00	1,625.00
	Communicate with Seidman regarding plan edits related to non-consensual releases (.10); review draft of GRS hybrid term sheet received from Miller (.20); review plan in connection with same (.10); review form of trust agreement received from Miller (.10); review term sheet received from State regarding conditions to funding of settlement (.20); communicate with Miller regarding status of plan exhibits (.20); communicate with Bennett, Healey regarding insurer ballots (.20); review communications from interested parties regarding additional information to be included in disclosure statement (1.40).			
03/17/14	B S BENNETT	0.80	1,000.00	800.00
	Prepare for internal plan meeting.			
03/17/14	B S BENNETT	2.10	1,000.00	2,100.00
	Analysis of disclosure statement deficiency letters from objecting parties.			
03/17/14	S T BOYCE	6.80	625.00	4,250.00
03/17/14	C J DIPOMPEO	0.60	550.00	330.00
	Communicate with Cline (Ernst & Young), Stewart, Cullen, and Flick (Latham & Watkins) regarding meeting concerning potential litigation over confirmation of plan of adjustment.			
03/17/14	C J DIPOMPEO	0.30	550.00	165.00
	Communicate with Moss and Eaton regarding research into assumptions underlying plan of adjustment.			
03/17/14	C M HEALEY	10.80	550.00	5,940.00
	Draft and revise insurer ballots (1.80); revise pension/OPEB tabulation rules (.90); draft pension/OPEB confirmation hearing notice (1.20); revise pension/OPEB ballot (.90); revise all exhibits to pension/OPEB motion based on comments from Wilson (1.30); revise pension/OPEB solicitation procedures motion regarding comments from Lennox and Wilson (1.30); review KCC comments to ballots (.50); confer with Teicher (Public Safety Union Counsel) regarding union issues (.30); draft emails to Lennox and Teicher (Public Safety Union Counsel) regarding same (.20); revise other ballots (2.40).			
03/17/14	D G HEIMAN	1.00	1,000.00	1,000.00
03/17/14	D G HEIMAN	0.70	1,000.00	700.00
	Review state settlement conditions (.40); conference with Lennox regarding same (.30).			
03/17/14	T HOFFMANN	3.10	675.00	2,092.50
	Review and revise brief addressing classification of retirement related obligations (1.90); review and analyze related documents and caselaw for brief (.90); communicate with Lennox (.20) and Wilson (.10) regarding same.			

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03/17/14	G S IRWIN	6.90	750.00	5,175.00
Review objections to disclosure statement and other docket entries (1.10); draft/revise supplement to [REDACTED] (1.50); coordinate document collection and review with Hale (.80); investigate actuarial and other assumptions regarding disposition of health and pension disputes (1.80); review eligibility deposition transcripts and documents to assist in plan litigation (1.70).				
03/17/14	J JOHNSON	5.20	525.00	2,730.00
[REDACTED]				
03/17/14	H LENNOX	3.90	975.00	3,802.50
Review and revise retiree solicitation outline (.40); review and revise retiree solicitation motion (.30); communications with Wilson, Healey regarding same and exhibits thereto (.20); prepare issues list for 3/18 meeting with Plan team (.20); review and comment on comments received to disclosure statement (.20); review and revise 1122 brief (.50); telephone conference with Hoffmann regarding same (.10); review and revise "plain language" insert for retirees (.90); review and revise plan and disclosure statement for retiree/pension issues (.30); discussion with Montgomery (Dentons), Neville (Dentons), Miller regarding retiree solicitation issues (.50); [REDACTED]				
03/17/14	D J MERRETT	5.90	575.00	3,392.50
Review and revise memorandum regarding standing to object to plan and disclosure statement (4.30); research regarding same (1.30); communicate with Zeltner (.10), Lennox (.10) and Saldahna (Ernst & Young) (.10) regarding same.				
03/17/14	D J MERRETT	2.70	575.00	1,552.50
Collect and review comments on disclosure statement (2.60); communicate with Wilson regarding same (.10).				
03/17/14	E MILLER	2.30	925.00	2,127.50
Draft OPEB issues list for plan of adjustment structure meeting (.80); conference call with Moore (Conway MacKenzie) regarding DWSD funding (.60); conference call with Milliman on ASF modeling issue (.50); conference call with Bowen (Milliman) regarding scope of work (.40).				
03/17/14	D T MOSS	3.80	650.00	2,470.00
Review Plan and Disclosure Statement to prepare for briefing and discovery (2.60); revise Shumaker litigation outline based on comments and thoughts from Plan / Disclosure Statement review (1.20).				
03/17/14	G S STEWART	0.70	900.00	630.00
[REDACTED] communicate with Lennox and others regarding sensitivity analysis of effect on City cash flow forecasts of different pension portfolio returns (.20); review same (.10); communicate with Moss regarding use of experts at confirmation hearing (.30).				
03/17/14	G S STEWART	0.30	900.00	270.00
[REDACTED]				
03/17/14	J M TILLER	2.10	625.00	1,312.50
Draft response to creditor proposal questionnaire with respect to bankruptcy impact, funding initiatives and payments (.70); analyze information regarding same (1.40).				

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03/17/14	T A WILSON	6.30	650.00	4,095.00
	Review Lennox edits to supplemental solicitation procedures motion (.20); communicate with Moore (Conway MacKenzie), Miller regarding same (.20); communicate with Healey regarding same (.20); communicate with Hoffmann regarding draft classification brief (.20); review same (.20); review and revise plan of adjustment (1.90); revise plan of adjustment punch list in advance of all-hands plan meeting (.80); review various correspondence related to plan research and release matters (.60); review and revise exhibits to solicitation procedures motion (1.40); communicate with Healey regarding same (.20); communicate with Merrett regarding summary chart of disclosure statement objections (.20); communicate with Jerneycic (Ernst & Young) regarding upcoming meeting on plan of adjustment (.20).			
03/17/14	A M YABROFF	2.80	425.00	1,190.00
	[REDACTED]			
03/17/14	O S ZELTNER	1.90	350.00	665.00
	Draft table summarizing plan objections filed to date.			
03/18/14	B S BENNETT	4.40	1,000.00	4,400.00
	Conference with Moore (Conway MacKenzie), Malhotra (Ernst & Young), Ernst & Young team, Buckfire (Miller Buckfire), Doak (Miller Buckfire), Heiman, Miller, Wilson regarding plan matters.			
03/18/14	B S BENNETT	0.30	1,000.00	300.00
	Conference with Wilson regarding disclosure statement revisions and responses to objectors' letters.			
03/18/14	B S BENNETT	0.10	1,000.00	100.00
	Prepare memorandum to Heiman regarding UTGO reinstatement proposal.			
03/18/14	B S BENNETT	0.50	1,000.00	500.00
	Conference with Buckfire (Miller Buckfire) regarding DWSD debt treatment in plan.			
03/18/14	S T BOYCE	3.10	625.00	1,937.50
	Research evidentiary requirements and procedures related to court-appointed experts with respect to upcoming plan of adjustment hearing (1.70); draft memorandum regarding same (1.40).			
03/18/14	J E CALLAWAY	1.30	275.00	357.50
	Draft tracking log for interrogatory and document requests related to plan of adjustment.			
03/18/14	T F CULLEN JR	4.90	975.00	4,777.50
	[REDACTED]			
03/18/14	C J DIPOMPEO	6.10	550.00	3,355.00
	Review plan of adjustment and disclosure statement in preparation for meeting with Cline (Ernst & Young) to discuss revenue projections underlying the plan.			
03/18/14	C J DIPOMPEO	0.20	550.00	110.00
	Communicate with Flick (Latham & Watkins) and Hale regarding response to requests for production of documents in connection with litigation regarding confirmation of plan of adjustment.			
03/18/14	B W EASLEY	4.20	750.00	3,150.00
	Prepare for (.60) and attend (3.60) meeting with Orr (City), Fox (City), Malhotra (Ernst & Young), Santambrogio (Ernst & Young), Moore (Conway MacKenzie), Buckfire (Miller Buckfire), Doak (Miller Buckfire), Heiman, Cullen, Bennett, Lennox and Miller regarding plan of adjustment issues (part of meeting only).			
03/18/14	M F EATON	2.10	625.00	1,312.50
	Review and analyze plan of adjustment (1.80); communicate with Moore (Conway MacKenzie) regarding same (.30).			

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03/18/14	M L HALE	6.10	675.00	4,117.50
	Communicate with Hand (Conway MacKenzie) regarding volume of data being collected (.10); communicate with Neu (Miller Buckfire) regarding same (.10); communicate with DiPompeo regarding status of call to Flick (Latham & Watkins) (.10); communicate with DiPompeo and Flick (Latham & Watkins) regarding collection of documents (.50); communicate with Flick (Latham & Watkins) regarding types of documents to collect (.90); review case outline and draft topic outline for use with reviewers (2.30); communicate with Boyce and Hubbard regarding subjects on privilege review form (.50); review Ambac interrogatories and document requests (1.10); sort into topic headings (.40); communicate with Easley regarding Ambac document request (.10).			
03/18/14	C M HEALEY	6.60	550.00	3,630.00
	Draft proposed order regarding pension/OPEB solicitation procedures motion (1.90); draft notice and certificate of service regarding same (.30); revise pension/OPEB ballots (.80); revise other ballots (2.80); revise pension/OPEB solicitation procedures motion (.80).			
03/18/14	B R HEIFETZ	0.40	800.00	320.00
	[REDACTED]			
03/18/14	B R HEIFETZ	1.20	800.00	960.00
	[REDACTED]			
03/18/14	D G HEIMAN	4.40	1,000.00	4,400.00
	[REDACTED]			
03/18/14	T HOFFMANN	0.50	675.00	337.50
	Draft statement regarding classification of claims relating to City retirement obligations.			
03/18/14	G S IRWIN	9.30	750.00	6,975.00
	Review and evaluate case plan and organize proofs (2.10); investigate DWSD structure and consider key documents for plan discovery (1.40); review recent docket entries and filings (.90); evaluate fact witnesses and potential testimony on numerous open issues (1.60); review and consider new discovery requests, and outline document collection approach for same (1.10); review hearing transcripts and witness testimony in connection with trial plan (2.20).			
03/18/14	J JOHNSON	1.30	525.00	682.50
	[REDACTED]			
03/18/14	J JOHNSON	0.30	525.00	157.50
	[REDACTED]			
03/18/14	B T LEATHERMAN	0.60	200.00	120.00
	Communicate Wilcox (Black Letter) regarding document review setup and planning (.30); communicate with AlphaLit regarding data processing and database setup items (.30).			
03/18/14	H LENNOX	4.00	975.00	3,900.00
	[REDACTED]			
03/18/14	D J MERRETT	4.40	575.00	2,530.00
	Conference with Wilson, Seidman, Zeltner regarding revisions to disclosure statement and responses to requests for inclusion of additional information (.20); review and analyze requests for further disclosure (2.60); review and revise disclosure statement (1.50); communicate with counsel to 36th district court regarding suggested revisions (.10).			
03/18/14	E MILLER	3.40	925.00	3,145.00
	Conference with Cullen regarding expert witnesses for investment rate issue (.40); [REDACTED]			

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03/18/14	D T MOSS Communicate with Shumaker regarding modifications to outline and additional facts relevant to cramdown and discrimination (.40); review Shumaker outline regarding propositions to prove (.80); communicate with Mays (City) regarding advisors and experts relied upon by EM in reaching assumptions and other decisions (.90).	2.10	650.00	1,365.00
03/18/14	J L SEIDMAN Research regarding City of Detroit proprietary / enterprise funds and ability to impair same under plan of adjustment (3.10); draft memorandum to Lennox regarding same (2.70); draft/update plan objection chart (.20); conference with Wilson, Merrett, Zeltner regarding upcoming filing of amended plan and disclosure statement (.30); conference with Wilson regarding necessary revisions to amended plan of adjustment (.90).	7.20	450.00	3,240.00
03/18/14	G M SHUMAKER [REDACTED] communicate with Stewart regarding staffing issues (.20).	1.40	850.00	1,190.00
03/18/14	G S STEWART Review and analyze memo from Boyce regarding F.R.Evid. 706 (.30); communicate with Cullen regarding same (.20); review FGIC discovery requests and communicate with Shumaker regarding same (.30); plan for meeting with Cline (Ernst & Young) (.10); communicate with Malhotra (Ernst & Young) regarding same (.20).	1.10	900.00	990.00
03/18/14	T A WILSON Participate in conference with Orr (City), Heiman, Lennox, Bennett, Miller, Easley, Buckfire (Miller Buckfire), Doak (Miller Buckfire), Moore (Conway McKenzie), Malhotra (Ernst & Young), Jerneycic (Ernst & Young), Santambrogio (Ernst & Young), Budgen (Ernst & Young) regarding outstanding plan issues (4.40); communicate with Buckfire (Miller Buckfire) regarding supplemental information to be included in disclosure statement regarding DWSD (.30); communicate with Bennett regarding responses to requests for additional information to be included in disclosure statement (.20); review statement regarding classification of pension and OPEB claims (.10); review correspondence regarding plan and solicitation issues (.20); communicate with Merrett, Seidman, Zeltner regarding responses to requests for additional information to be included in disclosure statement and revisions to disclosure statement (.30); communicate with Seidman regarding necessary changes to plan (.60); further communication with Merrett regarding disclosure statement issues (.20).	6.30	650.00	4,095.00
03/18/14	A M YABROFF [REDACTED]	2.10	425.00	892.50
03/18/14	O S ZELTNER [REDACTED]	7.80	350.00	2,730.00
03/19/14	B S BENNETT Prepare memorandum to confirmation litigation team regarding plan matters.	0.20	1,000.00	200.00
03/19/14	B S BENNETT Conference with Levin (Cravath) regarding Detroit Institute of Arts matters in plan process.	0.90	1,000.00	900.00
03/19/14	S T BOYCE Review and analyze objector requests for production of documents (.60); draft document review protocols and procedures training materials in preparation for the document review related to plan of adjustment (1.60).	2.20	625.00	1,375.00
03/19/14	J E CALLAWAY Draft tracking log for interrogatory and document requests related to the plan of adjustment.	3.30	275.00	907.50
03/19/14	T F CULLEN JR Review issues regarding expert appointment (.70) and outline motion regarding same (.70).	1.40	975.00	1,365.00

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03/19/14	T F CULLEN JR Prepare for (.40) and participate in (1.90) meeting with Ernst & Young team leaders regarding revenue estimates for plan.	2.30	975.00	2,242.50
03/19/14	C J DIPOMPEO Communicate with Cline (Ernst & Young), Cullen, Stewart, Flick (Latham & Watkins), and Hosbach (Latham & Watkins) regarding revenue projections produced by Cline's team for inclusion in plan of adjustment.	1.90	550.00	1,045.00
03/19/14	M L HALE Communicate with Aeschlimann, Chisman, Amadi, Nelson, Roth, Floyd, and Hubbard regarding plans and protocols for document review (.70); communicate with Leatherman regarding estimate of volume of data from Hand (Conway MacKenzie) (.20); communicate with Amadi regarding document production (.20); communicate with Hand and Joe Akouri (both of Conway MacKenzie), and Leatherman regarding technical aspects of Conway MacKenzie document production (.70); communicate with Neu (Miller Buckfire) regarding status of document production (.20); communicate with Leatherman regarding status of Miller Buckfire document production (.10); meet with Callaway regarding excel chart of Ambac discovery requests (.30); communicate with Ramey (AlphaLit) regarding transferring information from previous databases for plan of adjustment database (.50); communicate with Hubbard regarding coding of privileged documents from other databases (.20); communicate with Aeschlimann regarding review arrangements (.10); communicate with Boyce regarding meaning of specific Ambac request (.10); communicate with Nelson regarding review arrangements (.10); communicate with Nelson regarding chart of Ambac discovery (.10); communicate with Nelson regarding chart of Ambac request (.10).	3.60	675.00	2,430.00
03/19/14	C M HEALEY Revise pension/OPEB and other ballots (1.60); revise pension/OPEB solicitation procedures motion and all corresponding exhibits based on comments from Lennox (3.00); teleconference with retirement systems (.60).	5.20	550.00	2,860.00
03/19/14	G S IRWIN Meetings with Hale to discuss document collection and review procedures (.20); review materials and work product for use with discovery team (1.90); prepare for art-related discovery (.70); evaluate NDA matters regarding same (.70); consider plan hearing proofs on art settlement and potential fact and expert testimony (1.60); evaluate written discovery requests from Ambac to consider next steps (1.40); review disclosure statement regarding same (.60).	7.10	750.00	5,325.00
03/19/14	J JOHNSON [REDACTED]	0.20	525.00	105.00
03/19/14	B T LEATHERMAN Communicate with Hale and AlphaLit regarding data processing and document totals in prepare for document review (.50); attend meeting with Hale and Hand (Conway Mackenzie) regarding Conway Mackenzie's document collection process (.40); discuss same with Hale (.20); communicate with AlphaLit regarding potential Google Vault collection for Conway MacKenzie (.70).	1.80	200.00	360.00
03/19/14	H LENNOX Telephone conference with Montgomery (Dentons), Neville (Dentons), Alberts (Dentons), VanOverbeke (VanOverbeke, Michaud & Timmony), Turner (Clark Hill), Gordon (Clark Hill), Miller regarding retiree solicitation matters (1.20); telephone conference with Wilson regarding disclosure statement and plan issues (.30); review and revise retiree solicitation motion, exhibits and plain English notice (5.10); review and revise classification statement and circulate to Montgomery (Dentons) regarding same (.20); telephone conference with Kirkland lawyer regarding objection and briefing dates regarding plan (.20); review and forward state revenue sharing article (.10); review and revise plan classification statement and communications with Montgomery (Dentons) regarding same (.40).	7.50	975.00	7,312.50

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03/19/14	D J MERRETT	9.20	575.00	5,290.00
	Draft template letter responding to requests for additional disclosure (.80); communicate with Seidman regarding responses to requests for further disclosures (.20); review and analyze requests (2.20); conference with Wilson regarding response to Ambac requests (1.40); draft and revise response (3.80); communicate with Tiller, Sedlak regarding American Roads request for further disclosures (.10); review and revise disclosure statement (.70).			
03/19/14	E MILLER	1.00	925.00	925.00
	Conference call with Montgomery (Dentons), Neville (Dentons), VanOverbeke (VanOverbeke, Michaud & Timmony), Turner (Clark Hill), Lennox regarding solicitation materials and ballots.			
03/19/14	D T MOSS	4.90	650.00	3,185.00
	[REDACTED] review memos regarding factual propositions to be proven in cram down scenario and related evidentiary items (2.10); review and revise outline related to factual propositions to prove in cram down that are distinct from feasibility (1.40).			
03/19/14	L E NELSON	0.60	650.00	390.00
	Review and comment on chart of document requests and interrogatories.			
03/19/14	J L SEIDMAN	6.80	450.00	3,060.00
	Draft/revise amended plan of adjustment (6.10); communicate with Wilson regarding same (.60); update plan objection chart (.10).			
03/19/14	G M SHUMAKER	1.70	850.00	1,445.00
	[REDACTED] telephone conference with Hale regarding document collection and production issues (.30).			
03/19/14	G S STEWART	3.80	900.00	3,420.00
	Communication with Cullen, DiPompeo, Cline (Ernst & Young) regarding assumptions and calculations in cash flow forecasts (2.10); communicate with Malhotra (Ernst & Young), Flick (Latham), DiPompeo regarding meetings with experts and methods and assumptions in cash flow forecasts (1.00); communication with Flick (Latham) and DiPompeo regarding responses to discovery demands (.20); review revised cash flow forecasts (.30); review communication from Eaton regarding Conway McKenzie inputs (.20).			
03/19/14	J M TILLER	0.80	625.00	500.00
	Review documents and correspondence regarding revisions to the disclosure statement (.60); communicate with Sedlak and Merrett regarding same (.20).			
03/19/14	T A WILSON	4.60	650.00	2,990.00
	Review and revise proposed order granting supplemental solicitation procedures motion (.30); communicate with Healey regarding same (.10); communicate with Healey regarding exhibits to supplemental solicitation procedures motion (.10); review correspondence from public safety unions regarding plan voting (.10); communicate with Lennox regarding responses to requests for additional information to be included in the disclosure statement (.10); review and revise proposed additional language for the plan and disclosure statement related to the 36th District Court (.50); communicate with Lennox, Merrett regarding same (.10); communicate with Merrett regarding additional disclosure related to DWSD (.20); review correspondence regarding proposed changes to plan (.40); communicate with Seidman regarding revisions to plan of adjustment (.60); communicate with Merrett regarding model response to requests for additional information to be included in the disclosure statement (1.60); participate in conference call with Lennox, Miller, counsel to Retirement Systems and counsel to Retiree Committee regarding pension and OPEB solicitation issues (.50).			
03/19/14	O S ZELTNER	3.20	350.00	1,120.00
	Revise disclosure statement (1.80); communicate with Merrett regarding same (.10); coordinate conversion of disclosure statement comments to Word format (1.10); communicate with Merrett (.10), Seidman (.10) regarding same.			

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03/20/14	B S BENNETT Review/revise plan of adjustment.	1.30	1,000.00	1,300.00
03/20/14	B S BENNETT Analysis of memorandum regarding responses to disclosure statement letters.	0.10	1,000.00	100.00
03/20/14	B S BENNETT Review and revise disclosure statement insert for retirees.	0.60	1,000.00	600.00
03/20/14	B S BENNETT Prepare memorandum to Wilson and Lennox regarding disclosure statement letters.	0.10	1,000.00	100.00
03/20/14	S T BOYCE Revise privilege search terms to be used during review of documents and materials for production in plan of adjustment matter (.40); participate in conference call regarding document review set-up and management (.70); draft/revise propose order appointing panel of neutral experts (.60); draft document review protocols and procedures training materials in preparation for document review related to plan of adjustment (2.90).	4.60	625.00	2,875.00
03/20/14	T F CULLEN JR Review of potential expert motion.	0.90	975.00	877.50
03/20/14	T F CULLEN JR Review updated projection scenarios (1.80); meeting with litigation team regarding same (.60).	2.40	975.00	2,340.00
03/20/14	T F CULLEN JR Review Plan language issues in connection with order of proof for contested hearing.	0.80	975.00	780.00
03/20/14	C J DIPOMPEO Communicate with Stewart, Cullen, Flick (Latham & Watkins), Hosbach (Ernst & Young), and Settee (Ernst & Young) regarding meeting with Settee (Ernst & Young) to prepare for litigation regarding confirmation of plan of adjustment.	0.70	550.00	385.00
03/20/14	C J DIPOMPEO Revise outline of [REDACTED]	1.30	550.00	715.00
03/20/14	C J DIPOMPEO Review financial projections in plan of adjustment in preparation for presentation of witnesses from Ernst & Young in litigation regarding confirmation of plan.	1.70	550.00	935.00
03/20/14	M F EATON Review and analyze deposition of Moore (Conway MacKenzie) from December 4, 2013, in preparation for discovery related to plan of adjustment.	2.30	625.00	1,437.50
03/20/14	M L HALE Communicate with Cullen, Shumaker, Irwin, Stewart, Moss and DiPompeo regarding case plan, outline of affirmative case, witnesses, and document discovery (1.50); communicate with Purcell, Ramey (both AlphaLit) and Leatherman regarding status of database (.30); communicate with Pollard and Green (both Miller Canfield) regarding trial site for plan of confirmation hearing (.10); communicate with Wilson regarding availability for call on Ambac requests (.10); communicate with Leatherman regarding call with Conway MacKenzie IT personnel (.10); communicate with Ramey (Alpha Lit) regarding privilege terms (.10); communicate with Boyce regarding privilege terms (.20); communicate with Ramey (Alpha Lit) regarding review of documents previously coded privileged or produced (.10); communicate with Hubbard regarding review of documents previously coded privileged or produced (.20); communicate with Leatherman and Hubbard, Purcell, Ramey, and Eck (all of AlphaLit), and Wilcox (Black Letter Discovery) regarding project set up call (.30); review and revise chart of Ambac requests (.40).	3.40	675.00	2,295.00

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03/20/14	C M HEALEY	7.10	550.00	3,905.00
	Revise pension/OPEB solicitation procedures motion and various exhibits (3.80); review union issues and draft and revise stipulation and proposed order with public safety unions regarding voting (2.50); draft cover letter to pension/OPEB claimants (.60); confer with Wilson regarding pension/OPEB issues (.20).			
03/20/14	D M HIRTZEL	0.90	275.00	247.50
	Communicate with Sikula (chambers) regarding proper event code for filing statement of classification of retiree claims in the plan of adjustment (.20); communicate with Hoffmann regarding same (.20); electronically file same (.30); communicate with KCC regarding service of same (.20).			
03/20/14	P L HUBBARD	0.80	450.00	360.00
	Telephone conference with Huff (Black Letter), Wilcox (Black Letter), Leatherman, Hale, Boyce and Purcell (AlphaLit) regarding plan of adjustment document review.			
03/20/14	G S IRWIN	7.80	750.00	5,850.00
	Review draft trial outline and prepare for litigation team meeting (.70); meet with Cullen, Stewart and Shumaker to plan for plan confirmation hearing (1.50); discuss follow up steps with Hale and others (.70); investigate topics for potential expert analysis at trial (1.50); consider fact witnesses and subject matter for areas identified at trial team meeting (.90); investigate and collect materials and exhibits for use in affirmative case (1.10); prepare witness summaries and other disclosures (1.40).			
03/20/14	B T LEATHERMAN	2.10	200.00	420.00
	Communicate with Hale regarding data collection logistics for Conway Mackenzie and Miller Buckfire (.30); communicate with Stewart (Stifel) regarding collection and transfer of Miller Buckfire data to AlphaLit and coordinate same (.70); draft agenda for project setup call (.40) and conduct same with Hale, Hubbard, Boyce, AlphaLit and Black Letter regarding document review and database setup (.70).			
03/20/14	H LENNOX	3.90	975.00	3,802.50
	Review and revise plain language insert for retirees (1.40); circulate same to City team for review (.10); review and revise Class 12 ballot (.20); review and comment on response to disclosure statement comments (.60); review and revise stipulation and order regarding safety union voting (.30); conferences with Healey regarding same (.10); [REDACTED] telephone conferences with Gallagher (Clark Hill) regarding data for retirees for voting purposes (.60).			
03/20/14	D J MERRETT	9.60	575.00	5,520.00
	Draft and revise response to Ambac request for additional disclosures in disclosure statement (1.80); communicate with Seidman, Zeltner regarding same (.20); communicate separately with Wilson, Seidman regarding same (.10); review and revise draft amended disclosure statement; review and revise disclosure statement (4.40); research regarding same (2.20); communicate with Van Dusen (Miller Canfield) (.20) and Wilson (.10) regarding same; review and analyze Assured request for further disclosure (.60).			
03/20/14	E MILLER	0.70	925.00	647.50
	Conference with Lennox regarding OPEB issues relating to New B Note under Plan of Adjustment (.10); review Ernst & Young analysis of B Note (.30); review OPEB solicitation materials (.30).			
03/20/14	D T MOSS	4.90	650.00	3,185.00
	Review revised Shumaker proposition outline (.80); communicate with Shumaker, Irwin, DiPompeo, Cullen and Stewart regarding plan litigation organization, propositions, and next steps (1.50); communicate with Boyce regarding FRE 706 expert for Court research and template orders (.80); review and revise FRE 706 Order for Cullen (1.80).			
03/20/14	J L SEIDMAN	6.40	450.00	2,880.00
	Draft/revise amended plan of adjustment.			
03/20/14	G M SHUMAKER	2.60	850.00	2,210.00
	Meeting with Cullen, Stewart, Irwin, Hale, Moss and DiPompeo regarding confirmation hearing discovery and trial planning (1.50); revise affirmative case outline for confirmation hearing (1.10).			

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03/20/14	G S STEWART Communicate with Cullen, Shumaker, Hale, DiPompeo, Irwin and Moss regarding order of proof for confirmation hearing, assignment of work, identification of issues and matters of discovery (left meeting early).	1.30	900.00	1,170.00
03/20/14	J M TILLER Analyze documents and information with respect to current actions brought by City and potential causes of action to be retained pursuant to the plan of adjustment (1.70); communicate with Wilson regarding same (.20).	1.90	625.00	1,187.50
03/20/14	T A WILSON Review and revise proposed ballot for OPEB claimants and communicate with Healey regarding same (.40); communicate with Moore (Conway MacKenzie), Miller, Lennox, Healey regarding supplemental solicitation procedures motion (.20); communicate with Merrett, Seidman, Zeltner regarding responses to requests for additional information in disclosure statement (.20); communicate with Seidman regarding revisions to plan of adjustment (.50); revise model response to requests for additional information in disclosure statement (1.20); communicate with Bennett, Lennox, Merrett regarding same (.70); communicate with Tiller regarding plan exhibits (.10); communicate with Doak (Miller Buckfire), Bennett regarding alternative treatment of DWSD debt (.20); review Miller edits to exhibits to supplemental solicitation procedures motion (.10); communicate with Hale regarding response to Ambac discovery request (.30); review plain language insert for supplemental solicitation procedures motion (.50); communicate with Lennox, Miller regarding same (.20); communicate with Lennox, Ellman regarding claims for indemnity from public safety officers (.50); review Miller revisions to solicitation procedures motion (.30); communicate with Miller, Healey regarding same (.40).	5.80	650.00	3,770.00
03/20/14	O S ZELTNER Draft letters in response to numerous comments received regarding disclosure statement (9.50); communicate with Wilson (.10), Merrett (.20) regarding same.	9.80	350.00	3,430.00
03/21/14	U C AMADI Review and analyze background information regarding litigation, including confirmation of plan of adjustment of city (1.30), outline of topics (1.50), Ambac's Assurance Corporation's First Request for Documents to Debtor (1.30) and Ambac Assurance Corporation's First Set of Interrogatories to Debtor (1.20).	5.30	350.00	1,855.00
03/21/14	B S BENNETT [REDACTED]	0.20	1,000.00	200.00
03/21/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/21/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/21/14	S T BOYCE Participate in telephone conference regarding plan of adjustment discovery requests (1.70); draft/revise document review procedures and protocols for plan of adjustment document review and production effort (2.20).	3.90	625.00	2,437.50
03/21/14	J E CALLAWAY Draft tracking log for interrogatory and document requests related to plan of adjustment.	1.20	275.00	330.00
03/21/14	T F CULLEN JR Review and comment on work streams and organization for litigation efforts going forward.	2.30	975.00	2,242.50
03/21/14	C J DIPOMPEO Draft calendar for litigation regarding confirmation of plan of adjustment.	0.50	550.00	275.00

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03/21/14	C J DIPOMPEO [REDACTED]	0.20	550.00	110.00
03/21/14	C J DIPOMPEO Revise outline of factual propositions to be established at trial on confirmation of plan of adjustment (3.10); communicate with Hammack regarding participation at same (.60).	3.70	550.00	2,035.00
03/21/14	B W EASLEY Review correspondence from attorneys for Amalgamated Transportation Union (ATU) regarding disclosure statement for plan of adjustment.	0.10	750.00	75.00
03/21/14	M L HALE Communicate with Wilson, Irwin, and Boyce regarding Ambac document requests (1.70); communicate with Ramey (AlphaLit) regarding data filtering (.10); review and revise privilege coding form (.60); communicate with Hubbard regarding privilege coding form (.10); communicate with Callaway regarding chart of Ambac requests (.10); communicate with Ramey (AlphaLit) and Leatherman regarding hierarchy of batches of documents (.10); communicate with Purcell and Ramey (both of AlphaLit) regarding hierarchy of batches of documents (.10); communicate with Irwin, Wilson and Boyce regarding updated chart (.20); communicate with Flick (Latham & Watkins) regarding Ernst & Young document collection (.20); communicate with Chisman regarding status of document review (.10); communicate with Floyd regarding plans for document review (.10); review and revise chart of Ambac requests based on Wilson comments (2.20).	5.60	675.00	3,780.00
03/21/14	R W HAMILTON Review plan litigation outline.	0.40	800.00	320.00
03/21/14	C M HEALEY Respond to emails from Wilson and Lennox regarding pension/OPEB solicitation documents.	0.20	550.00	110.00
03/21/14	B R HEIFETZ Review OPEB/Pension classification statement.	0.30	800.00	240.00
03/21/14	B R HEIFETZ Communication with Johnson, Dick, and Lennox regarding OPEB/pension classification statement.	0.90	800.00	720.00
03/21/14	G S IRWIN Review and consider proposed order on experts and discuss with Moss and others (.60); review docket activity (.50); review work product from Hale and progress of document collection (.80); prepare for call with Wilson on responsive materials (.60); monitor certain third party advisor workstream discussions (.30); outline affirmative discovery points (.60); consult disclosure statement and other materials regarding trial plan (.80); conference call with Wilson, Hale and others regarding discovery requests (1.70); meet with Hale and others to discuss next steps (.30); review document collection and production workstreams and discuss with Hale and Boyce (.60); outline identification of fact witnesses and other disclosures (.60); update plan for document review and production (.70).	8.10	750.00	6,075.00
03/21/14	H LENNOX Telephone conference with Neville (Dentons), Montgomery (Dentons), VanOverbeke (VanOverbeke, Michaud & Timmony), Turner (Clark Hill), Gallagher (Clark Hill), King (Clark Hill) regarding retiree solicitation issues (.80); review and revise retiree solicitation motion and all ancillary documents for transmission to Retiree Committee and systems counsel and transmit same (2.90); telephone conferences with Miller, Wilson regarding solicitation and Disclosure Statement issues (.60); [REDACTED] review Fenning (Arnold & Porter) email and communications with Bennett regarding same (.40).	6.40	975.00	6,240.00

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03/21/14	D J MERRETT	7.80	575.00	4,485.00
	Conferences with Wilson, Seidman, Zeltner regarding responses to requests for further information in disclosure statement (3.40); draft response regarding DWSD information (.50); revise disclosure statement (2.80); analyze pleadings in swap litigation in connection with same (.90); review 36th district court revisions to disclosure statement (.20).			
03/21/14	E MILLER	0.80	925.00	740.00
	Conference call with Dentons lawyers, VanOverbeke (VanOverbeke, Michaud & Timmony), Turner (Clark Hill) and Lennox regarding ballot and solicitation papers review.			
03/21/14	D T MOSS	1.30	650.00	845.00
	Review and revise order regarding appointment of FRE 706 experts (.90); communicate with Shumaker regarding outline and next steps for planning (.40).			
03/21/14	L E NELSON	0.80	650.00	520.00
	Participate in call with Hale and Wilson regarding interrogatories and document requests concerning plan of adjustment.			
03/21/14	J L SEIDMAN	8.60	450.00	3,870.00
	Update plan objection chart (.10); review response to Ambac's disclosure statement comment as form for other responses (.30); morning conference with Wilson, Merrett and Zeltner to review and discuss responses to Assured's disclosure statement comments (1.60); follow up discussions with Wilson, Merrett, Zeltner regarding same (.40); review and analyze Retiree Committee's disclosure statement comments in preparation for afternoon conference regarding same (2.10); afternoon conference with Wilson, Merrett and Zeltner to review and discuss responses to Retiree Committee's disclosure statement comments (1.80); begin to draft responses to Retiree Committee's disclosure statement comments (2.30).			
03/21/14	G M SHUMAKER	3.90	850.00	3,315.00
	Communicate with DiPompeo regarding follow-up work on affirmative case outline (.30); revise same (3.60).			
03/21/14	T A WILSON	8.10	650.00	5,265.00
	Communicate with Ellman, Lennox regarding public safety officer indemnity claims (.30); various communications with Merrett, Seidman, Zeltner regarding responses to informal requests for additional information to be included in disclosure statement (3.40); communicate with Irwin, Hale, Boyce regarding response to discovery requests propounded by Ambac (1.90); communicate with Lennox regarding solicitation and disclosure statement issues (.40); various communications with Merrett regarding miscellaneous disclosure statement issues (.40); communicate with Seidman regarding necessary revisions to plan of adjustment (.30); communicate with Sedlak regarding disclosure of identities of Foundations in disclosure statement (.20); communicate with Johnson regarding treatment of retiree committee under plan of adjustment (.50); review revised plan of adjustment (.30); review revised disclosure statement (.40).			
03/21/14	O S ZELTNER	11.30	350.00	3,955.00
	Draft response letters to requests for edits and additions to disclosure statement (6.80); conference call (1.60) and follow-up call (1.80) with Wilson, Merrett, Seidman regarding same; research case law regarding termination of official committees upon confirmation (1.00); communicate with Johnson regarding same (.10).			
03/22/14	B S BENNETT	1.00	1,000.00	1,000.00
	Revise summary disclosure statement for retirees.			
03/22/14	B S BENNETT	0.60	1,000.00	600.00
	Prepare memorandum regarding Detroit Institute of Arts aspects of confirmation hearing for Cullen, Irwin, Stewart.			
03/22/14	S T BOYCE	4.20	625.00	2,625.00
	Draft/revise document review procedures and protocols for plan of adjustment document review and production effort.			

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03/22/14	C J DIPOMPEO	1.10	550.00	605.00
	Draft section for amended disclosure statement regarding events in COPs adversary proceeding since initial disclosure statement was filed.			
03/22/14	M F EATON	3.70	625.00	2,312.50
	Review and analyze deposition of Moore (Conway MacKenzie) from December 2013 before postpetition financing trial to prepare for discovery pertaining to confirming plan of adjustment.			
03/22/14	M L HALE	0.90	675.00	607.50
	Communicate with Boyce regarding questions about training materials (.60); communicate with Flick (Latham & Watkins) regarding Ernst & Young documents (.10); communicate with Huff (BlackLetter Discovery) regarding training materials (.10); communicate with Eaton regarding Ambac discovery response (.10).			
03/22/14	D G HEIMAN	0.60	1,000.00	600.00
	Review income stability requirements in connection with state settlement.			
03/22/14	D G HEIMAN	0.40	1,000.00	400.00
	Telephone conference with Malhotra (Ernst & Young) regarding state impact on 40-year projection.			
03/22/14	D J MERRETT	7.40	575.00	4,255.00
	Review and revise disclosure statement (4.60); analyze requests for further information in connection with same (1.20); review docket filings in connection with same (.90); communicate with Wilson (.20), Healey (.10), Sedlak (.10), Miller (.10), Easley and Birnbaum (.10) and Hamilton (.10) regarding same.			
03/22/14	J L SEIDMAN	3.80	450.00	1,710.00
	Review and analyze disclosure statement comments received from retiree committee, ATU, retirement systems, RDPMA and CPREA/URGE (2.20); draft/revise responses to same (1.60).			
03/22/14	G S STEWART	0.30	900.00	270.00
	Communicate with Hale regarding discovery (.10); communicate with DiPompeo, Flick (Latham), Marg Hosback (Ernst & Young) regarding scheduling witness interviews (.20).			
03/22/14	O S ZELTNER	9.40	350.00	3,290.00
	Draft responses to numerous letters received seeking modifications and clarifications to disclosure statement.			
03/23/14	M L HALE	5.40	675.00	3,645.00
	Review and revise training materials for contract attorneys regarding plan discovery (.80); communicate with Boyce and Nelson regarding changes to training materials (.20); communicate with Shumaker regarding City custodians (.40); communicate with Nelson regarding comments on training materials (.20); review and revise chart of Ambac discovery (1.80); communicate with Boyce regarding classification of topics on Ambac chart (.20); communicate with Flick (Latham & Watkins) regarding Ambac requests and Ernst & Young (1.70); review with Huff (Black Letter Discovery) regarding training materials for contract attorneys (.10).			
03/23/14	D G HEIMAN	0.70	1,000.00	700.00
	Telephone conference with team regarding state funding alternatives.			
03/23/14	D J MERRETT	5.10	575.00	2,932.50
	Communicate with Miller regarding tax qualification of pension plans for disclosure statement (.10); communicate with Wilson regarding Detroit Institute of Arts Foundations for disclosure statement (.10); review and revise disclosure statement (2.50); review and analyze requests for further information in disclosure statement (2.40).			
03/23/14	J L SEIDMAN	3.10	450.00	1,395.00
	Review and analyze disclosure statement comments received from UAW and Public Safety Unions (1.90); draft/revise responses to same (1.20).			
03/23/14	G M SHUMAKER	0.20	850.00	170.00
	Communicate with Hale, Stewart regarding document collection issues.			

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03/23/14	G S STEWART Communicate with Shumaker and Hale regarding discovery.	0.20	900.00	180.00
03/23/14	T A WILSON Various communications with Lennox, Merrett, Seidman, Zeltner regarding responses to requests for additional information in disclosure statement (.70); review correspondence from Clark Hill, Moore (Conway MacKenzie) regarding address information for pensioners and retirees (.30); communicate with Howell (Dickinson), Gregg (Barnes) regarding plan and disclosure statement language affecting 36th District Court (.30); communicate with Lennox regarding potential dropbox for ballots (.10); review Retirement Systems brief on classification issues (.40).	1.80	650.00	1,170.00
03/23/14	O S ZELTNER Draft/revise letters in response to comments requesting revisions to disclosure statement (2.40); communicate with Wilson, Merrett regarding same (.20).	2.60	350.00	910.00
03/24/14	W A AESCHLIMANN Review and analyze plan of adjustment (1.60), document review protocol binder (3.60), privilege and coding protocol (.60) in preparation for extensive document review for discovery requests directed at the plan of adjustment.	5.80	400.00	2,320.00
03/24/14	U C AMADI Participate in call regarding case strategy and themes with Hale, Amir and contract attorney case team (part of call).	1.00	350.00	350.00
03/24/14	B S BENNETT Analysis of order regarding appointment of expert.	0.30	1,000.00	300.00
03/24/14	B S BENNETT Analysis of order regarding brief on classification.	0.20	1,000.00	200.00
03/24/14	B S BENNETT Draft/revise plan and disclosure statement.	0.80	1,000.00	800.00
03/24/14	S T BOYCE Prepare for (.10) and participate in (1.00) telephone conference call regarding discovery requests, document collection, and City's responses to discovery requests.	1.10	625.00	687.50
03/24/14	M J CHISMAN Review background material in preparation for review of documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (.80); attend training meeting and conference call in preparation for same (1.90); review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (2.90).	5.60	350.00	1,960.00
03/24/14	T F CULLEN JR Prepare response to court order regarding neutral expert or panel.	1.80	975.00	1,755.00
03/24/14	C J DIPOMPEO Communicate with Moss regarding preparation of witnesses for litigation regarding confirmation of plan of adjustment.	0.70	550.00	385.00
03/24/14	M F EATON Prepare for (.10) and participate in (1.90) call with Wilson, Hale, and Boyce regarding responses to discovery requests from Ambac.	2.00	625.00	1,250.00
03/24/14	L M FLOYD Meet with document review team regarding review protocol and document review program (1.90); review background materials regarding discovery requests related to plan of adjustment (.40); review documents to determine whether responsive to discovery requests related to plan of adjustment (3.10).	5.40	475.00	2,565.00

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03/24/14	M L HALE	7.40	675.00	4,995.00
	Communicate with Boyce regarding materials for discovery training (.10); communicate with Moss regarding meeting with Orr (City) (.10); communicate with Huff (BlackLetter Discovery) regarding schedule (.20); communicate with Wilson regarding call on Ambac discovery (.10); communicate with Flick (Latham & Watkins) regarding discovery from Ernst & Young (.10); communicate with DiPompeo regarding call with Flick (Latham & Watkins) regarding discovery(.10); communicate with Leatherman regarding volume of data received (.10); review training materials and prepare for training of contract attorneys (1.60); communicate with contract attorneys regarding training for document review (1.10); attend e-Direct training (.50); communicate with Boyce, Eaton and team regarding potential responses and information regarding discovery requests (1.90); communicate regarding call with Flick (Latham & Watkins) on Ernst & Young documents (.10); communicate with Leatherman, Boyce and Ramey (AlphaLit) regarding review form (.10); communicate with Document Production Team regarding training materials (.10); communicate with Floyd, Chisman and Roth regarding documents to review and issues related to review (.50); communicate with Flick (Latham & Watkins) regarding Ambac discovery (.20); communicate with Hubbard regarding schedule (.10); communicate with Ramey (AlphaLit) regarding access to database, and batching of documents (.20); communicate with Todd regarding batch sheet (.10); communicate with Leatherman regarding need to collect Ball emails and filters for Ball emails (.10).			
03/24/14	C M HEALEY	3.80	550.00	2,090.00
	Telephone conference with retiree committee and other parties in interest regarding pension/OPEB issues (1.40); review emails regarding same (.50); confer with Patek (Public Safety Union counsel) regarding safety union stipulation and order (.20); revise disclosure statement regarding voting and solicitation procedures issues (1.70).			
03/24/14	D G HEIMAN	0.30	1,000.00	300.00
	Telephone conference with Cullen regarding feasibility expert.			
03/24/14	G S IRWIN	3.20	750.00	2,400.00
	Review creditor plan objections and other docket activity (1.10); coordinate with Hale on third party document collection and related issues (.70); communicate with Wilson, Hale and others regarding Ambac discovery requests and responses (1.40).			
03/24/14	H LENNOX	6.10	975.00	5,947.50
	Review/revise retiree plain English insert for disclosure statement (3.70); participate in call with retirement systems, retiree committee, Miller, Wilson regarding retiree solicitation issues (1.50); review and circulate feasibility expert order (.20); [REDACTED]			
03/24/14	D J MERRETT	11.10	575.00	6,382.50
	Review and revise disclosure statement (4.70); communicate with Zeltner regarding same (.30); communicate with Wilson regarding same (.10); review and revise letters in response to requests for additional information in disclosure statement (5.60); communicate with Zeltner (.20), Wilson (.20) regarding same.			
03/24/14	E MILLER	6.90	925.00	6,382.50
	Conference with Montgomery (Dentons), Neville (Dentons), VanOverbeke (VanOverbeke, Michaud & Timmony), King, Lennox, and Alberts (Dentons) regarding solicitation and ballot materials (.90); draft ASF insert to plain language disclosure statement (2.00); edit plan language disclosure statement insert (3.60); conference with Lennox regarding same (.40).			
03/24/14	D T MOSS	1.80	650.00	1,170.00
	Review Shumaker outline and corresponding plan portions for Orr (City), Duggan (City), State officials and community members (1.20); communicate with DiPompeo regarding organization and next steps (.30); communicate with Orr (City) regarding planning and next steps (.30).			
03/24/14	L E NELSON	1.30	650.00	845.00
	Participate in document review training call for contract attorneys (.60); communicate with Hale regarding same (.10); review materials in connection with same (.60).			

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03/24/14	J H ROTH Review and analyze plan of adjustment document review binder, including document requests (2.00); review and analyze Ambac documents to determine whether responsive to plan of adjustment document requests (3.60).	5.60	400.00	2,240.00
03/24/14	J L SEIDMAN Review and analyze disclosure statement comments received from Retiree Association Parties and AFSCME (2.40); draft/revise responses to same (1.80); review recently filed plan objections (.40) and update plan objection chart accordingly (.30); conference with Wilson regarding terms of amended plan of adjustment (.20).	5.10	450.00	2,295.00
03/24/14	G S STEWART Review and analyze Judge Rhodes order to show cause regarding appointment of expert witnesses (.20); communicate with Bennett regarding same (.10); communicate with Flick (Latham), Hale regarding discovery of Ernst & Young materials (.20).	0.50	900.00	450.00
03/24/14	J M TILLER Review correspondence from counsel to FGIC regarding plan and disclosure statement changes and clarifications (.30); confirm information regarding same (2.50); analyze proposed changes to disclosure statement regarding City's assets (.40); communicate with Merrett and Austin regarding same (.20); communicate with Pickering (Ernst & Young) regarding retained causes of action (.10); communicate with Hartie (KCC) regarding plan schedules (.30); prepare documents related to same (.80).	4.60	625.00	2,875.00
03/24/14	T A WILSON Communicate with Doak (Miller Buckfire) regarding proposed change to treatment of DWSD claims (.30); communicate with Bennett regarding plan (.20); review and revise plan of adjustment (1.90); review changes to plan suggested by DIA funders (.20); participate in conference call with Hale, Eaton, Boyce regarding discovery related to plan confirmation (2.0); participate in call with Orr, Ellman, Lennox regarding treatment of indemnity claims brought by public safety personnel (.60); review response letters to creditors regarding requests for inclusion of additional information in disclosure statement (1.20); various communications with Merrett regarding same (.40); participate in conference call with Lennox, Miller, Healey, Montgomery, Alberts (Dentons), King (Clark Hill), Turner (Clark Hill) regarding plan language insert and data collection issues (1.50); communicate with Seidman regarding revisions to plan of adjustment (.20); communicate with Lennox regarding revisions to plan of adjustment (.30); communicate with Sedlak and Foundation parties regarding plan of adjustment (.20); review and revise plain language description of treatment of pension and OPEB claims (1.30); communicate with Lennox regarding same (.10).	10.40	650.00	6,760.00
03/24/14	O S ZELTNER Draft/revise amended disclosure statement (6.90); communicate with Merrett (.40), Healey (.20) regarding same; draft/revise letters in response to disclosure statement comments (4.40); communicate with Merrett regarding same (.30); draft notice of filing of amended disclosure statement (.60); communicate with Merrett regarding same (.10).	12.90	350.00	4,515.00
03/25/14	W A AESCHLIMANN Review and analyze documents submitted by City and State employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment (1.40), review additional documents for any applicable privileges (1.30), code documents in e-Direct system (.80), and responding to contract attorneys' questions regarding review procedures and protocol (.60).	4.10	400.00	1,640.00
03/25/14	B S BENNETT Analysis of memorandum from Wilson regarding plan drafting and state settlement.	0.20	1,000.00	200.00
03/25/14	B S BENNETT [REDACTED]	0.50	1,000.00	500.00
03/25/14	B S BENNETT Telephone conference with Irwin regarding Detroit Institute of Arts related confirmation matters.	0.30	1,000.00	300.00

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03/25/14	B S BENNETT [REDACTED]	0.10	1,000.00	100.00
03/25/14	B S BENNETT Prepare memorandum to Wilson and Lennox regarding plan drafting issues relating to state settlement.	0.30	1,000.00	300.00
03/25/14	B S BENNETT Telephone conference with Howell (Dickinson Wright) and colleagues regarding issues relating to state contribution and release.	0.70	1,000.00	700.00
03/25/14	S T BOYCE Draft/revise document review procedures and protocols for plan of adjustment privilege review.	0.40	625.00	250.00
03/25/14	M J CHISMAN Review documents for responsiveness and privilege in response to requests for production with respect to the plan of adjustment (6.20); complete privilege log in connection therewith (2.90).	9.10	350.00	3,185.00
03/25/14	T F CULLEN JR Prepare for (.60) and participate in (1.80) meeting with tax revenue expert regarding potential testimony.	2.40	975.00	2,340.00
03/25/14	C J DIPOMPEO Communicate with Moss regarding identification of witnesses for litigation over plan of adjustment.	0.50	550.00	275.00
03/25/14	C J DIPOMPEO Communicate with Cullen, Stewart, Flick (Latham & Watkins), Hosbach (Ernst & Young), and Sallee (Ernst & Young) regarding revenue projections supporting plan of adjustment.	1.80	550.00	990.00
03/25/14	C J DIPOMPEO Communicate with Hale, Irwin, and Flick (Latham & Watkins) regarding production of Ernst & Young documents in response to requests in connection with litigation over plan of adjustment.	0.50	550.00	275.00
03/25/14	C J DIPOMPEO Draft case calendar for pending litigation, including on the plan of adjustment, COPs, swaps, eligibility, and UTGO/LTGO.	0.70	550.00	385.00
03/25/14	M F EATON Draft/revise responses to interrogatories from Ambac.	1.30	625.00	812.50
03/25/14	J B ELLMAN Evaluate issues relating to the treatment of indemnity claims (.40); communicate with Wilson regarding same (.30); review draft plan language regarding same (.20); draft correspondence to Wilson and Lennox regarding possible issues regarding same (.20).	1.10	900.00	990.00
03/25/14	L M FLOYD Review background materials regarding discovery requests related to plan of adjustment (.90); review documents to determine whether responsive to discovery requests related to plan of adjustment and code documents to indicate any applicable privilege (8.80).	9.70	475.00	4,607.50
03/25/14	M L HALE Review and revise spreadsheet on document requests (2.20); communicate with Tiller regarding Ambac request (.20); communicate with Merrett regarding Ambac requests (.20); communicate with contract attorneys (several times) regarding questions on responsiveness of various documents (1.30); communicate with Wilson regarding document custodian (.10); conference call with DiPompeo, Irwin and Flick (Latham & Watkins) regarding production from Ernst & Young (.70); communicate with Leatherman regarding Miller Buckfire production (.10); communicate with Easley regarding Ambac discovery (.50); communicate with Floyd regarding coding issue (.10); review privileged documents from previous document productions reviews for responsiveness (1.70); communicate with Rosenblum regarding response to Ambac request (.20).	7.30	675.00	4,927.50

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03/25/14	R W HAMILTON	2.60	800.00	2,080.00
	Review Retiree Committee comments/objection to Disclosure Statement description of retiree litigation (.30); review and revise Disclosure Statement description (.30); communicate with Merrett regarding same (.20); review Moore (Conway MacKenzie) deposition regarding postpetition financing to prepare for confirmation hearing (1.80).			
03/25/14	C M HEALEY	3.80	550.00	2,090.00
	Review updated plain language insert for disclosure statement (.20); revise ballots based on comments from creditors and to include new updates to claims (2.90); review public safety union proofs of claim and claims register regarding same (.70).			
03/25/14	D G HEIMAN	1.50	1,000.00	1,500.00
	Telephone conferences with Lennox, Miller and Orr (City) regarding state holdback issues and preparation for meeting with Brader (State).			
03/25/14	G S IRWIN	7.90	750.00	5,925.00
	Review and comment on order on independent experts (.40) and correspond with Shumaker and others regarding same (.10); prepare for (.40) and participate in (.40) call with Flick (Latham & Watkins for Ernst & Young), Hale and others regarding document collection from Ernst & Young; coordinate with Hale on multiple document collection issues at client and third party advisors (.40); evaluate role of Detroit Institute of Arts at plan confirmation hearing and related witness and evidentiary topics (1.50); discuss same with Bennett (.60); discuss art settlement and related discovery matters with Sedlak (.80) and update Hale and discovery team regarding same (.80); review schedule of requests and progress points (.70); review term sheet and related materials provided by Sedlak and others (1.30); draft outline of discovery issues and recommendations to litigation team regarding same (.50).			
03/25/14	B T LEATHERMAN	0.50	200.00	100.00
	Communicate with Brink (Conway Mackenzie) regarding document collection status and project volumes for Conway Mackenzie (.20); communicate with AlphaLit regarding data processing, document review, and database customization items for Jones Day and Black Letter (.30).			
03/25/14	H LENNOX	1.60	975.00	1,560.00
	Review comments to plain language insert for retirees and ballots (.40); edit same (1.20).			
03/25/14	H LENNOX	0.90	975.00	877.50
	Communications with Montgomery (Dentons) regarding holdback issue (.20); communications with Orr (City), Heiman, Miller to prepare for plan issues meeting with state lawyers (.70).			
03/25/14	D J MERRETT	10.80	575.00	6,210.00
	Review and revise disclosure statement, including to implement requests for further information of parties in interest (6.20); review requests from parties to include additional information in connection with same (3.30); communicate with Troy (DOJ) regarding edits (.10); communicate with Lennox regarding same (.10); multiple communications with Wilson (.30), Zeltner (.20), Seidman (.10) regarding same; communicate with Sedlak (.10), Easley (.10), Kovsky-Apap (Pepper Hamilton) (.10); Haggard (Miller Buckfire) (.10), Petrovski (.10) regarding same.			
03/25/14	D T MOSS	8.60	650.00	5,590.00
	[REDACTED] communicate with Cullen and Stewart regarding next steps related to FRE 706 expert appointment and mediation implications (1.10); review financial stability agreement and milestone agreement for plan of adjustment reconciliation (1.60); communicate with Bennett, Heiman, Lennox, Cullen, and Shumaker regarding litigation outline and proposed FRE 706 expert order (.30); draft and revise concurrence to Court's Order to Show Cause why a FRE 706 expert should not be appointed (3.30); review Court's order to show cause (.40); review template orders and opinions regarding appointment of FRE 706 expert (.50); communicate with DiPompeo regarding Ernst & Young testimony and population trends (1.00).			

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03/25/14	L E NELSON Research regarding voluntary releases and sixth circuit case law (5.90); draft summary of same for Lennox (.30).	6.20	650.00	4,030.00
03/25/14	J H ROTH Review and analyze documents to determine whether responsive to Ambac plan of adjustment document requests and whether privileged (9.60); review and analyze Retiree Committee document requests and review and analyze documents for responsiveness and privilege (1.30); confer with Hale, Floyd, Chisman, and BlackLetter contract review attorneys regarding responsiveness questions (.40).	11.30	400.00	4,520.00
03/25/14	J L SEIDMAN Draft and revise amended plan of adjustment (4.10); update plan objection chart (.30); draft and revise amended disclosure statement, including to conform to new terms of plan of adjustment and section on eligibility appeals (4.40); review and analyze case law regarding utility rates and materials relating to DWSD pensions for DWSD GRS contribution acceleration memo (2.80).	11.60	450.00	5,220.00
03/25/14	G M SHUMAKER Communicate with Hale and Irwin regarding swaps-related discovery issues for plan.	0.20	850.00	170.00
03/25/14	G S STEWART Communicate with Sellee (Ernst & Young), DiPompeo, Cullen, Flick (Latham) and Hosback (Ernst & Young) regarding property tax calculations (2.10); review Judge Rhodes order regarding disclosure of information regarding QOL expenditures (.20) and communicate with Moss and Cullen regarding same (.10); communicate with Cullen regarding Judge Rhodes order to show cause regarding experts (.30); communicate with Glaeser (potential expert) regarding Judge Rhodes order to show cause regarding experts (.40); communicate with Cullen and Moss regarding expert witnesses (.40).	3.50	900.00	3,150.00
03/25/14	J M TILLER Review proposed changes to plan of adjustment and disclosure statement from Department of Justice (.30); communicate with Wilson regarding same (.10); communicate with Merrett regarding language in the disclosure statement (.20); analyze City's HUD debt related to interest, security and its classification and treatment under the plan (6.70); compare same to requests by Department of Justice (.40); communicate with Marken (Miller Buckfire) regarding same (.20).	7.90	625.00	4,937.50
03/25/14	T A WILSON Review Seidman edits to plan of adjustment (.30); communicate with Seidman regarding same (.30); communicate with Merrett regarding revisions to disclosure statement (1.20); communicate with Bennett, Lennox, Merrett, Seidman, Zeltner regarding logistics related to filing of amended plan and disclosure statement (.40); revise amended plan of adjustment (4.30); communicate with Bennett, Lennox, Miller, Seidman regarding same (.60); review various correspondence related to exhibits to retiree solicitation procedures motion (.30); communicate with Hale regarding plan discovery issues (.20); communicate with Haggard (Miller Buckfire), Hausman (Conway MacKenzie) regarding necessary information for amended disclosure statement (.20); communicate with Troy (USDOJ), Lennox, Merrett, Tiller regarding response to Housing and Urban Development request for additional information to be included in the Disclosure Statement (.50); communicate with Doak regarding revisions to plan (.10); communicate with Merrett, Lennox regarding status of library employees as pension claimants (.30); communicate with Ellman, Lennox regarding indirect employee indemnity claims (.20).	8.90	650.00	5,785.00
03/25/14	O S ZELTNER Draft/revise amended disclosure statement (13.40); communicate with Merrett regarding same (.40).	13.80	350.00	4,830.00
03/26/14	W A AESCHLIMANN Review and analyze documents submitted by the City of Detroit and State of Michigan employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment and privilege (6.80); prepare coding documents in e-Direct system regarding same (1.80); respond to contract attorneys' questions regarding review procedures and protocol (.80).	9.40	400.00	3,760.00
03/26/14	B S BENNETT Analysis of and respond to Lennox memorandum regarding state settlement.	0.10	1,000.00	100.00

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03/26/14	B S BENNETT [REDACTED]	0.40	1,000.00	400.00
03/26/14	B S BENNETT [REDACTED]	0.30	1,000.00	300.00
03/26/14	S T BOYCE Draft/revise motion regarding debtor's concurrence with the Court's appointment of experts pursuant to FRE 706 in relation to the plan of adjustment proceedings (.80); participate in document review status conference call (.40); and draft/revise document review procedures and protocols for the plan of adjustment privilege review (.90).	2.10	625.00	1,312.50
03/26/14	M J CHISMAN Review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (6.80) and complete privilege log in connection therewith (1.80).	8.60	350.00	3,010.00
03/26/14	T F CULLEN JR [REDACTED]	2.70	975.00	2,632.50
03/26/14	C J DIPOMPEO Review concurrence in the court's order to show cause why an independent expert should not be appointed.	0.20	550.00	110.00
03/26/14	B W EASLEY Communicate with Moore (Conway MacKenzie) and Gannon (Conway MacKenzie) regarding labor and employee benefit issues pertaining to draft plan of adjustment.	0.40	750.00	300.00
03/26/14	M F EATON Draft/revise responses to written discovery from Ambac.	1.40	625.00	875.00
03/26/14	J A FLORCZAK Communicate with Tiller regarding plan exhibit project (.20); draft plan exhibits for bond classification (3.40).	3.60	375.00	1,350.00
03/26/14	L M FLOYD Review documents to determine whether responsive to discovery requests related to plan of adjustment and whether privileged (5.20); code documents to indicate any applicable privilege (.90).	6.10	475.00	2,897.50

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03/26/14	M L HALE	9.30	675.00	6,277.50
	Communicate with Floyd, Aeschlimann, Chisman and Roth regarding coding documents for privilege (.20); communicate with contract attorneys regarding questions on Swaps and COPs, and other issues regarding responsiveness of documents (.60); communicate with Ramey and Purcell (AlphaLit) regarding privilege coding form (.30); communicate with Hubbard regarding privilege coding form (.20); communicate with Herman (Miller Buckfire) regarding Ambac requests for valuation and Data Room (.30); review and revise decision log on coding for contract attorneys (.50); communicate with Todd (Black Letter Discovery) regarding decision log (.20); communicate with Callaway and Tiller regarding collection of documents on DDA and HUD (.60); review and revise Black Letter decision log regarding common interest privilege (.40); communicate with Nelson regarding responsive data room documents (.10); communicate with Ramey and Purcell (Alpha Lit) regarding changes to privilege coding form (.20); communicate with Hand (Conway MacKenzie) regarding status of collection from Conway MacKenzie (.20); communicate with Purcell and Ramey regarding coding of "MIME" documents and review "MIME" documents for correct coding (1.60); communicate with Adjeibrenyah (Ernst & Young) regarding scope of documents needed (several times) (.30); communicate with Irwin, Shumaker, Stewart and DiPompeo regarding scope of documents needed (several times) (.30); communicate with Fox (City) regarding custodian collection (.10); communicate with Raimi (City) regarding custodian collection (.10); communicate with Smiley (City) regarding custodian collection (.10); communicate with Todd (Black Letter Discovery) regarding issue with specific document (.10); communicate with Purcell (Alpha Lit) regarding coding of MIMEs and problem with tag in system (.10); communicate with Reizen regarding plans for collection from custodian (.10); review and code documents coded as privileged in previous reviews for responsiveness to Ambac requests (2.70).			
03/26/14	C M HEALEY	7.60	550.00	4,180.00
	Draft and revise motion to approve amended ballots for all voting classes other than Pension and OPEB claims.			
03/26/14	B R HEIFETZ	0.80	800.00	640.00
	[REDACTED]			
03/26/14	D G HEIMAN	0.30	1,000.00	300.00
	Review motion to extend disclosure statement objection deadline.			
03/26/14	D G HEIMAN	3.40	1,000.00	3,400.00
	Attend meeting with City and Brader (State) regarding logistics of allocating state funding.			
03/26/14	D G HEIMAN	0.50	1,000.00	500.00
	Conference with Cullen regarding confirmation hearing witnesses.			
03/26/14	D G HEIMAN	0.40	1,000.00	400.00
	Conference with Bennett regarding amendments for plan of adjustment and Disclosure Statement.			
03/26/14	D G HEIMAN	0.90	1,000.00	900.00
	Conference with Malhotra (Ernst & Young) and Miller regarding 40-year projections.			
03/26/14	P L HUBBARD	0.40	450.00	180.00
	Telephone conference with Purcell (AlphaLit), Boyce, Hale, Leatherman, and Huff and Wilcox (Black Letter Discovery) regarding document review issue.			
03/26/14	G S IRWIN	6.10	750.00	4,575.00
	Communicate with Shumaker and others potential issues in connection with art-related discovery (.70); review and evaluate Ambac discovery requests (.40); investigate responsive materials (1.60); correspondence with Hale, Herman (Miller Buckfire) regarding same (.30); prepare plan for art-related discovery and proofs (.80); consider offensive discovery requests (1.20); discuss same with Moss (.30); draft/revise written discovery responses (.80).			

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03/26/14	B T LEATHERMAN	1.50	200.00	300.00
	Draft agenda for (.40) and attend conference call with (.40) Hale, Hubbard, Boyce, Black Letter, and AlphaLit regarding document review and production for plan of adjustment matter; communicate with Brink (Conway Mackenzie) regarding data collection status for Conway Mackenzie in response to discovery requests related to plan of adjustment matter (.20); review Black Letter document review progress report for plan of adjustment matter (.30); communicate with Stewart (Stifel) regarding data collection status for Miller Buckfire (.20).			
03/26/14	H LENNOX	2.10	975.00	2,047.50
	Review and revise plain English and other retiree solicitation documents per retiree comments (.40); communications with Bennett, Wilson, Doak (Miller Buckfire), Sisitsky (DWSD bondholder) regarding DWSD bondholder treatment in plan of adjustment (1.00); review and revise confirmation case outline (.70).			
03/26/14	D J MERRETT	8.40	575.00	4,830.00
	Review and revise disclosure statement (2.10); draft and revise insert for same regarding DWSD transaction (1.10); communicate with Sedlak regarding same (.10); conference with Wilson regarding responses to requests for more information (.30); review and revise responses (3.80); multiple communications with Zeltner (.40); Seidman (.20) and Wilson (.10), Petrovski (Conway MacKenzie) (.10) regarding disclosure statement draft; communicate with Austin, Tiller regarding Detroit-Windsor Tunnel description (.20).			
03/26/14	D T MOSS	4.40	650.00	2,860.00
	Review and revise proposed concurrence regarding appointment of experts based on and to incorporate comments from Boyce and DiPompeo (1.20); communicate with Cullen regarding proposed concurrence regarding appointment of experts (.30); revise proposed concurrence regarding appointment to incorporate Cullen comments (2.10); communicate with Orr (City), Cullen, Shumaker and Stewart regarding next steps for witnesses, case presentation, and concurrence with Court's order to show cause (.80).			
03/26/14	L E NELSON	1.90	650.00	1,235.00
	Review disclosure statement and other materials in preparation for plan of adjustment discovery (1.80); communicate with Hale regarding valuation materials in data room for discovery (.10).			
03/26/14	J H ROTH	10.90	400.00	4,360.00
	Review and analyze documents to determine whether responsive to Ambac plan of adjustment document requests and whether privileged (7.10); complete privilege log for documents coded as privileged but not produced in prior production, but responsive to current production (3.10); confer with Hale, Floyd, Chisman, Aeschlimann, and BlackLetter contract review attorneys regarding responsiveness questions (.70).			
03/26/14	B L SEDLAK	0.70	800.00	560.00
	Draft correspondence to Merrett and Wilson regarding plan of adjustment (.40); conference with Opperer (Honigman) regarding Detroit Institute of Arts term sheet and plan of adjustment (.30).			
03/26/14	B L SEDLAK	0.80	800.00	640.00
	Review Detroit Water and Sewer Department sections of disclosure statement (.40); conference with Merrett regarding same (.40).			
03/26/14	J L SEIDMAN	9.60	450.00	4,320.00
	Review and comment on amended disclosure statement (1.70); draft and revise ex parte emergency motion to extend disclosure statement objection deadline (1.40); review and analyze case law regarding utility rates and materials relating to DWSD pensions for DWSD GRS contribution acceleration memo (2.30); review plan objections filed on 3/26 (.90) and update plan objection chart accordingly (.70); draft and revise amended plan of adjustment (2.60).			
03/26/14	G M SHUMAKER	2.30	850.00	1,955.00
	Prepare for (.80) and participate in (.80) conference with Orr (City), Cullen, Stewart and Moss regarding affirmative case issues for Confirmation Hearing; communicate with Hertzberg (Pepper Hamilton) regarding confirmation hearing assignments and affirmative case (.30); communicate with Hale and Stewart regarding document production and discovery issues (.40).			

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03/26/14	G S STEWART	1.30	900.00	1,170.00
	Communicate with Cullen, Shumaker, Moss and Orr (City) regarding Judge Rhodes' order to show cause and regarding order of proof at confirmation hearing (1.10); communicate with Hale, Shumaker regarding scope of discovery search regarding Ernst & Young (.10); communicate with Ellman regarding retention of Cline (Ernst & Young) as potential expert witness (.10).			
03/26/14	J M TILLER	3.20	625.00	2,000.00
	Analyze information sent from Pickering (Ernst & Young) with respect to preserving rights in plan of adjustment (.50); communicate with Florczak with respect to various schedules to plan of adjustment (.30); review information related to same (.50); analyze information related to city asset descriptions in the plan (.40); communicate with Austin, Sedlak and Merrett regarding same (.30); analyze information related to coupon rates and bond debt for purposes of plan treatment (.90); review correspondence from Doak (Miller Buckfire) regarding same (.10); review revised language in disclosure statement (.20).			
03/26/14	J M TILLER	1.10	625.00	687.50
	Communicate with Hale and Callaway with respect to discovery requests associated with plan of adjustment litigation (.30); review information received from City regarding same (.80)			
03/26/14	T A WILSON	7.20	650.00	4,680.00
	Communicate with Doak (Miller Buckfire) regarding potential unimpairment of DWSD debt (.40); communicate with Bennett regarding same and plan of adjustment strategy (.20); review and revise amended plan of adjustment (1.30); review and revise amended disclosure statement (2.10); various communications with Merrett, Zeltner regarding same (.50); communicate with Lennox, Bennett regarding revised amended disclosure statement (.20); communicate with Bennett, Lennox regarding treatment of DWSD revolving noteholders under plan of adjustment (.30); communicate with Seidman, Lennox regarding ex parte motion to extend disclosure statement objection deadline (.30); review and revise same (.40); communicate with Bennett, Lennox, Seidman regarding draft State Contribution Agreement (.60); communicate with Massaron (Miller Canfield) regarding treatment of DWSD debt (.20); communicate with Healey regarding renewed motion to approve ballots (.10); review and revise same (.60).			
03/26/14	O S ZELTNER	9.70	350.00	3,395.00
	Draft/edit amended disclosure statement (9.30); communicate with Merrett regarding same (.30); communicate with Seidman regarding analysis of disclosure statement objections (.10).			
03/27/14	W A AESCHLIMANN	9.90	400.00	3,960.00
	Review and analyze documents submitted by the City of Detroit and State of Michigan employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment and privilege (6.70); code documents in e-Direct system regarding same (2.10); respond to contract attorneys' questions regarding review procedures and protocol (1.10).			
03/27/14	B S BENNETT	0.40	1,000.00	400.00
	Telephone conference with Wilson regarding plan and disclosure statement matters.			
03/27/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Caton (Kramer Levin) memorandum regarding disclosure statement and disclosure of sale efforts.			
03/27/14	B S BENNETT	0.20	1,000.00	200.00
	Analysis of memoranda regarding plan revisions for changes in state settlement.			
03/27/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Lennox memorandum regarding plan treatment of state and analysis of response.			
03/27/14	B S BENNETT	0.40	1,000.00	400.00
	Telephone conference with Doak (Miller Buckfire), Wilson regarding DWSD debt treatment.			
03/27/14	B S BENNETT	0.40	1,000.00	400.00
	Analysis of response letter to disclosure statement supplement requests.			

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03/27/14	B S BENNETT Analysis of proposed response to court appointed experts order.	0.30	1,000.00	300.00
03/27/14	B S BENNETT Analysis of Dechert letter for Macomb County regarding disclosure issues.	0.10	1,000.00	100.00
03/27/14	B S BENNETT Analysis of memorandum regarding DWSD debt treatment in plan.	0.10	1,000.00	100.00
03/27/14	B S BENNETT Analysis of memorandum from Irwin regarding Detroit Institute of Arts Corp. and plan confirmation matters.	0.10	1,000.00	100.00
03/27/14	S T BOYCE Draft/revise document review procedures and protocols for plan of adjustment privilege review.	0.80	625.00	500.00
03/27/14	J E CALLAWAY Research and compile cases regarding court's desire to appoint expert.	0.60	275.00	165.00
03/27/14	M J CHISMAN Review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (6.10) and complete privilege log in connection therewith (1.70).	7.80	350.00	2,730.00
03/27/14	T F CULLEN JR Review of discovery requests to develop strategy.	1.30	975.00	1,267.50
03/27/14	T F CULLEN JR Draft updated trial outline (3.50) and discuss with trial team (.80).	4.30	975.00	4,192.50
03/27/14	C J DIPOMPEO Communicate with Moss regarding progress of preparation for litigation over plan of adjustment.	0.30	550.00	165.00
03/27/14	B W EASLEY Prepare for (.30) and attend (2.90) meeting with Fox (City), Hill (City), Brown (City), Malhotra (Ernst & Young), Santambrogio (Ernst & Young), Moore (Conway MacKenzie), Kushiner (Conway MacKenzie), Gannon (Conway MacKenzie), Hand (Conway MacKenzie), Lennox, Miller and Rossman to discuss labor and employee benefit issues pertaining to plan of adjustment.	3.20	750.00	2,400.00
03/27/14	M F EATON Review and analyze disclosure statement regarding plan of adjustment.	0.40	625.00	250.00
03/27/14	J B ELLMAN Review materials regarding plan provisions on indemnity (.50); conference with Wilson regarding same (.30); communicate with Lennox regarding same (.20); revise language regarding same (.40).	1.40	900.00	1,260.00
03/27/14	J A FLORCZAK Communicate with Tiller regarding plan exhibit project (.90); communicate with Hartie (KCC) regarding bond CUSIP and classifications (.30); draft plan exhibits for water/sewer bonds (3.20).	4.40	375.00	1,650.00
03/27/14	L M FLOYD Review documents to determine whether responsive to discovery requests related to plan of adjustment (5.80) and code documents to indicate any applicable privilege (1.10).	6.90	475.00	3,277.50

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03/27/14	M L HALE	8.40	675.00	5,670.00
	Communicate with Smiley (City) regarding collection of documents from custodian (.10); communicate with Hand (Conway MacKenzie) regarding collection of documents (.20); communicate with Irwin regarding Hand (Conway MacKenzie) (.10); communicate with Raimi (City) regarding meeting with custodians (several times) (.60); communicate with Lennox and Cullen regarding meeting with custodian (.20); communicate with Aeschlimann regarding chart of requests (.10); communicate with Herman (Miller Buckfire) regarding data room files (.10); communicate with Hubbard regarding privilege issues (.10); communicate with Draper regarding status of review (.10); communicate with Callaway regarding plans to collect custodian documents (.10); communicate with Ramey and Purcell (Alpha Lit) regarding redacted images of documents in database (.20); communicate with Boyce regarding training materials for privilege reviewers (.20); communicate with Irwin regarding mediation privilege (.20); communicate with Washington (City) regarding appointment with custodian (.10); communicate with Dodd (City) regarding custodian's emails (.20); communicate with Leatherman regarding Conway MacKenzie documents (.10); communicate with Brink (Conway MacKenzie) regarding volume of Conway MacKenzie data (.10); communicate with Leatherman regarding custodians at Miller Buckfire (.10); communicate with Irwin regarding Ambac requests involving Detroit Institute of Arts (.30); communicate with contract attorneys and Todd (Black Letter) regarding responsiveness issues (1.30); review and code previously produced documents for responsiveness in plan of adjustment litigation (3.90).			
03/27/14	R W HAMILTON	1.40	800.00	1,120.00
	Review revised plan litigation outline and related documents.			
03/27/14	C M HEALEY	5.60	550.00	3,080.00
	Confer with KCC and Wilson regarding balloting issues (.60); draft proposed order regarding renewed ballot motion (.50); revise ballot motion based on comments from Wilson and Lennox (.70); draft and revise all ballots (3.80).			
03/27/14	D G HEIMAN	0.80	1,000.00	800.00
	Conference with litigation team to prepare for confirmation witnesses.			
03/27/14	D G HEIMAN	0.50	1,000.00	500.00
	Review and comment on Court's order to show cause on FRE 706 expert witness.			
03/27/14	D G HEIMAN	0.50	1,000.00	500.00
	Attend conference call with Retiree Committee regarding calculation of claims recovery.			
03/27/14	D M HIRTZEL	1.10	275.00	302.50
	Review case docket and obtain all objections filed to disclosure statement and distribute same to Seidman and Zeltner upon request (.70); electronically file motion to extend deadline for objections to disclosure statement (.30); arrange for service of same via KCC (.10).			
03/27/14	G S IRWIN	7.30	750.00	5,475.00
	[REDACTED] coordinate with Hale regarding third party advisor discovery (.30); evaluate certain art-related audit requests (.80); evaluate limitations and privileges on document production (1.40).			
03/27/14	B T LEATHERMAN	0.30	200.00	60.00
	Communicate with Hale regarding data collection items for Conway Mackenzie and Miller Buckfire.			

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03/27/14	H LENNOX	8.10	975.00	7,897.50
	<p>[REDACTED] communications with Wilson, Heiman, Orr (City), Miller regarding specific pension-related plan issues (.50); review and revise retiree solicitation motion (.30); review and revise plain language document and transmit same (.20); telephone conference with Howell (Dickinson Wright) regarding state release and pension contributions (.50); conference call with Lazard, Dentons, Segal, Ernst & Young, Conway MacKenzie, Miller, Heiman regarding retiree pension and OPEB claim treatment in plan (1.70); review and revise revised motion to approve non-retiree ballots (.30).</p>			
03/27/14	D J MERRETT	11.40	575.00	6,555.00
	<p>Review and revise letters responding to requests for further information in disclosure statement (5.70); communicate with Bennett, Lennox and Wilson regarding same (.10); review and revise disclosure statement (4.20); multiple communications with Wilson (.30), Seidman (.10) and Zeltner (.30) regarding same; revise notice of filing of blacklines of plan and disclosure statement (.60); communicate with Wilson, Lennox regarding same (.10).</p>			
03/27/14	E MILLER	1.40	925.00	1,295.00
	<p>Review and edit draft affirmative case outline regarding benefits issues.</p>			
03/27/14	D T MOSS	6.40	650.00	4,160.00
	<p>Review and revise Shumaker outline regarding plan litigation (2.10); communicate with Orr (City), Heiman, Lennox, Cullen, Stewart, and Shumaker regarding plan litigation and other issues (.80); revise concurrence based on comments and edits from Shumaker and Cullen (1.60); review Detroit Future City Plan documents (1.50); review caselaw related to FRE 706 expert appointments (.40).</p>			
03/27/14	L E NELSON	0.90	650.00	585.00
	<p>Review background materials in preparation for document discovery in connection with plan of adjustment (.80); communicate with Hale regarding relevant documents for same located in data room (.10).</p>			
03/27/14	M M REIL	0.70	650.00	455.00
	<p>Communicate with Wilson and Griffin regarding attachments to plan of adjustment relating to GRS and PFRS.</p>			
03/27/14	B ROSENBLUM	2.20	800.00	1,760.00
	<p>Revise plan of adjustment provisions concerning swap treatment (2.00); communicate with Seidman regarding swap portions of plan of adjustment (.20).</p>			
03/27/14	E M ROSSMAN	3.70	675.00	2,497.50
	<p>Prepare for (.80) and participate in (2.90) strategy meeting with Fox (City), Hill (City), Brown (City), Malhotra (Ernst & Young), Santambrogio (Ernst & Young), Moore (Conway MacKenzie), Kushiner (Conway MacKenzie), Gannon (Conway MacKenzie), Hand (Conway MacKenzie), Lennox, Miller and Rossman regarding labor and employee benefit issues pertaining to plan of adjustment.</p>			
03/27/14	J H ROTH	10.70	400.00	4,280.00
	<p>Review and analyze documents to determine whether responsive to Ambac plan of adjustment document requests (4.00); complete privilege log for documents coded as privileged but not produced in prior production, but responsive to current production (6.20); confer with Hale, Floyd, Chisman, Aeschlimann, and BlackLetter contract review attorneys regarding responsiveness and privilege questions (.50).</p>			
03/27/14	B L SEDLAK	2.70	800.00	2,160.00
	<p>Multiple correspondence with Castro (Foundation), Ferriby (Foundation) and Opperer (Honigman) regarding term sheet, plan of adjustment and changes thereto (1.30); review plan of adjustment draft (1.40).</p>			

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03/27/14	J L SEIDMAN	9.70	450.00	4,365.00
	Draft and revise amended plan of adjustment (5.80); multiple conferences with Wilson regarding same (.90); review and analyze materials relating to DWSD pensions for DWSD GRS contribution acceleration memo (1.90); communicate with Zeltner regarding drafting reply to disclosure statement objections (.10); research precedent for same (.20); review plan objections filed on 3/27 (.40) and update plan objection chart accordingly (.40).			
03/27/14	G M SHUMAKER	4.10	850.00	3,485.00
	[REDACTED] review/comment on drafts of debtor's concurrence with Court's appointment of experts pursuant to FRE 706 (.80); review affirmative case plan outline and communicate with Miller and Moss regarding same (1.50); review and analyze Lennox's proposed changes to affirmative case outline (.40); communicate with Irwin regarding latest developments with Detroit Institute of Arts discovery and approach to same (.30).			
03/27/14	J M TILLER	3.80	625.00	2,375.00
	Analyze water and sewer debt information for purposes of plan drafting (3.60); communicate with Hartie (KCC) regarding same (.20).			
03/27/14	J M TILLER	1.30	625.00	812.50
	[REDACTED] analyze information with respect to same (.60); draft plan exhibits (.50).			
03/27/14	T A WILSON	12.70	650.00	8,255.00
	Communicate with Orr (City), Lennox, Miller, Bennett regarding plain language insert for retirees (.40); communicate with Buckfire (Miller Buckfire), Doak (Miller Buckfire), Bennett, Lennox regarding potential unimpairment of DWSD debt (.80); communicate with Lennox, Seidman regarding motion to extend disclosure statement objection deadline (.20); various communications with Bennett, Lennox, Heiman, Merrett, Seidman regarding amended plan of adjustment and amended disclosure statement (1.10); participate in conference call with Orr (City), Lennox, Cullen, Moss regarding confirmation strategy and amended plan of adjustment (.40); participate in conference call with Healey, Walsh (KCC), Hartie (KCC), Paque (KCC) regarding form of amended ballots (.60); communicate with Ellman regarding indemnity provisions contained in plan of adjustment (.30); review and revise renewed motion to approve ballots and communicate with Healey regarding same (.90); review and revise amended plan of adjustment (.60); various communications with Seidman regarding same (.90); review and revise amended disclosure statement (5.10); review term sheet for UTGO settlement (.30); review notice of filing of blacklined versions of plan and disclosure statement (.10); communicate with Tiller, Seidman regarding changes to plan exhibits (.30); review terms of state contribution agreement and communicate with Lennox, Seidman, Santambrogio (Ernst & Young) regarding same (.40); communicate with Santambrogio (Ernst & Young) regarding plan (.30).			
03/27/14	O S ZELTNER	2.50	350.00	875.00
	Draft/revise summary of disclosure statement objections (.50); review prior filings and case law in preparation for drafting reply to disclosure statement objections (1.90); communicate with Seidman regarding same (.10).			
03/28/14	W A AESCHLIMANN	9.70	400.00	3,880.00
	Review and analyze documents submitted by the City of Detroit and State of Michigan employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment and privilege (7.10); prepare privilege log (1.70); respond to contract attorneys' questions regarding review procedures and protocol (.90).			
03/28/14	S T BOYCE	0.40	625.00	250.00
	Draft/revise document review procedures and protocols for plan of adjustment privilege review.			
03/28/14	J E CALLAWAY	3.40	275.00	935.00
	Review collected section 108 loan documents for pre-production processing.			

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03/28/14	M J CHISMAN	5.30	350.00	1,855.00
	Review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (4.20) and complete privilege log in connection therewith (1.10).			
03/28/14	T F CULLEN JR	1.40	975.00	1,365.00
	Review draft outline regarding 706 witness issues.			
03/28/14	J B ELLMAN	1.60	900.00	1,440.00
	Communicate with Lennox regarding plan language for indemnity claims (.20); review ADR Order and related materials regarding same (.40); communicate with Wilson regarding same (.20); draft plan language regarding same (.70); communicate with Merrett regarding same (.10).			
03/28/14	J A FLORCZAK	5.80	375.00	2,175.00
	Communicate with Tiller regarding plan exhibits (.40); review and revise bond schedules for amended plan filing (5.40).			
03/28/14	L M FLOYD	7.70	475.00	3,657.50
	Review documents to determine whether responsive to discovery requests related to plan of adjustment and code documents to indicate any applicable privilege.			
03/28/14	M L HALE	2.80	675.00	1,890.00
	Communicate with Irwin regarding mediation privilege issue (several times) (.50); communicate with Dodd (City) regarding email collection (.20); communicate with contract attorneys regarding mediation privilege (.30); communicate with Callaway regarding plans for document collection in Detroit (.20); communicate with Leatherman, Purcell, Ramey (both Alpha Lit), Huff, Todd (both Black Letter) regarding status of review (.40); communicate with Leatherman (several times) regarding Conway MacKenzie collection efforts and issues (.50); communicate with Brick, Hand (both Conway MacKenzie) and Leatherman regarding Conway MacKenzie collection (.40); communicate with Hubbard and Ramey (AlphaLit) regarding mediation privilege coding issue (.20); communicate with Boyce regarding training materials (.10).			
03/28/14	R W HAMILTON	1.40	800.00	1,120.00
	Review and revise draft response regarding Court Appointed experts (1.10); review orders regarding procedures for disclosure statement hearing (.30).			
03/28/14	C M HEALEY	6.90	550.00	3,795.00
	Draft summary of all information required for calculating pension/OPEB claims and preparing solicitation procedures motion and exhibits regarding same (3.20); confer with Retiree Committee and other parties in interest regarding pension/OPEB issues (.60); draft and revise pension/OPEB motion and ballots (.80); draft and revise non-pension/OPEB ballots and motion (2.30).			
03/28/14	D G HEIMAN	1.40	1,000.00	1,400.00
	Telephone conference with Brader (State) and Kreisberg (AFSCME) regarding state funding issues.			
03/28/14	D G HEIMAN	0.40	1,000.00	400.00
	[REDACTED]			
03/28/14	D M HIRTZEL	0.60	275.00	165.00
	Review case docket and obtain additional objections filed to disclosure statement and distribute same to Seidman and Zeltner upon request (.40); communicate with Moss regarding filing regarding order to show cause, appointment of experts (.20).			
03/28/14	G S IRWIN	8.40	750.00	6,300.00
	Review and revise discovery plan for Detroit Institute of Arts and art-related issues for City (2.30); meetings and correspondence with Hale regarding document collection and production (.80); evaluate Detroit Institute of Arts settlement discussions and mediation chronology for discovery and proof issues (1.60); meetings with Sedlak and Wilson regarding same (.60); review issues relating to third party advisor discovery (1.30); telephone call with Brader (State) regarding plan discovery (.40) and review related documents (.60); telephone call with O'Reilly (Detroit Institute of Arts) regarding same (.40) and correspond with litigation team on trial proofs (.40).			

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03/28/14	B T LEATHERMAN	2.10	200.00	420.00
	Review Black Letter document review status report (.20), draft agenda for daily status call (.40), and conduct same with Hale, Hubbard, AlphaLit, and Black Letter Discovery (.40); draft e-mail to Brink (Conway Mackenzie) regarding document discovery issues (.70); communicate with Hale regarding Conway Mackenzie document collection items (.10); attend conference call with Hand and Brink (Conway Mackenzie) and Hale regarding Conway Mackenzie document collection (.30).			
03/28/14	H LENNOX	2.50	975.00	2,437.50
	Conference call with Retiree Committee, pension systems, Patek (Public Safety Union Counsel) regarding their comments to retiree solicitations documents (.60); ██████████ review state conditions and telephone conferences with Howell (Dickinson Wright), Wilson, Heiman regarding same (.50); review indemnity provisions in plan and communications with Wilson, Ellman regarding same (.30).			
03/28/14	D J MERRETT	6.10	575.00	3,507.50
	Review and revise disclosure statement (5.20); communicate with Wilson regarding same (.20); communicate with Zeltner regarding same (.20); communicate with Kushiner (Conway MacKenzie) (.10) regarding exhibits to same (.10); communicate with Johnston (Conway MacKenzie) regarding same (.10); communicate with Griffin and Reil (.20) regarding revisions to retiree section.			
03/28/14	D T MOSS	4.10	650.00	2,665.00
	Review and revise concurrence with FRE 706 appointment based on comments from Shumaker, Stewart, Heiman, and Lennox (1.60); review caselaw and treatise regarding FRE 706 appointment (.90); review Shumaker litigation outline (.40) and discuss same with Irwin (.20); review and revise fact witness list statement (.40); communicate with DiPompeo regarding financial aspects of plan and related items (.30); communicate with Cullen regarding FRE 706 appointment, Mayor Duggan and other items (.30).			
03/28/14	L E NELSON	6.80	650.00	4,420.00
	Supervise contract attorneys with respect to plan of adjustment document review (.80); review documents for responsiveness and privilege (4.90) and prepare privilege log in connection with same (1.10).			
03/28/14	M M REIL	2.20	650.00	1,430.00
	Review/analyze description of number of retirees at various ages contained in Disclosure Statement (.10); communicate with Merrett and Griffin regarding same (.20); review annual reports and actuarial reports regarding same (.40); conference call with Griffin regarding attachments to plan of adjustment (.80); review GRS Part I for filing as attachment to plan of adjustment (.30); communicate with Miller and Wilson regarding same (.40).			
03/28/14	B ROSENBLUM	4.90	800.00	3,920.00
	Revise plan of adjustment language regarding swap treatment (1.30); communicate with Ball regarding same (.20); review and comment on disclosure statement portions regarding swaps and COPs (2.70); communicate with Zeltner regarding swap comments on disclosure statement (.10); communicate with Wilson and Seidman regarding comments to plan regarding swap transactions (.20); communicate with Coco (Davis Polk) counsel for Merrill Lynch regarding plan and disclosure statement comments (.40).			
03/28/14	J H ROTH	10.40	400.00	4,160.00
	Review and analyze documents reviewed but not produced in prior production to determine whether responsive to Ambac plan of adjustment document requests (8.30); complete privilege log in connection therewith (1.40); confer with Hale, Nelson, Floyd, Chisman, Aeschlimann, and BlackLetter contract review attorneys regarding responsiveness and privilege questions (.70).			
03/28/14	B L SEDLAK	1.10	800.00	880.00
	Review changes to Detroit Institute of Arts term sheet and plan of adjustment.			
03/28/14	J L SEIDMAN	12.10	450.00	5,445.00
	Prepare for (.60) and meet with (.20) Zeltner regarding drafting consolidated reply to objections to disclosure statement; communicate with Rosenblum regarding class 5 (COP Swap Claims) plan treatment (.20); conference with Wilson regarding state settlement agreement provisions of plan (.80); draft and revise amended plan of adjustment and exhibits thereto (9.40); draft and revise Plan exhibit status list (.90).			

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03/28/14	G M SHUMAKER	2.10	850.00	1,785.00
	Review/comment on latest drafts of City's concurrence with Court's appointment of experts (1.30); communicate with Cullen, Lennox, Heiman, Hamilton, and Moss regarding same (.40); communicate with Hale and Irwin regarding Ernst & Young demands concerning cost of discovery (.40).			
03/28/14	G S STEWART	1.20	900.00	1,080.00
	Communicate with Hale, Irwin, DiPompeo and Flick (Latham) regarding Ernst & Young discovery costs (.20); communicate with Hamilton, Heiman, Shumaker and Cullen regarding the City's draft concurrence with Judge Rhodes order to show cause (.20); communicate with Moss regarding edits to concurrence (.60); communicate with Irwin regarding discovery issues with respect to Detroit Institute of Arts (.20).			
03/28/14	J M TILLER	0.90	625.00	562.50
	Review documents potentially related to discovery requests associated with plan of adjustment litigation (.70); communicate with Callaway regarding same (.20).			
03/28/14	J M TILLER	2.80	625.00	1,750.00
	Draft and revise plan of adjustment schedules and exhibits (2.70); communicate with Wilson regarding same (.10).			
03/28/14	J M TILLER	4.40	625.00	2,750.00
	Analyze information with respect to amortization schedules for water and sewer bonds as it relates to claim within plan of adjustment (1.90); communicate with Marken (Miller Buckfire) regarding same (.30); communicate with Doak (Miller Buckfire) regarding treatment schedule (.10); review documents related to CUSIP information on water and sewer bonds and claim classification and amounts (1.80); communicate with Florczak regarding same (.30).			
03/28/14	T A WILSON	9.70	650.00	6,305.00
	Review and revise amended plan of adjustment (.80); various communications with Lennox, Bennett, Seidman with respect to same (1.10); review and revise amended disclosure statement (2.20); various communications with Merrett, Zeltner, DiPompeo, Hall regarding same (.90); participate in conference call with Lennox, Healey, Montgomery (Dentons), Neville (Dentons), Patek (Erman), Gordon (Clark Hill) regarding plain language insert to disclosure statement (.60); communicate with Ellman, Lennox regarding treatment of indemnity claims and alternative dispute resolution order (.40); communicate with Heiman, Lennox, Seidman regarding details of state contribution agreement (1.60); communicate with Tiller, Seidman regarding plan exhibits (.20); review and revise summary chart of plan exhibits (.20); review 40-year projections provided by E&Y (.30); communicate with Irwin regarding mediation efforts in connection with discovery (.20); review correspondence and comments from Rosenblum, Seidman related to inclusion of swap settlement in plan of adjustment and disclosure statement (.30); communicate with Merrett, Zeltner regarding distribution of responses to requests for inclusion of additional information in disclosure statement (.40); review Syncora motion to extend disclosure statement deadline (.20); communicate with Bennett, Hoffmann, Zeltner regarding same (.30).			
03/28/14	O S ZELTNER	11.50	350.00	4,025.00
	Draft/revise disclosure statement (8.20); communicate with Wilson (.10), Rosenblum (.10), Merrett (.20) regarding same; finalize responses to comments regarding disclosure statement (2.70); communicate with Wilson (.10), Merrett (.10) regarding same.			
03/29/14	W A AESCHLIMANN	9.90	400.00	3,960.00
	Review and analyze documents submitted by the City of Detroit and State of Michigan employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment and privilege (7.10); draft privilege log regarding same (2.20), and responding to contract attorneys' questions regarding review procedures and protocol (.60).			
03/29/14	C BALL	1.80	1,000.00	1,800.00
	Review comments on COPs plan provisions (1.10); communicate regarding same with Stewart, DiPompeo and Wilson (.70).			
03/29/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of Miller memorandum regarding OPEB claim amount.			

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03/29/14	B S BENNETT Review and revise plan of adjustment.	1.40	1,000.00	1,400.00
03/29/14	B S BENNETT Analysis of state comments on disclosure statement.	0.20	1,000.00	200.00
03/29/14	B S BENNETT Prepare memorandum to Doak (Miller Buckfire) and Buckfire (Miller Buckfire) regarding terms of new DWSD notes.	0.20	1,000.00	200.00
03/29/14	B S BENNETT Analysis of and respond to Ball memorandum regarding court expert witness communications with court.	0.10	1,000.00	100.00
03/29/14	B S BENNETT Analysis of Syncora motion to delay disclosure statement process.	0.30	1,000.00	300.00
03/29/14	B S BENNETT Draft/revise disclosure statement.	1.00	1,000.00	1,000.00
03/29/14	B S BENNETT Prepare memorandum to Miller, Heiman, Lennox regarding OPEB claim problem.	0.20	1,000.00	200.00
03/29/14	B S BENNETT Analysis of OPEB claim amount problem.	0.30	1,000.00	300.00
03/29/14	M J CHISMAN Review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment (6.40) and complete privilege log in connection therewith (.90).	7.30	350.00	2,555.00
03/29/14	T F CULLEN JR Conference call with plan team regarding POA projections and disclosures.	1.00	975.00	975.00
03/29/14	L M FLOYD Review documents to determine whether responsive to discovery requests related to plan of adjustment and whether privileged (2.70); draft privilege log regarding same (.70).	3.40	475.00	1,615.00
03/29/14	M L HALE Communicate with Nelson regarding coding of custodian documents (.10); communicate with Todd (Black Letter) regarding new training binder (.10); communicate with Rosenblum regarding Ambac document request (.20).	0.40	675.00	270.00
03/29/14	C M HEALEY Research (1.30) and summarize (1.10) case law regarding discount rate for OPEB claims.	2.40	550.00	1,320.00
03/29/14	D G HEIMAN Conference call with team regarding new 40-year projections.	1.00	1,000.00	1,000.00
03/29/14	T HOFFMANN Draft and revise objection to Syncora's motion to extend disclosure statement objection deadlines.	4.20	675.00	2,835.00
03/29/14	H LENNOX Review Syncora motion to adjourn disclosure statement schedule (.20); communications with Wilson, Hoffmann regarding response to same (.10); review 40-year projections (.30) and conference call with key plan team at Ernst & Young, Conway MacKenzie, Jones Day and Miller Buckfire regarding same (.80); review and revise plan and disclosure statement (3.60); review and revise response to court's order to show cause regarding feasibility expert (.50).	5.50	975.00	5,362.50
03/29/14	E MILLER Conference call with Lennox, Heiman, Malhotra (Ernst & Young), Moore (Conway MacKenzie) regarding plan of adjustment structure and new cash flows.	0.60	925.00	555.00

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03/29/14	D T MOSS	0.90	650.00	585.00
	Review and revise concurrence based on comments from Stewart, Shumaker, Cullen, Ball, Heiman and Lennox.			
03/29/14	L E NELSON	6.40	650.00	4,160.00
	Supervise contract attorneys with respect to plan of adjustment document review (1.10) and review documents (4.40) and prepare privilege log (.90) in connection with same.			
03/29/14	M M REIL	0.40	650.00	260.00
	Communicate with Wilson and Scidman regarding attachment of term sheets to plan of adjustment (.10); communicate with Zeltner regarding retirement systems data for inclusion in plan of adjustment (.30).			
03/29/14	B ROSENBLUM	0.50	800.00	400.00
	Review comments from Stewart regarding Plan COP Settlement (.30); communicate with Stewart and DiPompeo regarding same (.10); communicate with Hale regarding discovery requests concerning swap transaction in connection with plan of adjustment (.10).			
03/29/14	J H ROTH	9.30	400.00	3,720.00
	Review and analyze documents reviewed but not produced in prior production to determine whether responsive to Ambac plan of adjustment document requests (7.70) and complete privilege log in connection therewith (1.10); confer with Nelson, Floyd, Chisman, Aeschlimann, and BlackLetter contract review attorneys regarding responsiveness and privilege questions (.50)			
03/29/14	B L SEDLAK	1.40	800.00	1,120.00
	Review plan of adjustment with respect to Detroit Institute of Arts matters.			
03/29/14	B L SEDLAK	0.40	800.00	320.00
	Correspondence with Wilson and Miller regarding plan of adjustment and Detroit Institute of Arts settlement payment schedule.			
03/29/14	J L SEIDMAN	10.30	450.00	4,635.00
	Draft and revise amended plan of adjustment and exhibits thereto (7.60); draft and revise plan exhibit status chart (.70); various communications with Wilson, Zeltner, Lennox, Heiman and Miller regarding same (1.10); conference with Moore (Conway MacKenzie), Malhotra (Ernst & Young), Heiman, Lennox, Miller, Wilson regarding updated 40-year projections (.90).			
03/29/14	O S ZELTNER	8.10	350.00	2,835.00
	Draft/revise amended disclosure statement (7.50); communicate with Griffin (.10), Wilson (.20), Rosenblum (.10), Seidman (.10), Santambrogio (Ernst & Young) (.10) regarding same.			
03/30/14	C BALL	1.80	1,000.00	1,800.00
	Review bank comments to disclosure statement (1.10); communicate with Rosenblum regarding same (.70).			
03/30/14	B S BENNETT	0.20	1,000.00	200.00
	Telephone conference with Huebner (Davis Polk) regarding swap settlement and plan matters.			
03/30/14	B S BENNETT	2.30	1,000.00	2,300.00
	Draft/revise disclosure statement.			
03/30/14	C M HEALEY	1.80	550.00	990.00
	Review and summarize case law cited by Retiree Committee regarding pension impairment.			
03/30/14	D G HEIMAN	0.80	1,000.00	800.00
	Conference call with team and state regarding income stability, conditions and releases.			
03/30/14	D G HEIMAN	2.00	1,000.00	2,000.00
	Review amended plan of adjustment and disclosure statement.			
03/30/14	D G HEIMAN	0.70	1,000.00	700.00
	Review objection to Syncora motion for delay (.30); conference with Wilson regarding comments to same (.40).			

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03/30/14	D M HIRTZEL Prepare for (.20) and electronically file concurrence with court's order to show cause regarding appointment of experts (.40); communicate with Moss regarding filing of same (.20); communicate with KCC regarding service of same (.20).	1.00	275.00	275.00
03/30/14	T HOFFMANN Review and revise objection to Syncora's motion to extend disclosure statement objection deadlines (1.30); review and analyze documents relating to objection (.50).	1.80	675.00	1,215.00
03/30/14	H LENNOX Review and comment on objection to Syncora motion to delay disclosure statement hearing (.40); review and revise plan and disclosure statement (3.80); communications with Wilson, Seidman, Heiman regarding same (.60); conference call with Brader (State), Howell (Dickinson Wright), Orr (City), Heiman, Miller, Moore, Malhotra (Ernst & Young) regarding state matters related to plan (.80); telephone conference with Nowling (City) regarding new plan and disclosure statement (.30).	5.90	975.00	5,752.50
03/30/14	E MILLER Review and edit plan of adjustment (1.70); review and edit disclosure statements (1.60); review and edit hybrid term sheets regarding plan of adjustment exhibits (1.80); conferences with Wilson regarding same (.30).	5.40	925.00	4,995.00
03/30/14	D T MOSS Finalize concurrence based on comments from Ball, Orr (City), and Cullen (.40); communicate with Hirtzel regarding filing logistics and service of concurrence (.20).	0.60	650.00	390.00
03/30/14	B ROSENBLUM Revise plan and disclosure statement in connection with swap and COPs matters (1.30); communicate with Ball and Hertzberg (Pepper Hamilton) regarding swap portions of plan and disclosure statement (.70); communicate with Seidman and Wilson regarding swap portions of plan and disclosure statement (.20).	2.20	800.00	1,760.00
03/30/14	J H ROTH Review and analyze documents reviewed but not produced in prior production to determine whether responsive to Ambac plan of adjustment document requests (2.80) and complete privilege log in connection therewith (.70); review and analyze document requests and document review binder (.40).	3.90	400.00	1,560.00
03/30/14	B L SEDLAK Conference with Ferriby (Foundation) and Miller regarding Detroit Institute of Arts transaction and Plan of Adjustment and payments (.60); review information on Plan of Adjustment and payment schedule (1.30).	1.90	800.00	1,520.00
03/30/14	J L SEIDMAN Draft and revise amended plan of adjustment and exhibits thereto (7.40); various communications with Wilson (.70), Zeltner (.20), Miller (.20), Lennox (.20) regarding same; conference with Brader (State), Orr (City), Heiman, Lennox, Miller and Wilson regarding state contribution agreement provisions of plan (.90).	9.60	450.00	4,320.00
03/30/14	G M SHUMAKER Review/comment on latest draft of City's concurrence with the Court's appointment of experts pursuant to Fed. R. Evid. 706 (.50); communicate with Cullen and Moss regarding same (.40).	0.90	850.00	765.00
03/30/14	O S ZELTNER Draft/edit amended disclosure statement (14.20); communicate with Wilson (.40), Seidman (.20) regarding same.	14.80	350.00	5,180.00
03/31/14	W A AESCHLIMANN Review and analyze documents submitted by the City of Detroit and State of Michigan employees, consultants and attorneys for responsiveness to document production requests for plan of adjustment and privilege (4.60); draft privilege log regarding same (1.60); review and respond to contract attorneys' questions regarding review procedures and protocol (.60).	6.80	400.00	2,720.00

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03/31/14	U C AMADI	9.80	350.00	3,430.00
	Review and analyze plan of adjustment document requests, summaries, privilege and review memoranda, and related filings (3.60); review and analyze documents for privilege and responsiveness and simultaneously log documents on privilege log (6.20).			
03/31/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum regarding DWSD debt from Wilson and prepare response.			
03/31/14	B S BENNETT	0.50	1,000.00	500.00
	Revise disclosure statement.			
03/31/14	B S BENNETT	0.10	1,000.00	100.00
	[REDACTED]			
03/31/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum from Caton (Kramer Levin) regarding term sheet.			
03/31/14	B S BENNETT	1.10	1,000.00	1,100.00
	Analysis of responses to order to show cause.			
03/31/14	B S BENNETT	0.20	1,000.00	200.00
	Telephone conference with Heiman regarding UTGO settlement, LTGO negotiations, state contribution.			
03/31/14	B S BENNETT	0.30	1,000.00	300.00
	Telephone conference with Levin (Cravath) regarding Detroit Institute of Arts Corp. and plan confirmation and discovery.			
03/31/14	B S BENNETT	0.10	1,000.00	100.00
	Analysis of memorandum from Kannel (Mintz Levin) regarding additional disclosure statement comments.			
03/31/14	B S BENNETT	0.40	1,000.00	400.00
	Revise plan of adjustment.			
03/31/14	B S BENNETT	0.20	1,000.00	200.00
	Prepare memorandum to conformation working group regarding Detroit Institute of Arts Corp. issues.			
03/31/14	S T BOYCE	1.10	625.00	687.50
	Participate in meeting regarding offensive discovery in preparation for plan of adjustment hearing (.80); participate in conference call regarding status of document review and collection (.30)			
03/31/14	J E CALLAWAY	6.10	275.00	1,677.50
	Attend meeting with Mayor Duggan (City) regarding document collection for pre-production processing (.60); attend meeting with City's IT staff regarding remote e-mail collection (.60); review Mayor Duggan's (City) hardcopy documents for pre-production processing (4.90).			
03/31/14	M J CHISMAN	5.80	350.00	2,030.00
	Review documents for responsiveness and privilege in response to requests for production with respect to plan of adjustment and complete privilege log in connection therewith.			
03/31/14	T F CULLEN JR	1.00	975.00	975.00
	Review materials for hearing on expert witness appointment.			
03/31/14	C J DIPOMPEO	0.80	550.00	440.00
	Communicate with Irwin, Stewart, Eaton, Boyce, Moss, Hale, and Nelson regarding document requests and interrogatories for plan confirmation litigation.			
03/31/14	C J DIPOMPEO	0.80	550.00	440.00
	Communicate with Ball, Stewart, Hertzberg (Pepper Hamilton), Kovsky-Apap (Pepper Hamilton), and Rosenblum regarding treatment of the COPs claims in the plan of adjustment.			
03/31/14	M F EATON	4.40	625.00	2,750.00
	Prepare for (1.10) and participate in (.80) meeting regarding offensive discovery with Stewart, Irwin, Moss; research actuarial standards of practice for same (2.50).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	J B ELLMAN Conference with Wilson regarding plan terms for workers compensation claims and indemnity (.20); review same (.20); follow up with Wilson regarding same (.20).	0.60	900.00	540.00
03/31/14	J A FLORCZAK Communicate with Miller Buckfire regarding CUSIP discrepancies for plan exhibits (.40); communicate with Tiller regarding DWSD bond exhibits (.90); draft DWSD bond exhibits (2.70); communicate with Wilson and Seidman regarding same (.20)	4.20	375.00	1,575.00
03/31/14	L M FLOYD Continue document review for responsiveness and privilege (3.10); update privilege log (.70).	3.80	475.00	1,805.00
03/31/14	M L HALE Communicate with Irwin regarding Detroit Institute of Arts subpoena (.10); communicate with Nelson regarding status of review (.10); communicate with Moss regarding call on offensive discovery (.10); communicate with Raimi (City) regarding collection of documents from custodians (.20); communicate with Raimi (City), Hollowell and other custodians (all of City of Detroit) and Callaway regarding document collection (.60); communicate with Hand (Conway MacKenzie) regarding Ambac discovery requests (.60); communicate with Millender (City), Callaway, and Reizen (Xact Data) regarding collection of emails from custodians (.50); communicate with Moss, Boyce, Eaton, Irwin and Stewart regarding offensive discovery (.60); communicate with Hollowell and Raimi (City) regarding document requests and search terms (.90); communicate with Neu (Miller Buckfire) regarding status of custodian's documents (.10).	3.80	675.00	2,565.00
03/31/14	R W HAMILTON Review plan litigation outline (.60); collect materials regarding Moore (Conway MacKenzie) prior testimony and work product to prepare for confirmation hearing (.30).	0.90	800.00	720.00
03/31/14	C M HEALEY Revise ballots (2.10), solicitation motion (1.40), and exhibits to motion (2.00); confer with Patek (Public Safety Union Counsel) regarding safety union claims (.20) and draft summary of issues (.20); confer with KCC regarding duplication of safety union claims (.20); draft email to Lennox regarding pension/OPEB solicitation procedures motion and exhibits (.30); revise pension/OPEB motion and exhibits (.70).	7.10	550.00	3,905.00
03/31/14	D G HEIMAN Conference with Lennox regarding up-front state funding.	0.30	1,000.00	300.00
03/31/14	D G HEIMAN Conference with Lennox and Wilson regarding changes to plan of adjustment/disclosure statement and filing issues regarding same.	0.80	1,000.00	800.00
03/31/14	D G HEIMAN [REDACTED]	0.20	1,000.00	200.00
03/31/14	D G HEIMAN [REDACTED]	0.30	1,000.00	300.00
03/31/14	D G HEIMAN Review and comment on press release regarding filing of amended plan of adjustment and disclosure statement.	0.50	1,000.00	500.00
03/31/14	D M HIRTZEL Review case docket and obtain additional objections filed to disclosure statement and distribute same to Seidman and Zeltner upon request (.40); prepare for (2.30) and electronically file amended plan of adjustment, amended disclosure statement and notice of blackline versions of same (.70); arrange for service of same with KCC (.20).	3.60	275.00	990.00
03/31/14	T HOFFMANN Prepare hearing notes on Syncora's motion to extend disclosure statement related deadlines (3.10); review materials relating to hearing on motion to extend, including original scheduling order (.50).	3.60	675.00	2,430.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	P L HUBBARD Telephone conference with Ramey (Alphalit), Huff (Black Letter Discovery), Boyce and Leatherman regarding document production issues.	0.50	450.00	225.00
03/31/14	P L HUBBARD Review documents for responsiveness and privilege.	6.50	450.00	2,925.00
03/31/14	G S IRWIN Review and evaluate new discovery requests to Detroit Institute of Arts and other third parties (.80); review Detroit Institute of Arts documents regarding same (1.50); prepare for (.30) and participate in call with O'Reilly (Detroit Institute of Arts) regarding same (.40); revise witness list and proposed topics (.90); meet with Stewart, Moss and Eaton regarding offensive discovery (.70); draft additional offensive discovery topics (.90); communicate with Eaton regarding same (.20); evaluate responses to written discovery requests (.90); review new filings regarding expert procedures and disclosure statement (.70).	7.30	750.00	5,475.00
03/31/14	J JOHNSON Review fact witness outline.	0.50	525.00	262.50
03/31/14	B T LEATHERMAN Draft agenda for (.30) and conduct project status call with AlphaLit and Black Letter (.30); communicate with Brink (Conway Mackenzie) regarding Conway Mackenzie's document collection progress and estimate data volumes for first shipment (.30).	0.90	200.00	180.00
03/31/14	H LENNOX Review and revise plan and disclosure statement (1.40); conferences with Wilson, Seidman, Heiman, Van Dusen (Miller Canfield), Bennett, Nowling (City) regarding same (2.40); conferences with [REDACTED] (.40); review and revise plan litigation outline (.80); review all creditor and state submissions on disclosure statement timing and court's order to show cause regarding experts (1.30); telephone conferences with Heiman, Huebner (Davis Polk), Bennett regarding impaired classes (.60).	6.90	975.00	6,727.50
03/31/14	E MILLER Edit draft disclosure statement (2.10); conference with Wilson regarding same (.10).	2.20	925.00	2,035.00
03/31/14	D T MOSS Communicate with Stewart, DiPompeo, Irwin, Hale, Boyce, Nelson, and Eaton regarding offensive discovery requests, sources, issues, and related matters (.80); review responses to Court's order to show cause regarding FRE 706 expert (.60); communicate with DiPompeo regarding witness organization and related matters (.40).	1.80	650.00	1,170.00
03/31/14	L E NELSON Review and analyze documents for responsiveness, confidentiality and privilege in connection with plan of adjustment (7.20); respond to contract attorneys' inquiries regarding same (.60).	7.80	650.00	5,070.00
03/31/14	B ROSENBLUM Communicate with Ball, Stewart, DiPompeo, Kovsky-Apap (Pepper Hamilton) and Hertzberg (Pepper Hamilton) regarding treatments of COPs in plan of adjustment.	0.70	800.00	560.00
03/31/14	J H ROTH Review and analyze documents reviewed but not produced in prior production to determine whether responsive to Ambac plan of adjustment document requests (7.10); complete privilege log in connection therewith (1.60); confer with Nelson, Floyd, Chisman, Amadi, Aeschlimann, and BlackLetter contract review attorneys regarding responsiveness and privilege questions (.50).	9.20	400.00	3,680.00
03/31/14	B L SEDLAK Exchange of numerous correspondence with Castro (Foundation), Ferriby (Foundation) and Wilson with respect to Detroit Institute of Arts term sheet and Plan of Adjustment (1.20); exchange correspondence with Lennox and Castro (Foundation) regarding payment schedule of Foundations and State (.30); review final term sheet and disclosure statement (.80).	2.30	800.00	1,840.00

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Plan of Adjustment

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	J L SEIDMAN	11.20	450.00	5,040.00
	Draft, revise and finalize amended plan of adjustment and exhibits thereto (8.60); revise disclosure statement to conform to updated plan (.60); various communications with Wilson, Lennox, Zeltner regarding same (.90); draft and revise notice of filing blacklined versions of plan and disclosure statement (.40); communicate with Wilson regarding same (.20); prepare for (.20) and oversee (.10) filing of same; communicate with KCC (.10) and Hayes and Mays (both City) (.10) regarding posting on websites of amended plan and disclosure statement.			
03/31/14	G M SHUMAKER	2.40	850.00	2,040.00
	Review and analyze Syncora's subpoenas to communicate with Hale, Cullen and Irwin regarding document discovery issues (.30); review objectors' replies to Court's show cause order regarding appointment of experts (.70); review/revise affirmative case planning outline (1.20); review Lennox comments on same (.20).			
03/31/14	G S STEWART	0.90	900.00	810.00
	Communicate with Moss, DiPompeo, Irwin, Boyce and Hale (by telephone) regarding discovery to be taken (.70); review concurrence on order to show cause by Syncora (.20).			
03/31/14	J M TILLER	6.30	625.00	3,937.50
	Review and comment upon plan, schedules and exhibits (3.80); communicate with Florczak regarding debt models associated with Plan (.50); communicate with Seidman regarding Plan filing (.30); communicate with Wilson regarding water and sewer debt related to plan filing (.20); analyze documents related to same (.80); review correspondence and materials from Marken (Miller Buckfire) regarding plan filing (.40); analyze materials sent from Manion (City) regarding retaining actions pursuant to plan (.30).			
03/31/14	O S ZELTNER	12.30	350.00	4,305.00
	Draft/revise amended disclosure statement (11.90); communicate with Wilson (.20), Seidman (.20) regarding same.			
TOTAL		2,008.00	USD	1,221,862.50

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Contract Issues

USD 61,595.00

TOTAL

USD 61,595.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
J B ELLMAN	6.10	900.00	5,490.00
H LENNOX	2.70	975.00	2,632.50
T A WILSON	6.30	650.00	4,095.00
ASSOCIATE			
M J AUSTIN	8.40	425.00	3,570.00
J A FLORCZAK	22.30	375.00	8,362.50
T HOFFMANN	6.00	675.00	4,050.00
J M TILLER	52.20	625.00	32,625.00
PARALEGAL			
D M HIRTZEL	2.80	275.00	770.00
TOTAL	106.80	USD	61,595.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Contract Issues included the following:

- (1) Evaluated various contract issues relating to vendor management and assisted the City in addressing various vendor-related issues in connection with the chapter 9 case and the City's restructuring efforts;
- (2) Participated in meetings with the City and its financial advisors regarding vendor management matters, contract administration and restructuring initiatives;
- (3) Continued to evaluate the City's contracts and leases for treatment in the chapter 9 case, conducted related research and continued to develop a contract assumption and rejection process to be implemented under or in connection with the City's plan of adjustment, including analyzing issues relating to damages arising from rejected contracts and cure payments associated with contracts to be assumed;
- (4) Prepared and filed a motion to extend the deadline to assume or reject executory contracts and unexpired leases (the "Extension Motion") and a motion to shorten the notice period with respect to the same, and conducted supporting research;
- (5) Prepared for and participated in the Bankruptcy Court's March 26, 2014 hearing on the Extension Motion; and
- (6) Addressed issues relating to potential amendments to the City's contracts [REDACTED].

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	J A FLORCZAK	0.90	375.00	337.50
	Communicate with Tiller regarding project (.30); communicate with Gannon at KCC regarding Detroit lease listing (.10); communicate with Wilson regarding motion to extend deadline to assume or reject leases (.30); communicate with Saldanha (Ernst & Young) regarding lease listing (.20).			
03/04/14	J A FLORCZAK	0.70	375.00	262.50
	Draft exhibit chart for motion to extend assumption/rejection deadline (.60); communicate results to Tiller (.10).			
03/04/14	T HOFFMANN	1.60	675.00	1,080.00
	Review and analyze issues and correspondence [REDACTED] (.80); communicate with Pickering (Ernst & Young), Messana (Ernst & Young), [REDACTED] regarding same (.80).			
03/04/14	J M TILLER	1.40	625.00	875.00
	Communicate with Saldanha (Ernst & Young) regarding contracts and leases (.40); prepare for same (.40); review potential lease rejections (.50); communicate with Florczak regarding same (.10)			
03/05/14	J A FLORCZAK	2.30	375.00	862.50
	Communicate with Tiller regarding lease extension project (.50); communicate with Saldanha and Pickering (both Ernst & Young) regarding leases to be assumed/rejected (.70); review lease information (1.10).			
03/05/14	T HOFFMANN	0.60	675.00	405.00
	Communicate with Klager (Detroit Water and Sewer) regarding [REDACTED] (.30); review and revise same (.30).			
03/05/14	J M TILLER	2.10	625.00	1,312.50
	Communicate with Messana (Ernst & Young), Saldanha (Ernst & Young), Pickering (Ernst & Young) and Hoffmann regarding certain leases (.30); analyze information regarding same (.40); communicate with Florczak regarding lease rejection process (.30); review supplier agreement regarding possible rejection (.80); review correspondence from counsel regarding same (.30).			
03/06/14	M J AUSTIN	1.40	425.00	595.00
	Attend conference calls with City and Hoffmann regarding [REDACTED] (1.10); communicate with Hoffmann regarding [REDACTED] (.30).			
03/06/14	J A FLORCZAK	0.20	375.00	75.00
	Communicate with Wilson regarding 365(d)(4) motion to extend assumption/rejection deadline.			
03/06/14	T HOFFMANN	1.50	675.00	1,012.50
	Communicate with Pickering (Ernst & Young) regarding [REDACTED] (.20); review and analyze documents relating [REDACTED] (.60); participate in conference call with Pickering (Ernst & Young), Klager (Detroit Water and Sewer) and DWSD representatives regarding [REDACTED] (.70).			
03/06/14	J M TILLER	9.80	625.00	6,125.00
	Draft contract rejection procedures motion, order and exhibit thereto (8.80); review precedent regarding same (.70); communicate with Florczak regarding leases (.30).			
03/07/14	J M TILLER	3.90	625.00	2,437.50
	Draft and revise contract rejection procedures motion (3.80); communicate with Erens regarding same (.10).			
03/11/14	M J AUSTIN	1.30	425.00	552.50
	Review and summarize [REDACTED]			
03/11/14	J A FLORCZAK	3.70	375.00	1,387.50
	Communicate with Tiller regarding 365(d)(4) motion (.20); research Sixth Circuit case law regarding section 365(d)(4) (.40); draft and revise 365(d)(4) motion (3.10).			

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Contract Issues

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/11/14	T HOFFMANN Communicate with Klager (Detroit Water and Sewer) regarding [REDACTED]	0.20	675.00	135.00
03/11/14	J M TILLER Communicate with Wilson and Florczak regarding leases and contracts that may be rejected (.30); review comments to lease motion (.30).	0.60	625.00	375.00
03/11/14	T A WILSON Review and revise motion to extend time to assume or reject non-residential real property leases (.40); communicate with Tiller, Florczak regarding same (.30);	0.70	650.00	455.00
03/12/14	M J AUSTIN Review [REDACTED]	1.30	425.00	552.50
03/12/14	J A FLORCZAK Conference call with Wilson and Tiller regarding 365(d)(4) (.70); review and revise 365(d)(4) motion (.80); analyze comparable 365(d)(4) motions for precedent (.40).	1.90	375.00	712.50
03/12/14	J M TILLER Prepare for call with Wilson and Florczak (.20); communicate with same (.30); review and comment upon revised lease motion to extend 365(d)(4) deadline (1.60)	2.10	625.00	1,312.50
03/12/14	T A WILSON Communicate with Tiller, Florczak regarding motion to extend time to assume or reject non-residential real property leases.	0.30	650.00	195.00
03/13/14	M J AUSTIN Review and summarize [REDACTED]	0.60	425.00	255.00
03/13/14	J M TILLER Communicate with Addison (Conway MacKenzie) regarding request for proposals from vendors and concerns related to payments going forward (.30); analyze documentation and information regarding same (.90).	1.20	625.00	750.00
03/13/14	J M TILLER Review and comment upon proposed service agreement (.70); analyze funding initiatives regarding same (.20).	0.90	625.00	562.50
03/13/14	T A WILSON Review and revise motion to extend time to assume or reject non-residential real property leases (.50); communicate with Ellman, Tiller regarding same (.10).	0.60	650.00	390.00
03/14/14	M J AUSTIN Review [REDACTED]	0.70	425.00	297.50
03/14/14	J M TILLER Prepare for (.60) and participate in (.30) [REDACTED] analyze information regarding same (1.80).	2.70	625.00	1,687.50
03/15/14	J B ELLMAN Review and revise motion for section 365(d)(4) extension of time to assume or reject nonresidential real property leases (1.20); communicate with Wilson regarding same (.10); review correspondence regarding ADP contract-related payments (.10); communicate with Hill (City) (.10) and Merrett (.10) regarding same.	1.60	900.00	1,440.00
03/16/14	T A WILSON Review Ellman markup of motion to extend time to assume or reject nonresidential real property leases (.10); communicate with Tiller, Florczak regarding same (.10).	0.20	650.00	130.00
03/17/14	J A FLORCZAK Draft and revise motion to extend time per 365(d)(4) (1.80); research applicable 6th Circuit caselaw (.40); communicate with Tiller, Wilson regarding same (.40).	2.60	375.00	975.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/17/14	T A WILSON	1.60	650.00	1,040.00
	Review and revise motion to extend time to assume or reject nonresidential real property leases (1.20); communicate with Ellman, Tiller, Florczak regarding same (.40).			
03/18/14	J B ELLMAN	1.30	900.00	1,170.00
	Review and revise updated section 365(d)(4) extension motion (.90); communicate with Wilson, Tiller regarding same and open issues (.20); review supporting materials (.20).			
03/18/14	J A FLORCZAK	3.20	375.00	1,200.00
	Review and revise 365(d)(4) motion (.70); communicate with Ellman, Wilson and Tiller regarding same (.10); communicate with Tiller regarding shortened notice motion (.10); draft shortened notice motion (2.30).			
03/18/14	J M TILLER	2.40	625.00	1,500.00
	Review and comment upon motion for shortened notice for lease motion (.70); revise lease motion (.80); communicate with Florczak regarding same (.20); analyze data and other information related to assumption and cure amounts (.70).			
03/19/14	M J AUSTIN	2.10	425.00	892.50
	Draft [REDACTED]			
03/19/14	J B ELLMAN	1.90	900.00	1,710.00
	[REDACTED] conference with Hill (City) regarding same (.20); revise motion to extend section 365(d)(4) deadline to assume or reject real property leases (.60); revise motion to shorten regarding same (.50); communicate with Wilson regarding issues for same (.20); review related materials (.20).			
03/19/14	J A FLORCZAK	2.40	375.00	900.00
	Communicate with Ellman and Wilson regarding motion to shorten notice and expedite hearing on 365(d)(4) motion (.20); communicate with Hirtzel to prepare for filing of same (.30); draft motion to shorten notice and request expedite hearing (1.10); communicate with Wilson and Ellman regarding same (.40); review and revise shortened-notice motion (.20); communicate with Hirtzel to file 365(d)(4) motion and shortened notice motion (.20).			
03/19/14	D M HIRTZEL	2.10	275.00	577.50
	Communicate with Florczak regarding certificate of service needed in motion to extend time to assume or reject unexpired leases (.30); review draft motion and notice of same and comment of same to Wilson (.40); prepare for (.80) and electronically file same and motion to expedite hearing on same (.40); communicate with KCC regarding service of same (.20).			
03/19/14	J M TILLER	3.40	625.00	2,125.00
	Review and comment upon revised lease extension motion (1.70); communicate with Florczak regarding same (.10); review information regarding vendor proposals and vendor inquiries regarding the plan of adjustment and funding (1.60).			
03/19/14	T A WILSON	1.60	650.00	1,040.00
	Review and revise ex parte motion to shorten notice of section 365(d)(4) motion (.70); communicate with Ellman, Florczak regarding same (.50); communicate with Florczak, Hirtzel regarding filing of motion to extend time to assume or reject real property leases and related ex parte motion to shorten notice (.40).			
03/20/14	J A FLORCZAK	0.50	375.00	187.50
	Communicate with Tiller regarding lease assumption and rejection (.20); communicate with City and Ernst & Young regarding 365(d)(4) lease assumption/rejection timeline (.30).			
03/20/14	J M TILLER	6.30	625.00	3,937.50
	Draft talking points with respect to vendor communications related to contract proposal process (3.30); communicate with Florczak regarding rejecting leases (.30); analyze information regarding same (.80); communicate with Addison (Conway MacKenzie) regarding vendor issues (.20); communicate with Wilson regarding leases and contracts (.20); review and analyze information with respect to labor agreements and City Employment Terms (1.30); communicate with Saldanha (Ernst & Young) regarding same (.20).			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/21/14	J B ELLMAN Communicate with Nederhood (Foley & Lardner) regarding contract treatment issues (.30); communicate with Tiller regarding same (.10); draft correspondence to Nederhood (Foley & Lardner) regarding same (.10).	0.50	900.00	450.00
03/21/14	J A FLORCZAK Communicate with City officials regarding lease extension/rejection (.10); communicate with Tiller regarding upcoming hearing (.20); draft hearing summary for Lennox (1.30); communicate with Lennox regarding same (.20).	1.80	375.00	675.00
03/21/14	J M TILLER Analyze information with respect to obligations under a Purchasing Department agreement with a vendor (2.40); communicate with Ellman regarding vendor (.20); communicate with Erens and Florczak regarding City's process involving the assumption or rejection of leases (.40); analyze information regarding same (.90); review support document for 365(d)(4) extension hearing (.40); communicate with Lennox regarding same (.20); review order regarding lease hearing (.20); review vendor agreement proposed for rejection (.40).	5.10	625.00	3,187.50
03/23/14	J M TILLER Communicate with Wilson regarding leases.	0.10	625.00	62.50
03/23/14	T A WILSON Communicate with Tiller regarding upcoming hearing on motion to extend time to assume or reject nonresidential real property leases.	0.10	650.00	65.00
03/24/14	J A FLORCZAK Communicate with Tiller regarding 365(d)(4) lease extension motion (.20); communicate with City officials regarding same (.20).	0.40	375.00	150.00
03/24/14	J M TILLER Review correspondence from Dick (City) regarding various leases (.20); analyze information regarding same (.50).	0.70	625.00	437.50
03/25/14	M J AUSTIN Review and revise ██████████ (.80); communicate with Ernst & Young regarding same (.20).	1.00	425.00	425.00
03/25/14	J A FLORCZAK Draft supplemental hearing notes to assist in 365(d)(4) extension motion.	0.90	375.00	337.50
03/25/14	T HOFFMANN Review and revise ██████████ (1.80); communicate with Austin regarding same (.30).	2.10	675.00	1,417.50
03/25/14	H LENNOX Review 365(d)(4) motion (.20); communicate with Wilson, Tiller, Florczak regarding same (1.10); review information to prepare for hearing on same (.40).	1.70	975.00	1,657.50
03/25/14	J M TILLER Provide information to Lennox in preparation for 365(d)(4) hearing (.50); communicate with Florczak regarding same (.30); review correspondence from Wilson and Ellman regarding same (.30); review and comment upon hearing preparation notes for Lennox (.40); review Judge Rhodes precedent regarding same (.60).	2.10	625.00	1,312.50
03/25/14	T A WILSON Communicate with Lennox, Ellman, Tiller, Florczak regarding preparation for hearing on motion to extend time to assume or reject non-residential real property leases.	0.60	650.00	390.00
03/26/14	J A FLORCZAK Communicate with Dick (City) regarding lease assumption/rejection (.20); communicate with Hirtzel regarding file of proposed order regarding 365(d)(4) motion (.20); draft lease exhibit list for filing (.40).	0.80	375.00	300.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/26/14	D M HIRTZEL Prepare for (.20) and submit (.10) proposed order extending time to assume or reject leases; communicate with Florczak regarding schedule 1 to same (.20); communicate with Sikula (chambers) regarding proper upload of schedule 1 to same (.20).	0.70	275.00	192.50
03/26/14	H LENNOX Prepare for (.70) and attend (.30) hearing on 365(d)(4) motion.	1.00	975.00	975.00
03/26/14	J M TILLER Analyze strategy going forward with respect to various leases and agreements (.90); communicate with Wilson, Erens and Lennox regarding same (.50); communicate with LaPlante (Miller Canfield) regarding a certain lessor (.20); communicate with Messana (Ernst & Young) regarding same (.10); review information with respect to same (.50).	2.20	625.00	1,375.00
03/26/14	T A WILSON Communicate with Lennox, Tiller, Hirtzel regarding hearing on motion to extend time to assume or reject nonresidential real property leases, submission of order approving motion and next steps.	0.60	650.00	390.00
03/27/14	J B ELLMAN Communicate with Hill (City) regarding [REDACTED]	0.20	900.00	180.00
03/27/14	J M TILLER Communicate with Pickering (Ernst & Young) and Saldanha (Ernst & Young) regarding leases (.20); analyze information regarding same (1.10); review precedent related to lease transition agreements (1.20).	2.50	625.00	1,562.50
03/28/14	J B ELLMAN Review issues regarding [REDACTED] (.30); conference with Hill (City) regarding same (.20); review Orr (City) email regarding same (.10).	0.60	900.00	540.00
03/28/14	J M TILLER Analyze information with respect to lessor payments and potential assumption and rejections (.80); communicate with Messana (Ernst & Young) regarding same (.20); communicate with LaPlante (Miller Canfield) regarding same (.10); conference with Gannon (Conway MacKenzie) regarding entering into lease transition agreements (.20); analyze information regarding same (.50); communicate with Lennox regarding same (.10).	1.90	625.00	1,187.50
03/31/14	J M TILLER Review and comment upon service agreement.	0.80	625.00	500.00
TOTAL		106.80	USD	61,595.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609023

Invoice: 32684381

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Non-Working Travel

USD 176,965.00

Less 50%

(88,482.50)

USD 88,482.50

TOTAL

USD 88,482.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

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Non-Working Travel

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B B ERENS	5.60	875.00	4,900.00
W J GOLDSMITH	6.50	950.00	6,175.00
D G HEIMAN	27.20	1,000.00	27,200.00
J KASTIN	25.30	750.00	18,975.00
S C KOPPEL	5.80	925.00	5,365.00
H LENNOX	20.00	975.00	19,500.00
E M ROSSMAN	23.90	675.00	16,132.50
G S STEWART	2.80	900.00	2,520.00
T A WILSON	5.90	650.00	3,835.00
OF COUNSEL			
M L HALE	17.90	675.00	12,082.50
ASSOCIATE			
U C AMADI	2.10	350.00	735.00
D S BIRNBAUM	30.90	625.00	19,312.50
B J COLEMAN	25.10	450.00	11,295.00
L M FLOYD	6.80	475.00	3,230.00
L E NELSON	3.90	650.00	2,535.00
J H ROTH	4.80	400.00	1,920.00
J M TILLER	7.80	625.00	4,875.00
S C WOO	16.70	400.00	6,680.00
SR STAFF ATTY			
W A AESCHLIMANN	4.40	400.00	1,760.00
PARALEGAL			
J E CALLAWAY	24.50	275.00	6,737.50
PROJECT ASST			
C KIM	8.00	150.00	1,200.00
TOTAL	275.90	USD	176,965.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the activities of Jones Day relating to Non-Working Travel included the following:

- (1) Travel to various client meetings, court hearings, mediation sessions and other case activities.

JONES DAY

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Non-Working Travel

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	H LENNOX Travel from Cleveland to Detroit regarding 3/4-3/5 [REDACTED] 3/5 hearings.	2.80	975.00	2,730.00
03/04/14	D S BIRNBAUM Travel from Chicago to Detroit for various meetings with labor organizations and City leadership.	4.10	625.00	2,562.50
03/04/14	W J GOLDSMITH Travel from Washington to Detroit (3.20), and from Detroit to Washington (3.30) for meeting with Kreisberg (AFSCME).	6.50	950.00	6,175.00
03/04/14	M L HALE Travel from Washington to Detroit to collect documents for the COPs litigation and the Plan of Adjustment matters.	2.90	675.00	1,957.50
03/04/14	D G HEIMAN Travel from New York to Detroit for hearing on Disclosure Statement and Plan of Adjustment schedules [REDACTED]	2.40	1,000.00	2,400.00
03/04/14	D G HEIMAN Travel from Fort Myers to New York for [REDACTED].	2.90	1,000.00	2,900.00
03/04/14	E M ROSSMAN Travel from Columbus to Detroit related to contract discussions with EMSOA and Detroit Police Officers Association, meetings with DDOT related to ATU contract.	2.80	675.00	1,890.00
03/04/14	E M ROSSMAN Travel from Columbus to Detroit related to contract discussions with EMSOA and Detroit Police Officers Association, meetings with DDOT related to ATU contract.	0.20	675.00	135.00
03/04/14	S C WOO Travel from Chicago to Detroit for meetings with DDOT, Law Department, UAW Locals 212 and 412 and Detroit Firefighters Association.	2.00	400.00	800.00
03/05/14	J E CALLAWAY Travel from Washington to Detroit to collect materials from selected custodians regarding the COPs and Plan of Adjustment.	4.20	275.00	1,155.00
03/05/14	D G HEIMAN Return travel from Detroit to Cleveland following hearing on Disclosure Statement and Plan of Adjustment schedules [REDACTED]	2.40	1,000.00	2,400.00
03/05/14	H LENNOX Travel from Detroit to Cleveland following [REDACTED] 3/5 hearing.	2.80	975.00	2,730.00
03/06/14	D S BIRNBAUM Travel from Detroit to Chicago following meetings with labor organizations and City leadership.	4.20	625.00	2,625.00
03/07/14	J E CALLAWAY Travel from Detroit to Washington after document collection for pre-production review.	4.20	275.00	1,155.00
03/07/14	M L HALE Travel from Detroit to Washington following document collection.	3.00	675.00	2,025.00
03/07/14	D G HEIMAN Travel to/from Detroit and Cleveland for [REDACTED]	5.00	1,000.00	5,000.00
03/07/14	E M ROSSMAN Travel from Detroit to Columbus following contract discussions with EMSOA and Detroit Police Officers Association, planning meetings with DDOT related to ATU.	2.30	675.00	1,552.50

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Non-Working Travel

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/07/14	S C WOO Travel from Detroit to Chicago following meetings with DDOT, Law Department, UAW Local 212, UAW Local 412 and Detroit Firefighters Association.	1.90	400.00	760.00
03/10/14	B B ERENS Travel from Chicago to Detroit for City Council meeting.	2.80	875.00	2,450.00
03/10/14	J KASTIN Travel from New York to Detroit for meetings with Human Resources Department regarding performance management initiatives, Purchasing Department regarding custodial services outsourcing and Labor Relations Department regarding GRS Coalition negotiations.	4.20	750.00	3,150.00
03/10/14	H LENNOX Travel from Cleveland to Detroit regarding 3/11 hearing.	2.90	975.00	2,827.50
03/11/14	D S BIRNBAUM Travel from Chicago to Detroit to attend labor strategy and negotiation meetings.	3.90	625.00	2,437.50
03/11/14	J E CALLAWAY Travel from Washington to Detroit for document collection regarding plan of adjustment.	3.70	275.00	1,017.50
03/11/14	B J COLEMAN Travel from Chicago to Detroit, and from Detroit to Chicago regarding preparation session in advance of the [REDACTED]	8.90	450.00	4,005.00
03/11/14	B B ERENS Travel from Detroit to Chicago following City Council meeting.	2.80	875.00	2,450.00
03/11/14	J KASTIN Travel from Detroit to New York following meetings with Labor Relations, Purchasing and Human Resources Departments.	3.80	750.00	2,850.00
03/11/14	S C WOO Travel from Chicago to Detroit for meetings with Law Department and UAW Local 412.	2.00	400.00	800.00
03/12/14	D S BIRNBAUM Travel from Detroit to Chicago following labor strategy meetings and meeting with UAW Local 212.	4.40	625.00	2,750.00
03/12/14	C KIM Travel from Chicago to Detroit for purposes of reviewing and analyzing current and past city and union proposals with respect to the GRS Coalition, in preparation for meeting with GRS union representatives and Judge Roberts (mediator).	4.70	150.00	705.00
03/12/14	E M ROSSMAN Travel from Columbus to Detroit for Detroit Firefighters Association and AFSCME contract discussions.	3.90	675.00	2,632.50
03/12/14	S C WOO Travel from Detroit to Chicago following meetings with Law Department and UAW Local 412.	1.80	400.00	720.00
03/13/14	J E CALLAWAY Travel from Detroit to Washington after document collection regarding COPs and Plan of Adjustment.	4.30	275.00	1,182.50
03/13/14	C KIM Travel from Detroit to Chicago following review of documents regarding GRS Coalition.	3.30	150.00	495.00
03/13/14	E M ROSSMAN Travel from Detroit to Columbus following Detroit Firefighters Association and AFSCME contract discussions.	2.80	675.00	1,890.00
03/13/14	G S STEWART Travel from Washington to Boston for meeting with [REDACTED]	2.80	900.00	2,520.00

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Non-Working Travel

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/14/14	H LENNOX Travel to Cleveland from Detroit regarding 3/11 hearing [REDACTED]	2.80	975.00	2,730.00
03/17/14	D G HEIMAN Travel from Fort Myers to Detroit for meetings regarding open Plan of Adjustment issues.	2.40	1,000.00	2,400.00
03/17/14	H LENNOX Travel from Cleveland to Detroit regarding meeting with Orr (City), plan team meetings regarding modifications to Plan and Disclosure Statement [REDACTED]	2.80	975.00	2,730.00
03/17/14	T A WILSON Travel to Detroit from Cleveland in connection with March 18th meeting on plan of adjustment issues.	3.00	650.00	1,950.00
03/18/14	B J COLEMAN Travel to and from Detroit from Chicago for GRS strategy session.	8.30	450.00	3,735.00
03/18/14	D G HEIMAN Return travel from Detroit to Cleveland following meetings regarding Plan of Adjustment open issues.	2.40	1,000.00	2,400.00
03/18/14	J KASTIN Travel from New York to Detroit for meetings with Labor Relations Department regarding GRS Coalition negotiations and Purchasing Department regarding outsourcing initiatives.	4.20	750.00	3,150.00
03/18/14	H LENNOX Travel to Cleveland from Detroit following plan and mediator meetings.	2.80	975.00	2,730.00
03/18/14	E M ROSSMAN Travel from Columbus to Detroit for contract discussions with EMSOA and Detroit Firefighters Association, and meetings with Labor Relations Department regarding AFSCME and Police Dispatchers.	3.40	675.00	2,295.00
03/18/14	T A WILSON Travel from Ernst & Young offices in Detroit to Jones Day offices in Cleveland following meeting on plan issues.	2.90	650.00	1,885.00
03/19/14	D S BIRNBAUM Travel from Chicago to Detroit to attend various labor relations meetings.	4.20	625.00	2,625.00
03/19/14	J KASTIN Travel from Detroit to New York following meetings with Labor Relations Department regarding GRS Coalition negotiations.	4.40	750.00	3,300.00
03/19/14	J M TILLER Travel to Detroit from Chicago for work related to vendor issues and executory contract process.	3.80	625.00	2,375.00
03/19/14	J M TILLER Travel to Detroit from Chicago for work related to vendor issues and executory contract process.	0.20	625.00	125.00
03/21/14	D S BIRNBAUM Travel from Detroit to Chicago following various labor relations meetings.	4.40	625.00	2,750.00
03/21/14	J M TILLER Travel to Chicago from Detroit following work related to vendor contract issues.	3.80	625.00	2,375.00
03/23/14	E M ROSSMAN Travel from Detroit to Columbus related to contract review meeting with Labor Relations Department regarding AFSCME Coalition, police dispatchers and contract discussions with EMSOA.	2.80	675.00	1,890.00
03/24/14	L M FLOYD Travel from Cleveland to Columbus to conduct document review.	2.30	475.00	1,092.50
03/24/14	M L HALE Travel from Washington to Columbus to conduct document review.	2.90	675.00	1,957.50

JONES DAY

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Non-Working Travel

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/24/14	D G HEIMAN Return travel from Detroit to Cleveland following [REDACTED]	2.30	1,000.00	2,300.00
03/24/14	D G HEIMAN Travel from Fort Myers to Detroit for [REDACTED]	2.70	1,000.00	2,700.00
03/24/14	J H ROTH Travel from Boston to Columbus to conduct document review.	4.80	400.00	1,920.00
03/25/14	W A AESCHLIMANN Travel to Columbus from Chicago for document review.	4.40	400.00	1,760.00
03/25/14	B J COLEMAN Travel to Detroit from Chicago to participate in [REDACTED]	4.00	450.00	1,800.00
03/25/14	J KASTIN Travel from New York to Detroit for meetings with Labor Relations Department, and [REDACTED]	4.40	750.00	3,300.00
03/25/14	H LENNOX Travel from Cleveland to Detroit for 3/26 hearing [REDACTED]	3.10	975.00	3,022.50
03/25/14	E M ROSSMAN Travel from Columbus to Detroit related to contract discussions with Detroit Police Officers Association and Detroit Firefighters Association.	3.00	675.00	2,025.00
03/25/14	S C WOO Travel from Chicago to Detroit for meetings with Detroit Police Officers Association, Detroit Firefighters Association and Labor Relations Director.	2.80	400.00	1,120.00
03/26/14	D G HEIMAN Travel to/from Cleveland and Detroit [REDACTED]	4.70	1,000.00	4,700.00
03/26/14	J KASTIN Travel from Detroit to New York following meetings with Labor Relations Department [REDACTED]	4.30	750.00	3,225.00
03/27/14	B J COLEMAN Return to Chicago from Detroit after attending the [REDACTED] and preparing for [REDACTED]	3.90	450.00	1,755.00
03/27/14	E M ROSSMAN Travel from Detroit to Columbus related to contract discussions with Detroit Police Officers Association and Detroit Firefighters Association.	2.70	675.00	1,822.50
03/28/14	M L HALE Return travel from Columbus to Washington, D.C. following document review.	2.90	675.00	1,957.50
03/28/14	L E NELSON Travel from New York to Columbus for plan of adjustment discovery.	3.90	650.00	2,535.00
03/28/14	S C WOO Travel from Detroit to Chicago for meetings with Detroit Police Officers Association, Detroit Firefighters Association and Labor Relations Director.	1.80	400.00	720.00
03/29/14	L M FLOYD Travel from Columbus to Cleveland following document review.	2.30	475.00	1,092.50
03/30/14	J E CALLAWAY Travel from Washington to Detroit for collection of materials from custodians regarding the plan of adjustment.	4.80	275.00	1,320.00

JONES DAY

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Non-Working Travel

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/30/14	M L HALE Travel to Detroit from Washington for document collection.	2.80	675.00	1,890.00
03/30/14	S C KOPPEL Travel from New York to Detroit for City Council Hearing.	2.90	925.00	2,682.50
03/31/14	U C AMADI Travel from Atlanta to Columbus for document review.	2.10	350.00	735.00
03/31/14	D S BIRNBAUM Travel from Chicago to Detroit, and from Detroit to Chicago, for scheduled meeting with UAW Local 212.	5.70	625.00	3,562.50
03/31/14	J E CALLAWAY Travel from Detroit to Columbus following document collection.	3.30	275.00	907.50
03/31/14	L M FLOYD Travel from Cleveland to Columbus to conduct document review.	2.20	475.00	1,045.00
03/31/14	M L HALE Travel to Columbus from Detroit to supervise document review.	3.40	675.00	2,295.00
03/31/14	S C KOPPEL Travel from Detroit to New York following City Council hearing on Joe Louis Arena.	2.90	925.00	2,682.50
03/31/14	S C WOO Travel from Chicago to Detroit for meetings with UAW Locals 212 and 412 (2.00); travel from Detroit to Chicago following same (2.40).	4.40	400.00	1,760.00
TOTAL		275.90	USD	176,965.00

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

258183-609024

Invoice: 32684382

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Postpetition/Exit Financing

USD 92,297.50

TOTAL

USD 92,297.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

JONES DAY

258183-609024

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Postpetition/Exit Financing

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B B ERENS	40.60	875.00	35,525.00
R J GRAVES	7.50	875.00	6,562.50
ASSOCIATE			
J A FLORCZAK	7.00	375.00	2,625.00
D A HALL	78.30	600.00	46,980.00
PARALEGAL			
D M HIRTZEL	2.20	275.00	605.00
TOTAL	135.60	USD	92,297.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Postpetition / Exit Financing included the following:

- (1) Continued to negotiate with Barclays Capital Inc. regarding a new postpetition financing arrangement (the "Postpetition Financing"), consistent with the Bankruptcy Court's ruling (the "Financing Ruling") granting in part and denying in part the City's motion for an order authorizing the City to enter into a postpetition financing arrangement with Barclays (the "Financing Motion");
- (2) Prepared a revised term sheet to reflect the amended terms of the proposed Postpetition Financing to fund various restructuring initiatives in the City (referred to as the "Quality of Life Loan");
- (3) Revised the proposed order granting the Financing Motion (the "Proposed Order") in accordance with the Financing Ruling;
- (4) Prepared and filed a notice of presentment of the Proposed Order;
- (5) Analyzed various objections to the form of Proposed Order and prepared and filed a reply to the same;
- (6) Assisted in the preparation of a legal opinion in support of the Postpetition Financing and other implementation materials in anticipation of closing the loan, prepared and presented materials to City Council to seek approval of the loan and responded to various related diligence requests from City Council; and
- (7) Assisted the City with its efforts to obtain exit financing.

JONES DAY

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Postpetition/Exit Financing

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	B B ERENS Review emails to/from team regarding current status of postpetition financing and upcoming filings.	0.30	875.00	262.50
03/03/14	B B ERENS Communicate with Hall and others regarding side letter and finalizing postpetition financing documentation.	0.80	875.00	700.00
03/03/14	R J GRAVES Review and analyze open postpetition financing issues and closing requirements.	0.40	875.00	350.00
03/03/14	D A HALL Call with Massaron (Miller Canfield) regarding state law issues and status of postpetition financing.	0.70	600.00	420.00
03/03/14	D A HALL Call with Doak (Miller Buckfire) regarding remaining issues on postpetition financing.	0.30	600.00	180.00
03/03/14	D A HALL Correspondence with swap team regarding effect of order on postpetition financing.	0.30	600.00	180.00
03/03/14	D A HALL Correspondence with Massaron (Miller Canfield) and Erens regarding postpetition financing issues in connection with State.	0.40	600.00	240.00
03/03/14	D A HALL Circulate draft of postpetition financing agreement with lender and related correspondence.	0.20	600.00	120.00
03/04/14	B B ERENS Attend Miller Canfield presentation regarding exit financing issues (.90); communicate with team regarding State of Michigan approval of postpetition financing (.40); finalize side letter with Hall and other remaining financing documents (.40).	1.70	875.00	1,487.50
03/04/14	D A HALL Call with Massaron (Miller Canfield) regarding issue relating to EM order.	0.20	600.00	120.00
03/04/14	D A HALL Call with Erens regarding open postpetition financing issues.	0.40	600.00	240.00
03/04/14	D A HALL Call with Doak (Miller Buckfire) regarding fee issue.	0.30	600.00	180.00
03/04/14	D A HALL Calls with Doak (Miller Buckfire) regarding fee agreement language.	0.50	600.00	300.00
03/04/14	D A HALL Review and finalize all transaction documents for filing and submission to City Council.	1.80	600.00	1,080.00
03/04/14	D A HALL Review revised fee agreement language.	0.30	600.00	180.00
03/04/14	D A HALL Follow up call with Massaron (Miller Canfield) regarding issue relating to EM order.	0.30	600.00	180.00
03/04/14	D A HALL Call with Doak (Miller Buckfire) regarding fee issue.	0.30	600.00	180.00
03/04/14	D A HALL Revise lender agreement regarding fees.	0.50	600.00	300.00
03/04/14	D A HALL Review court filing file and City Council submission.	0.80	600.00	480.00

JONES DAY

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Postpetition/Exit Financing

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	D A HALL Call with Miller Canfield lawyers and Jones Day lawyers regarding exit financing issues.	0.90	600.00	540.00
03/04/14	D A HALL Communicate with Mays (City) regarding submission to City Council, fee issue and related issues.	0.90	600.00	540.00
03/04/14	D M HIRTZEL Prepare electronic copy of notice of presentment of revised postpetition financing order for possible filing (.60); communicate with Hall regarding same (.10).	0.70	275.00	192.50
03/05/14	B B ERENS Finalize side letter regarding financing deal (1.10); conferences with Hall regarding same (.30).	1.40	875.00	1,225.00
03/05/14	R J GRAVES Review and analyze open postpetition financing issues and closing requirements.	0.80	875.00	700.00
03/05/14	D A HALL Call with Doak (Miller Buckfire) regarding fee letter issues.	0.40	600.00	240.00
03/05/14	D A HALL Review and revise notice of presentment of revised postpetition financing order.	0.40	600.00	240.00
03/05/14	D A HALL Call with Jamison (City) regarding status of postpetition financing transaction and closing logistics.	0.30	600.00	180.00
03/05/14	D A HALL Call with Graves regarding status of postpetition financing.	0.30	600.00	180.00
03/05/14	D A HALL Correspondence with Jamison (City) regarding reporting requirements under postpetition financing order and circulation of transaction documents.	0.40	600.00	240.00
03/05/14	D A HALL Call with Doak (Miller Buckfire) regarding revised side letter.	0.30	600.00	180.00
03/05/14	D A HALL Meeting with Erens regarding revisions to transaction related documents (.30); revise same (1.30).	1.60	600.00	960.00
03/05/14	D A HALL Review and analyze transaction documents regarding reporting issue at request of client.	0.30	600.00	180.00
03/05/14	D A HALL Revise filing of transaction documents.	0.80	600.00	480.00
03/06/14	B B ERENS Review financing materials for filing (1.60); update team regarding same (.20).	1.80	875.00	1,575.00
03/06/14	R J GRAVES Review and analyze open postpetition financing issues and closing requirements (.70); conference call with lender counsel regarding open issues and closing requirements for financing (1.20).	1.90	875.00	1,662.50
03/06/14	D A HALL Coordinate submission of financing materials to City Council.	0.20	600.00	120.00
03/06/14	D A HALL Review bankruptcy court filing and City Council submission regarding financing.	1.20	600.00	720.00
03/06/14	D A HALL Respond to press inquiries regarding postpetition financing.	0.40	600.00	240.00
03/06/14	D A HALL Call with Massaron (Miller Canfield) regarding timing of filing of postpetition financing materials and related issues.	0.40	600.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/06/14	D A HALL Meeting with Erens regarding filing of materials and submission to City Council.	0.40	600.00	240.00
03/06/14	D A HALL Review postpetition financing indenture and outline flow of funds at closing.	0.30	600.00	180.00
03/06/14	D A HALL Prepare closing calendar for postpetition financing.	0.80	600.00	480.00
03/06/14	D A HALL Call with Patel (Ernst & Young) regarding closing calendar for financing.	0.30	600.00	180.00
03/07/14	R J GRAVES Review and analyze closing requirements and timeline for postpetition financing.	0.80	875.00	700.00
03/10/14	B B ERENS Prepare for City Council meeting on financing (2.20); telephone calls with Miller Buckfire regarding same (.60).	2.80	875.00	2,450.00
03/10/14	R J GRAVES Review and analyze closing requirements and timeline for postpetition financing.	0.40	875.00	350.00
03/11/14	B B ERENS Prepare for City Council meeting on postpetition financing (3.40); attend meeting regarding same (1.90).	5.30	875.00	4,637.50
03/11/14	D A HALL Call to counsel for depository bank regarding update on postpetition financing process.	0.20	600.00	120.00
03/11/14	D A HALL Call to trustee regarding update on postpetition financing process.	0.20	600.00	120.00
03/11/14	D A HALL Review presentation for City Council regarding postpetition financing.	0.20	600.00	120.00
03/12/14	B B ERENS Follow-up due diligence requests from City Council regarding postpetition financing.	0.40	875.00	350.00
03/12/14	D A HALL Call with counsel for depository bank regarding comments to court order.	0.30	600.00	180.00
03/13/14	B B ERENS Review objections to postpetition financing.	0.40	875.00	350.00
03/13/14	R J GRAVES Review and analyze postpetition financing documents for closing.	0.40	875.00	350.00
03/13/14	D A HALL Communications with Mays (City) and Sutton (city) regarding City Council inquiries on postpetition financing.	0.20	600.00	120.00
03/13/14	D A HALL Review draft City Council resolution on postpetition financing.	0.30	600.00	180.00
03/13/14	D A HALL Review objection to form of postpetition financing order.	0.50	600.00	300.00
03/13/14	D A HALL Call with Massaron (Miller Canfield) regarding City Council related issues on postpetition financing.	0.20	600.00	120.00
03/13/14	D A HALL Communications Doak (Miller Buckfire), Erens and Graves regarding objection and responses on postpetition financing.	0.50	600.00	300.00

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Postpetition/Exit Financing

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/14/14	B B ERENS	1.40	875.00	1,225.00
	Continue review of objections to postpetition financing (.60); formulate responses regarding same (.80).			
03/14/14	D A HALL	0.30	600.00	180.00
	Communications regarding City Council process and next steps for state board approval of postpetition financing.			
03/14/14	D A HALL	0.40	600.00	240.00
	Call with Erens regarding objections to postpetition financing order and related strategy.			
03/14/14	D A HALL	0.30	600.00	180.00
	Review and analyze objection to postpetition financing order.			
03/14/14	D A HALL	0.30	600.00	180.00
	Call with Hoffmann regarding filing of transaction documents for postpetition financing.			
03/14/14	D A HALL	0.40	600.00	240.00
	Revise blacklines of indenture and bond purchase agreement for filing regarding postpetition financing.			
03/14/14	D A HALL	0.70	600.00	420.00
	Review, analyze and revise language for account control agreement from lender regarding postpetition financing.			
03/14/14	D A HALL	0.60	600.00	360.00
	Call with Massaron (Miller Canfield) regarding City Council approval and emergency loan board process and related strategy regarding postpetition financing.			
03/14/14	D A HALL	0.90	600.00	540.00
	Prepare filing of revised transaction documents with bankruptcy court regarding postpetition financing.			
03/17/14	B B ERENS	0.70	875.00	612.50
	Emails regarding responses to objectors on postpetition financing (.40); emails to working team regarding scheduling relating to same (.30).			
03/17/14	D M HIRTZEL	0.50	275.00	137.50
	Prepare for (.20) and electronically file (.10) notice of filing of certain market transaction documents regarding presentation of final postpetition financing order per Hoffmann; arrange for service of same with KCC (.20).			
03/18/14	B B ERENS	0.50	875.00	437.50
	Emails with local counsel regarding hearing status regarding postpetition financing order (.20); begin preparation for hearing regarding same (.30).			
03/18/14	D A HALL	0.20	600.00	120.00
	Correspondence with Massaron (Miller Canfield) and Doak (Miller Buckfire) regarding postpetition financing scheduling and next steps.			
03/18/14	D A HALL	0.40	600.00	240.00
	Call with counsel to depository bank regarding account control agreement.			
03/18/14	D A HALL	0.40	600.00	240.00
	Revise draft of account control agreement to counsel to depository bank and lender.			
03/18/14	D A HALL	0.20	600.00	120.00
	Review scheduling order regarding postpetition financing hearing.			
03/19/14	B B ERENS	0.50	875.00	437.50
	Diligence regarding exit financing.			
03/19/14	B B ERENS	1.80	875.00	1,575.00
	Conference call with Doak (Miller Buckfire) regarding preparation for postpetition financing hearing (.90); conference with Hall regarding same (.90).			

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Postpetition/Exit Financing

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/19/14	J A FLORCZAK Research caselaw regarding discovery related issues.	1.40	375.00	525.00
03/19/14	D A HALL Meeting with Erens regarding response to objections and April 2 hearing preparation matters.	0.90	600.00	540.00
03/19/14	D A HALL Draft response to objections to notice of presentment regarding postpetition financing.	5.80	600.00	3,480.00
03/20/14	B B ERENS Review and revise response to creditor objections on financing (1.30); conferences with Hall regarding same (.70); review record regarding same (1.40); telephone call with Ernst & Young regarding preparation of affidavit regarding same (.40).	3.80	875.00	3,325.00
03/20/14	J A FLORCZAK Research caselaw in support of reply to objection to notice of presentment of postpetition financing order (5.30); analyze and summarize cases (.20); communicate results to Hall (.10).	5.60	375.00	2,100.00
03/20/14	R J GRAVES Internal conferences regarding court approval of postpetition financing and conditions associated therewith.	0.40	875.00	350.00
03/20/14	D A HALL Revise indenture regarding comments from lender counsel.	0.50	600.00	300.00
03/20/14	D A HALL Review research regarding discovery related issue regarding postpetition financing.	0.80	600.00	480.00
03/20/14	D A HALL Complete draft of reply to objections to notice of presentment of revised postpetition financing order.	3.30	600.00	1,980.00
03/20/14	D A HALL Revise objection reply regarding postpetition financing per comments from Erens.	1.20	600.00	720.00
03/20/14	D A HALL Review issue relating to exit financing strategy.	0.30	600.00	180.00
03/20/14	D A HALL Communications with Erens regarding issues of state law and evidentiary record regarding postpetition financing.	0.20	600.00	120.00
03/21/14	B B ERENS Continue review and revision of reply to objections to postpetition financing (1.70); review new cash flows regarding same (.60).	2.30	875.00	2,012.50
03/21/14	D A HALL Review process chart for closing of postpetition financing transaction.	0.50	600.00	300.00
03/21/14	D A HALL Review hearing transcripts relating to evidentiary record of postpetition financing.	1.30	600.00	780.00
03/21/14	D A HALL Call with Patel (Ernst & Young) regarding process chart and necessary revisions.	0.40	600.00	240.00
03/21/14	D A HALL Revise reply brief in response to objections to notice of presentment of revised postpetition financing order.	0.40	600.00	240.00
03/21/14	D A HALL Call with Erens regarding reply brief issues.	0.20	600.00	120.00
03/21/14	D A HALL Review and analyze cash projections for fiscal year 2014 and 2015.	0.40	600.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/24/14	B B ERENS	1.20	875.00	1,050.00
	Draft/revise reply in support of motion to dismiss Public Lighting Authority appeal.			
03/24/14	B B ERENS	4.20	875.00	3,675.00
	Review and revise reply to objections to postpetition financing order (3.40); review Court order regarding submissions regarding same (.20); prepare for hearing regarding same (.60).			
03/24/14	D A HALL	0.40	600.00	240.00
	Review and analyze postpetition financing presentation for emergency loan board.			
03/24/14	D A HALL	0.30	600.00	180.00
	Review order of court regarding postpetition financing and communication to legal team regarding response.			
03/24/14	D A HALL	3.70	600.00	2,220.00
	Review evidentiary record for postpetition financing in advance of hearing.			
03/24/14	D A HALL	0.40	600.00	240.00
	Review and revise presentation of flow of funds for client.			
03/24/14	D A HALL	0.80	600.00	480.00
	Call with Duncan (City), Naglick (City) and Jamison (City) and Patel (Ernst & Young) regarding closing mechanics on postpetition financing.			
03/24/14	D A HALL	0.40	600.00	240.00
	Call with Erens regarding court regarding additional information for postpetition financing in advance of hearing.			
03/24/14	D A HALL	0.20	600.00	120.00
	Call with Erens regarding response to objections to postpetition financing order.			
03/25/14	R J GRAVES	0.30	875.00	262.50
	Conferences with Hall regarding court approval of postpetition financing and additional comments to transaction documents.			
03/25/14	D A HALL	0.30	600.00	180.00
	Call with Graves regarding status update on postpetition financing transaction.			
03/25/14	D A HALL	0.70	600.00	420.00
	Review and analyze draft schedule of contemplated postpetition financing uses.			
03/25/14	D A HALL	0.30	600.00	180.00
	Call with Erens regarding response to objections, evidentiary issues for April 2 hearing and related strategy issues.			
03/25/14	D A HALL	0.50	600.00	300.00
	Revise account control agreement and indenture per comments from lender and depository bank.			
03/25/14	D A HALL	0.30	600.00	180.00
	Call with Erens to discuss use of loan proceeds and related schedule and other related matters.			
03/25/14	D A HALL	3.30	600.00	1,980.00
	Draft term sheet for filing with bankruptcy court in response to court's request for additional information.			
03/25/14	D A HALL	0.40	600.00	240.00
	Call with Erens, Kushiner (Conway MacKenzie) and Hill (City) regarding schedule of anticipated expenditures of postpetition financing proceeds.			
03/25/14	D A HALL	0.40	600.00	240.00
	Communications with Massaron (Miller Canfield) regarding revisions to indenture from lenders.			
03/26/14	D A HALL	0.70	600.00	420.00
	Revise reply to objections and related term sheet.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/26/14	D A HALL Communications with finance department team regarding certain payments to lending parties.	0.30	600.00	180.00
03/26/14	D A HALL Call with Addison (Conway MacKenzie) regarding issue with income tax collections.	0.30	600.00	180.00
03/26/14	D A HALL Prepare exhibits for objection reply brief.	1.10	600.00	660.00
03/26/14	D A HALL Review legislative history regarding Michigan finance statute (.20); communicate with Michigan counsel regarding same (.20).	0.40	600.00	240.00
03/26/14	D A HALL Call with Doak (Miller Buckfire) regarding objection reply and related term sheet.	0.30	600.00	180.00
03/26/14	D A HALL Review and analyze summary of material loan terms.	0.50	600.00	300.00
03/26/14	D A HALL Call with Massaron (Miller Canfield) regarding state law issues and revisions to indenture requested by lender.	0.90	600.00	540.00
03/26/14	D A HALL Call with Kushiner (Conway MacKenzie) regarding presentation of projected postpetition financing proceeds spending.	0.50	600.00	300.00
03/26/14	D A HALL Call with Doak (Miller Buckfire) regarding summary of material loan terms for filing.	0.30	600.00	180.00
03/26/14	D A HALL Review and analyze schedule of potential expenditures of postpetition financing proceeds.	0.60	600.00	360.00
03/26/14	D A HALL Call with Rosenblum regarding specific provisions of amended postpetition financing.	0.30	600.00	180.00
03/27/14	R J GRAVES Internal conferences regarding additional comments to transaction documents and closing issues.	1.30	875.00	1,137.50
03/27/14	D A HALL Revise draft indenture and account control agreement to circulate to lender counsel.	0.70	600.00	420.00
03/27/14	D A HALL Call with Erens and counsel for Barclays regarding revisions to objection reply.	0.50	600.00	300.00
03/27/14	D A HALL Revisions to schedule of proposed loan proceed uses.	1.00	600.00	600.00
03/27/14	D A HALL Prepare blackline of changes to indenture and account control agreement for Erens review.	0.30	600.00	180.00
03/27/14	D A HALL Call with counsel to lenders regarding closing and process of postpetition financing.	0.50	600.00	300.00
03/27/14	D A HALL Prepare chart summarizing compliance with court order for use as exhibit to postpetition financing reply brief.	0.70	600.00	420.00
03/27/14	D A HALL Revisions to schedule of loan proceed uses.	0.30	600.00	180.00
03/27/14	D A HALL Prepare schedule of proposed use of loan proceeds for use as exhibit to postpetition financing reply brief.	0.50	600.00	300.00

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Postpetition/Exit Financing

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/27/14	D A HALL Call with Doak (Miller Buckfire) regarding schedule of loan proceeds.	0.30	600.00	180.00
03/27/14	D A HALL Call with Erens and Doak (Miller Buckfire) regarding schedule of loan proceed uses.	0.50	600.00	300.00
03/27/14	D A HALL Compile filing materials and all exhibits for objection reply.	0.40	600.00	240.00
03/27/14	D A HALL Revise draft reply to objections to postpetition financing.	1.40	600.00	840.00
03/28/14	B B ERENS Review and revise response to objections to ensure compliance with Court order regarding submissions (3.80); telephone calls with Hall regarding same (1.20); prepare for hearing regarding same (1.70).	6.70	875.00	5,862.50
03/28/14	R J GRAVES Review final debt documents and closing requirements in connection with postpetition financing.	0.80	875.00	700.00
03/28/14	D A HALL Revisions to chart summarizing court compliance and schedule of proposed use of loan proceeds.	0.40	600.00	240.00
03/28/14	D A HALL Call with Bulger (Miller Canfield), McHugh (Miller Canfield), Jamison, Naglick (City) and Duncan (City) regarding tax exempt rules relating to postpetition financing spending.	0.80	600.00	480.00
03/28/14	D A HALL Call with Erens and Jerneycic (Ernst & Young) regarding cash flow projections.	0.70	600.00	420.00
03/28/14	D A HALL Hearing preparations with Erens for postpetition financing hearing.	1.20	600.00	720.00
03/28/14	D A HALL Prepare filing of reply to objections and related exhibits.	0.80	600.00	480.00
03/28/14	D A HALL Revise reply to objections to postpetition financing.	0.40	600.00	240.00
03/28/14	D A HALL Revise schedule of proposed loan proceeds spending.	0.40	600.00	240.00
03/28/14	D M HIRTZEL Search docket and obtain objections filed to revised postpetition financing order and distribute same to Ball upon request (.50); prepare for and electronically file reply to objections of revised postpetition financing order (.30); arrange for service of same with KCC (.20).	1.00	275.00	275.00
03/31/14	B B ERENS Prepare for financing hearing (1.60); emails to working group regarding same (.40); telephone call with Hall regarding same (.20); telephone call with Heiman regarding same (.20); telephone call with Doak (Miller Buckfire) regarding same (.20).	2.60	875.00	2,275.00
03/31/14	D A HALL Revisions to indenture per lender counsel.	0.50	600.00	300.00
03/31/14	D A HALL Call with Erens regarding hearing preparation and related issues.	0.40	600.00	240.00
03/31/14	D A HALL Prepare and revise schedule timeline of proposed transaction.	2.90	600.00	1,740.00
03/31/14	D A HALL Call with Massaron (Miller Canfield) regarding postpetition financing status.	0.40	600.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/31/14	D A HALL Review transaction closing checklist.	0.50	600.00	300.00
03/31/14	D A HALL Prepare hearing materials for postpetition finance hearing.	1.40	600.00	840.00
TOTAL		135.60	USD	92,297.50

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Eligibility Issues and Litigation

USD 76,152.50

TOTAL

USD 76,152.50

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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Eligibility Issues and Litigation

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
B R HEIFETZ	40.20	800.00	32,160.00
ASSOCIATE			
A J DICK	6.30	525.00	3,307.50
C J DIPOMPEO	3.10	550.00	1,705.00
J JOHNSON	69.90	525.00	36,697.50
PARALEGAL			
D M HIRTZEL	8.30	275.00	2,282.50
TOTAL	127.80	USD	76,152.50

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Eligibility Issues and Litigation included the following:

- (1) Addressed issues relating to the appeal of the Bankruptcy Court's eligibility order by numerous parties to prepare to defend these appeals; and
- (2) With respect to the petitions to appeal directly to the Sixth Circuit, (a) drafted an answer to the petition to appeal filed by certain *pro se* plaintiffs, (b) reviewed and analyzed the statements of issues on appeal filed by the appellants, (c) prepared and filed a motion to consolidate such appeals and extend the time in which to file briefs (the "Consolidation Motion"), and conducted supporting research, (d) prepared and filed a reply in support of the Consolidation Motion and (e) prepared responses to the motions filed by various appellants to expedite such appeals.

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Eligibility Issues and Litigation

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	B R HEIFETZ Review and revise City's answer to Williams and Aleem pro se petition.	0.70	800.00	560.00
03/03/14	B R HEIFETZ Review Williams and Aleem's response to City's motion to dismiss.	0.40	800.00	320.00
03/03/14	B R HEIFETZ Communications with DiPompeo and Johnson regarding William and Aleem's response to City's motion to dismiss.	0.80	800.00	640.00
03/03/14	B R HEIFETZ Communications with Johnson regarding City's answer to Williams and Aleem petition.	0.70	800.00	560.00
03/04/14	B R HEIFETZ Review and revise City's answer to pro se petitioners' petition for permission to appeal to the Sixth Circuit.	0.80	800.00	640.00
03/04/14	B R HEIFETZ Communication with Johnson regarding City's answer to pro se petitioners' petition for permission to appeal to the Sixth Circuit.	0.60	800.00	480.00
03/04/14	D M HIRTZEL Prepare for (.20) and electronically file answer to Williams and Aleem petition to appeal to Sixth Circuit (.60); communicate with Johnson regarding same (.10); communicate with KCC regarding service of same (.20); revise certificate of service in connection with same (.40).	1.50	275.00	412.50
03/04/14	J JOHNSON Review final as-filed version and supervise filing of answer to Williams/Aleem petition to appeal to Sixth Circuit.	0.10	525.00	52.50
03/04/14	J JOHNSON Research District Court docket regarding the district court's awareness of the Sixth Circuit's decision (.30); contact Clerk's Office regarding same (.20); communicate with DiPompeo and Heifetz regarding same (.10).	0.60	525.00	315.00
03/04/14	J JOHNSON Review/finalize answer to Williams and Aleem petition for direct appeal.	0.60	525.00	315.00
03/05/14	B R HEIFETZ Review statements of issues on appeal filed by appellants.	1.10	800.00	880.00
03/05/14	J JOHNSON Collect statements of issues on appeal filed by appellants.	0.40	525.00	210.00
03/11/14	B R HEIFETZ Meeting with Johnson, DiPompeo and Dick regarding drafting motion to consolidate appeals.	1.20	800.00	960.00
03/11/14	B R HEIFETZ Communications with Johnson, DiPompeo, Lennox and Heiman regarding briefing order.	0.50	800.00	400.00
03/12/14	A J DICK Review briefing schedule (.10); communicate with Heifetz, Johnson, DiPompeo regarding briefing for appeal of eligibility (.80); prepare for same (.40).	1.30	525.00	682.50
03/12/14	C J DIPOMPEO Communicate with Sixth Circuit Clerk's Office regarding briefing schedule for appeal of the eligibility decision.	0.20	550.00	110.00
03/12/14	C J DIPOMPEO Communicate with Heifetz, Johnson, and Dick regarding briefing schedule for the Sixth Circuit appeal of the eligibility decision (.80); prepare for same (.80).	1.60	550.00	880.00

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Eligibility Issues and Litigation

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/12/14	B R HEIFETZ Communications with DiPompeo, Dick and Johnson regarding Sixth Circuit briefing.	1.70	800.00	1,360.00
03/12/14	J JOHNSON Communicate with Heifetz, DiPompeo and Dick regarding strategy for consolidation of briefing, extension of deadlines and staffing.	1.60	525.00	840.00
03/12/14	J JOHNSON Communicate with Dick and DiPompeo regarding motion to consolidate appeals and extend deadlines regarding same.	0.10	525.00	52.50
03/13/14	A J DICK Review and revise motion to consolidate eligibility appeals briefing.	0.50	525.00	262.50
03/13/14	J JOHNSON Research case law on consolidation for motion to consolidate eligibility appeals (1.20); draft motion to consolidate eligibility appeals (3.00); communicate with Heifetz and Dick regarding same (.40).	4.60	525.00	2,415.00
03/13/14	J JOHNSON Review Takings Clause materials for Sixth Circuit appeals.	0.10	525.00	52.50
03/14/14	A J DICK Communicate with Heifetz, Johnson and DiPompeo regarding consolidation of eligibility appeals.	1.00	525.00	525.00
03/14/14	B R HEIFETZ Review and revise Sixth Circuit motion for consolidation of eligibility appeals.	1.70	800.00	1,360.00
03/14/14	B R HEIFETZ Communicate with Johnson, DiPompeo and Dick regarding motion for consolidation of eligibility appeals.	0.70	800.00	560.00
03/14/14	B R HEIFETZ Review cases regarding Sixth Circuit motion for consolidation of eligibility appeals.	1.60	800.00	1,280.00
03/14/14	J JOHNSON Revise motion to consolidate eligibility appeals and extend the briefing schedule (2.40); research regarding same (3.00).	5.40	525.00	2,835.00
03/17/14	B R HEIFETZ Communications with DiPompeo, Dick and Johnson regarding Retirement Systems motion.	1.30	800.00	1,040.00
03/17/14	B R HEIFETZ Communications with Johnson, Lennox and DiPompeo regarding motion to consolidate eligibility appeals and extend.	0.40	800.00	320.00
03/17/14	B R HEIFETZ Review and revise motion to consolidate eligibility appeals and extend.	0.80	800.00	640.00
03/17/14	B R HEIFETZ Communicate with counsel for appellants regarding motion to consolidate eligibility appeals and extend time.	0.40	800.00	320.00
03/17/14	J JOHNSON Communicate with Heifetz, DiPompeo, Dick regarding Retirement Systems motion to expedite in Eligibility appeal (.20); draft response to inquiry regarding the City's position with respect to same (.20).	0.40	525.00	210.00
03/17/14	J JOHNSON Proofread, fact/cite-check and final research for motion to consolidate eligibility appeals (1.60); communicate with Heifetz, Dick and DiPompeo regarding same (.30).	1.90	525.00	997.50
03/17/14	J JOHNSON Communicate with Heifetz, Dick and DiPompeo regarding final research for motion to consolidate eligibility appeals.	0.10	525.00	52.50

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Eligibility Issues and Litigation

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/18/14	A J DICK Communicate with Johnson and Heifetz regarding motion for consolidation of eligibility appeals and response to appellants' motion for expedition.	0.80	525.00	420.00
03/18/14	B R HEIFETZ Draft and revise consent paragraph for motion to consolidate eligibility appeals and extend time.	0.40	800.00	320.00
03/18/14	B R HEIFETZ Finalize motion to consolidate eligibility appeals and extend time.	0.80	800.00	640.00
03/18/14	B R HEIFETZ Communications with counsel for appellants regarding motion to consolidate eligibility appeals and extend time.	0.60	800.00	480.00
03/18/14	B R HEIFETZ Communications with Johnson regarding responses to counsel for appellants regarding motion to consolidate eligibility appeals and extend time.	0.80	800.00	640.00
03/18/14	D M HIRTZEL Prepare for (1.30) and electronically file (.60) motion to consolidate eligibility appeals and extend time to respond in seven Sixth Circuit appeals; communicate with Johnson regarding same (.20); arrange for service of same with KCC (.20).	2.30	275.00	632.50
03/18/14	J JOHNSON Revise motion to consolidate eligibility appeals.	0.60	525.00	315.00
03/18/14	J JOHNSON Communicate with Heifetz regarding inquiries regarding motion to consolidate eligibility appeals (.10); revise same (.10).	0.20	525.00	105.00
03/18/14	J JOHNSON Finalize motion to consolidate eligibility appeals.	0.30	525.00	157.50
03/18/14	J JOHNSON Communicate with Heifetz and Dick regarding Retirement Systems' inquiry regarding motion to expedite (.40); revise motion to consolidate eligibility appeals (1.00); revise response to inquiry regarding motion to expedite (.30); draft cover sheets for separate motion to expedite filings (.20).	1.90	525.00	997.50
03/19/14	A J DICK Communicate with Johnson and Heifetz regarding Sixth Circuit appeals scheduling and consolidation.	0.40	525.00	210.00
03/19/14	B R HEIFETZ Communicate with Miller, DiPompeo, Johnson and Dick regarding status of Sixth Circuit appeal.	0.50	800.00	400.00
03/19/14	B R HEIFETZ Communications with Johnson, Dick and DiPompeo regarding Sixth Circuit strategy.	1.30	800.00	1,040.00
03/19/14	B R HEIFETZ Review and revise opposition to motion to expedite.	1.20	800.00	960.00
03/19/14	B R HEIFETZ Meeting with Johnson regarding reply to appellants' motions.	0.80	800.00	640.00
03/19/14	B R HEIFETZ Communications with Johnson and Lennox regarding opposition to motion to expedite.	0.70	800.00	560.00
03/19/14	B R HEIFETZ Communications with counsel for appellants regarding motions to expedite and City's motion for consolidation of eligibility appeals.	0.30	800.00	240.00
03/19/14	B R HEIFETZ Communications with Johnson and DiPompeo regarding responses to appellants questions regarding administrative consolidation and expediting.	0.30	800.00	240.00

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Eligibility Issues and Litigation

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/19/14	J JOHNSON Research Sixth Circuit rules regarding disclosure of panel identity.	0.20	525.00	105.00
03/19/14	J JOHNSON Communicate with Miller, Heifetz, Dick and DiPompeo regarding Sixth Circuit eligibility appeal.	0.80	525.00	420.00
03/19/14	J JOHNSON Communicate with Heifetz and Dick regarding response to motions to expedite briefing and argument in eligibility appeal.	0.90	525.00	472.50
03/19/14	J JOHNSON Communicate with Heifetz, Dick and DiPompeo regarding amicus briefs and opposition to motion to consolidate eligibility appeals (.20); review Retiree Committee's and Retiree Association Parties' motions to expedite (.30).	0.50	525.00	262.50
03/19/14	J JOHNSON Draft opposition to Retirement Systems' motion to expedite.	4.90	525.00	2,572.50
03/20/14	B R HEIFETZ Communications with Johnson regarding City's opposition to Retiree Systems motion to expedite.	1.20	800.00	960.00
03/20/14	B R HEIFETZ Review appellants responses to City's motion to consolidate eligibility appeals.	1.50	800.00	1,200.00
03/20/14	B R HEIFETZ Communications with Lennox, Johnson, Heiman and Bennett regarding City's opposition to Retirement Systems motion to expedite.	0.90	800.00	720.00
03/20/14	B R HEIFETZ Review and revise City's opposition to Retirement Systems motion to expedite.	1.20	800.00	960.00
03/20/14	D M HIRTZEL Communicate with Johnson (.20) and Cofsky (.30) regarding Sixth Circuit filing of City's response to motion to expedite oral argument (.20); communicate with KCC regarding service of same (.20).	0.90	275.00	247.50
03/20/14	J JOHNSON Review/revise opposition to motion to expedite.	1.10	525.00	577.50
03/20/14	J JOHNSON Communicate with Heifetz regarding final revisions to opposition to motion to expedite (.20); finalize same (.20); arrange for filing of same (.10).	0.50	525.00	262.50
03/20/14	J JOHNSON Revise opposition to Retirement Systems' motion.	0.80	525.00	420.00
03/20/14	J JOHNSON Communicate with Heifetz regarding final revisions to opposition to expedition request (.10); draft final revisions (.30).	0.40	525.00	210.00
03/20/14	J JOHNSON Review appellants' opposition to motion to consolidate eligibility appeals (.30); communicate with Heifetz, Dick, DiPompeo regarding same (.20).	0.50	525.00	262.50
03/20/14	J JOHNSON Communicate with Heifetz regarding opposition to Retirement Systems' motion.	0.20	525.00	105.00
03/21/14	C J DIPOMPEO Communicate with Heifetz, Dick and Johnson regarding reply to the oppositions to the City's motion for consolidated briefing in the Sixth Circuit eligibility appeals.	0.20	550.00	110.00
03/21/14	B R HEIFETZ Communications with Johnson and Dick regarding status of Sixth Circuit motions.	0.30	800.00	240.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/21/14	B R HEIFETZ Communications with Johnson and Wilson regarding City's response to the Retiree Committee's motion to expedite proceedings (.60); revise same (1.20).	1.80	800.00	1,440.00
03/21/14	B R HEIFETZ Review and revise updated draft of City's response to the Retiree Committee's motion to expedite proceedings.	0.90	800.00	720.00
03/21/14	D M HIRTZEL Communicate with Cofsky regarding Sixth Circuit docket updates (.30); circulate District Court docket update to team (.30).	0.60	275.00	165.00
03/21/14	J JOHNSON Communicate with Heifetz regarding Michigan's concurrence in City filings.	0.30	525.00	157.50
03/21/14	J JOHNSON Draft reply in support of motion to consolidate eligibility appeals and extend time.	0.90	525.00	472.50
03/21/14	J JOHNSON Finalize opposition to Retiree Committee's motion to expedite.	0.30	525.00	157.50
03/21/14	J JOHNSON Draft reply in support of motion to consolidate eligibility appeals and extend time.	3.10	525.00	1,627.50
03/21/14	J JOHNSON Draft opposition to Retiree Committee motion (3.10); communicate with Heifetz regarding same (.30); communicate with DiPompeo regarding related research projects (.20).	3.60	525.00	1,890.00
03/22/14	J JOHNSON Research regarding consolidation issues in the Sixth Circuit.	0.80	525.00	420.00
03/22/14	J JOHNSON Draft reply in support of motion to consolidate eligibility appeals (3.10); research for same (1.00).	4.10	525.00	2,152.50
03/23/14	A J DICK Revise reply regarding motion for consolidated briefing and oral argument.	1.70	525.00	892.50
03/23/14	B R HEIFETZ Communications with Lennox and Johnson regarding City's reply in support of motion to consolidate eligibility appeals and extend in the Sixth Circuit.	0.30	800.00	240.00
03/23/14	B R HEIFETZ Review and revise City's reply in support of motion to consolidate eligibility appeals and extend.	1.10	800.00	880.00
03/23/14	J JOHNSON Review Heifetz edits to reply in support of motion to consolidate eligibility appeals (.30); revise same (1.30); communicate with Heifetz, Lennox, DiPompeo and Dick regarding same (.20).	1.80	525.00	945.00
03/24/14	B R HEIFETZ Communications with Johnson and Dick regarding reply in support of motion to consolidate eligibility appeals and extend in the Sixth Circuit.	0.80	800.00	640.00
03/24/14	B R HEIFETZ Review and revise opposition to the UAW's and Flowers Plaintiffs' motion for order revising the briefing schedule and scheduling oral argument.	0.80	800.00	640.00
03/24/14	B R HEIFETZ Review and revise reply in support of motion to consolidate eligibility appeals and extend in the Sixth Circuit.	1.90	800.00	1,520.00
03/24/14	B R HEIFETZ Communications with Johnson regarding opposition to UAW motion for revising briefing schedule.	0.90	800.00	720.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/24/14	D M HIRTZEL	3.00	275.00	825.00
	Prepare for (.50) and electronically file (.90) in seven Sixth Circuit appeals the reply in support of motion to consolidate eligibility appeals proceedings; communicate with KCC regarding service of same (.20); communicate with Johnson regarding filing of same (.20); communicate with Johnson regarding filing of opposition to UAW and Flowers plaintiffs motion for order revising briefing schedule and scheduling of oral argument (.20); prepare exhibits to same (.60); electronically file same (.30); communicate with KCC regarding service of same (.10).			
03/24/14	J JOHNSON	0.60	525.00	315.00
	Review Dick and DiPompeo revisions to reply in support of motion to consolidate eligibility appeals (.10); communicate with Heifetz regarding same (.50).			
03/24/14	J JOHNSON	5.90	525.00	3,097.50
	Draft final revisions to reply in support of motion to consolidate eligibility appeals (1.90); draft opposition to UAW motion to expedite (3.10); communicate with Heifetz, Dick, DiPompeo regarding same (.50); communicate with Hirtzel regarding filing of same (.40).			
03/25/14	A J DICK	0.60	525.00	315.00
	Review reply brief filed by objectors regarding consolidation of briefing and expedition of oral argument.			
03/25/14	C J DIPOMPEO	0.90	550.00	495.00
	Review motion to strike the City's motion to dismiss, filed by pro se eligibility appellants in the District Court (.70); communicate with Heifetz, Johnson and Dick regarding response to same (.20).			
03/25/14	B R HEIFETZ	0.90	800.00	720.00
	Communications with Johnson and Dick regarding Retirement Systems' response to City's motion to consolidate eligibility appeals			
03/25/14	B R HEIFETZ	0.70	800.00	560.00
	Review Retirement Systems' response to City's motion to consolidate eligibility appeals			
03/25/14	B R HEIFETZ	0.30	800.00	240.00
	Review Williams/Aleem reply to motion to strike.			
03/25/14	B R HEIFETZ	0.20	800.00	160.00
	Communications with Johnson regarding Williams/Aleem reply to motion to strike.			
03/25/14	J JOHNSON	1.90	525.00	997.50
	Review previously filed materials regarding collateral estoppel issues for Sixth Circuit briefing (.80); research regarding same (1.10).			
03/25/14	J JOHNSON	3.60	525.00	1,890.00
	Research collateral estoppel issues for Sixth Circuit response to Retirement Systems.			
03/26/14	J JOHNSON	5.90	525.00	3,097.50
	Research regarding Michigan estoppel law for Sixth Circuit briefing.			
03/27/14	B R HEIFETZ	0.20	800.00	160.00
	Review UAW reply to City's motion to consolidate eligibility appeals.			
03/27/14	B R HEIFETZ	0.70	800.00	560.00
	Communications with counsel for State and Johnson regarding State's concurrence in City's motion to consolidate eligibility appeals.			
03/27/14	J JOHNSON	5.40	525.00	2,835.00
	Research regarding scope of automatic stay and bankruptcy court jurisdiction for purposes of collateral estoppel argument in Sixth Circuit eligibility brief.			
03/28/14	C J DIPOMPEO	0.20	550.00	110.00
	Communicate with Heifetz and Johnson regarding concurrence by the State in the City's motion to consolidate eligibility appeals briefing in the Sixth Circuit eligibility appeals.			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/28/14	B R HEIFETZ Communications with Johnson, counsel for AARP and counsel for appellants regarding amicus brief to be filed by AARP.	0.50	800.00	400.00
03/28/14	J JOHNSON Communicate with Heifetz and DiPompeo regarding concurrence by the State in City's motion to consolidate eligibility appeals (.20); communicate with State attorneys regarding same (.20).	0.40	525.00	210.00
03/28/14	J JOHNSON Research mutuality of estoppel from Sixth Circuit eligibility brief.	0.60	525.00	315.00
03/28/14	J JOHNSON Review citations in AARP amicus letter (.10); communicate with Heifetz regarding same (.10).	0.20	525.00	105.00
03/31/14	J JOHNSON Communicate with Dick regarding Sixth Circuit briefing plan (.10); review Retiree Committee objections to plan classification (.20).	0.30	525.00	157.50
03/31/14	J JOHNSON Research for fact section of Sixth Circuit eligibility briefs.	0.50	525.00	262.50
TOTAL		127.80	USD	76,152.50

IN ACCOUNT WITH

JONES DAY
Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

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Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Mediation Activities

USD 274,295.00

TOTAL

USD 274,295.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
T F CULLEN JR	4.10	975.00	3,997.50
B W EASLEY	29.00	750.00	21,750.00
W J GOLDSMITH	10.00	950.00	9,500.00
D G HEIMAN	54.60	1,000.00	54,600.00
J KASTIN	34.20	750.00	25,650.00
H LENNOX	69.40	975.00	67,665.00
E MILLER	67.10	925.00	62,067.50
ASSOCIATE			
D S BIRNBAUM	8.40	625.00	5,250.00
B J COLEMAN	38.80	450.00	17,460.00
S C WOO	11.20	400.00	4,480.00
PROJECT ASST			
C KIM	12.50	150.00	1,875.00
TOTAL	339.30	USD	274,295.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Mediation Activities included the following:

- (1) [REDACTED]
- (2) [REDACTED]
- (3) [REDACTED]
- (4) [REDACTED]

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SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/02/14	B W EASLEY	0.50	750.00	375.00
03/02/14	D G HEIMAN	0.40	1,000.00	400.00
03/02/14	J KASTIN	0.40	750.00	300.00
03/03/14	B J COLEMAN	3.10	450.00	1,395.00
03/03/14	B W EASLEY	1.20	750.00	900.00
03/03/14	W J GOLDSMITH	0.30	950.00	285.00
03/03/14	W J GOLDSMITH	0.50	950.00	475.00
03/03/14	D G HEIMAN	0.30	1,000.00	300.00
03/03/14	D G HEIMAN	0.80	1,000.00	800.00
03/03/14	D G HEIMAN	0.40	1,000.00	400.00
03/03/14	D G HEIMAN	0.90	1,000.00	900.00
03/03/14	J KASTIN	5.30	750.00	3,975.00
03/03/14	E MILLER	1.90	925.00	1,757.50
03/04/14	B W EASLEY	1.10	750.00	825.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/04/14	W J GOLDSMITH	1.30	950.00	1,235.00
	[REDACTED]			
03/04/14	W J GOLDSMITH	2.30	950.00	2,185.00
	[REDACTED]			
03/04/14	D G HEIMAN	5.80	1,000.00	5,800.00
	[REDACTED]			
03/04/14	D G HEIMAN	0.30	1,000.00	300.00
	[REDACTED]			
03/04/14	H LENNOX	8.70	975.00	8,482.50
	[REDACTED]			
03/04/14	E MILLER	0.60	925.00	555.00
	[REDACTED]			
03/04/14	S C WOO	0.30	400.00	120.00
	[REDACTED]			
03/05/14	T F CULLEN JR	3.30	975.00	3,217.50
	[REDACTED]			
03/05/14	B W EASLEY	2.40	750.00	1,800.00
	[REDACTED]			
03/05/14	W J GOLDSMITH	0.30	950.00	285.00
	[REDACTED]			
03/05/14	W J GOLDSMITH	0.60	950.00	570.00
	[REDACTED]			
03/05/14	D G HEIMAN	0.50	1,000.00	500.00
	[REDACTED]			
03/05/14	D G HEIMAN	4.90	1,000.00	4,900.00
	[REDACTED]			
03/05/14	J KASTIN	1.20	750.00	900.00
	[REDACTED]			
03/05/14	H LENNOX	2.60	975.00	2,535.00
	[REDACTED]			
03/05/14	E MILLER	0.80	925.00	740.00
	[REDACTED]			
03/06/14	B J COLEMAN	0.80	450.00	360.00
	[REDACTED]			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/06/14	B W EASLEY	0.50	750.00	375.00
	[REDACTED]			
03/06/14	W J GOLDSMITH	0.30	950.00	285.00
	[REDACTED]			
03/06/14	D G HEIMAN	0.50	1,000.00	500.00
	[REDACTED]			
03/06/14	D G HEIMAN	0.30	1,000.00	300.00
	[REDACTED]			
03/06/14	J KASTIN	1.60	750.00	1,200.00
	[REDACTED]			
03/06/14	S C WOO	1.80	400.00	720.00
	[REDACTED]			
03/07/14	B W EASLEY	0.60	750.00	450.00
	[REDACTED]			
03/07/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			
03/07/14	D G HEIMAN	9.40	1,000.00	9,400.00
	[REDACTED]			
03/07/14	J KASTIN	1.00	750.00	750.00
	[REDACTED]			
03/07/14	H LENNOX	2.50	975.00	2,437.50
	[REDACTED]			
03/07/14	E MILLER	0.20	925.00	185.00
	[REDACTED]			
03/08/14	D G HEIMAN	1.40	1,000.00	1,400.00
	[REDACTED]			
03/08/14	D G HEIMAN	0.80	1,000.00	800.00
	[REDACTED]			
03/08/14	J KASTIN	1.90	750.00	1,425.00
	[REDACTED]			
03/09/14	B W EASLEY	0.30	750.00	225.00
	[REDACTED]			

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/09/14	W J GOLDSMITH [REDACTED]	0.60	950.00	570.00
03/09/14	W J GOLDSMITH [REDACTED]	0.20	950.00	190.00
03/09/14	W J GOLDSMITH [REDACTED]	0.30	950.00	285.00
03/09/14	D G HEIMAN [REDACTED]	1.30	1,000.00	1,300.00
03/09/14	D G HEIMAN [REDACTED]	0.70	1,000.00	700.00
03/09/14	J KASTIN [REDACTED]	2.40	750.00	1,800.00
03/09/14	H LENNOX [REDACTED]	0.40	975.00	390.00
03/10/14	D S BIRNBAUM [REDACTED]	0.20	625.00	125.00
03/10/14	B W EASLEY [REDACTED]	1.60	750.00	1,200.00
03/10/14	W J GOLDSMITH [REDACTED]	0.20	950.00	190.00
03/10/14	W J GOLDSMITH [REDACTED]	0.30	950.00	285.00
03/10/14	W J GOLDSMITH [REDACTED]	0.60	950.00	570.00
03/10/14	W J GOLDSMITH [REDACTED]	0.50	950.00	475.00
03/10/14	D G HEIMAN [REDACTED]	0.40	1,000.00	400.00
03/10/14	D G HEIMAN [REDACTED]	0.40	1,000.00	400.00
03/10/14	D G HEIMAN [REDACTED]	0.50	1,000.00	500.00
03/10/14	H LENNOX [REDACTED]	0.80	975.00	780.00
03/10/14	E MILLER [REDACTED]	4.80	925.00	4,440.00

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/11/14	B J COLEMAN	7.00	450.00	3,150.00
	[REDACTED]			
03/11/14	B W EASLEY	0.50	750.00	375.00
	[REDACTED]			
03/11/14	D G HEIMAN	1.20	1,000.00	1,200.00
	[REDACTED]			
03/11/14	J KASTIN	3.30	750.00	2,475.00
	[REDACTED]			
03/11/14	H LENNOX	0.70	975.00	682.50
	[REDACTED]			
03/11/14	E MILLER	0.40	925.00	370.00
	[REDACTED]			
03/11/14	S C WOO	0.20	400.00	80.00
	[REDACTED]			
03/12/14	D S BIRNBAUM	0.20	625.00	125.00
	[REDACTED]			
03/12/14	B W EASLEY	3.50	750.00	2,625.00
	[REDACTED]			
03/12/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			
03/12/14	W J GOLDSMITH	0.10	950.00	95.00
	[REDACTED]			
03/12/14	W J GOLDSMITH	0.10	950.00	95.00
	[REDACTED]			
03/12/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			
03/12/14	D G HEIMAN	0.30	1,000.00	300.00
	[REDACTED]			
03/12/14	D G HEIMAN	0.40	1,000.00	400.00
	[REDACTED]			
03/12/14	J KASTIN	0.90	750.00	675.00
	[REDACTED]			

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/12/14	C KIM	6.80	150.00	1,020.00
03/12/14	H LENNOX	0.20	975.00	195.00
03/12/14	S C WOO	1.70	400.00	680.00
03/13/14	D S BIRNBAUM	1.10	625.00	687.50
03/13/14	B W EASLEY	1.90	750.00	1,425.00
03/13/14	W J GOLDSMITH	0.20	950.00	190.00
03/13/14	D G HEIMAN	0.30	1,000.00	300.00
03/13/14	J KASTIN	0.90	750.00	675.00
03/13/14	C KIM	1.90	150.00	285.00
03/13/14	C KIM	3.80	150.00	570.00
03/13/14	H LENNOX	6.10	975.00	5,947.50
03/13/14	E MILLER	5.50	925.00	5,087.50
03/13/14	E MILLER	0.40	925.00	370.00
03/14/14	J KASTIN	0.50	750.00	375.00
03/14/14	H LENNOX	8.80	975.00	8,580.00
03/14/14	E MILLER	5.90	925.00	5,457.50

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<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/15/14	E MILLER	0.80	925.00	740.00
03/17/14	D S BIRNBAUM	1.20	625.00	750.00
03/17/14	B W EASLEY	0.60	750.00	450.00
03/17/14	J KASTIN	1.80	750.00	1,350.00
03/17/14	E MILLER	5.60	925.00	5,180.00
03/17/14	E MILLER	0.50	925.00	462.50
03/17/14	S C WOO	0.80	400.00	320.00
03/18/14	D S BIRNBAUM	1.60	625.00	1,000.00
03/18/14	B J COLEMAN	5.30	450.00	2,385.00
03/18/14	T F CULLEN JR	0.80	975.00	780.00
03/18/14	B W EASLEY	1.20	750.00	900.00
03/18/14	D G HEIMAN	1.30	1,000.00	1,300.00
03/18/14	D G HEIMAN	2.80	1,000.00	2,800.00
03/18/14	H LENNOX	3.70	975.00	3,607.50

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/18/14	E MILLER	6.40	925.00	5,920.00
	[REDACTED]			
03/19/14	D S BIRNBAUM	1.30	625.00	812.50
	[REDACTED]			
03/19/14	B J COLEMAN	1.10	450.00	495.00
	[REDACTED]			
03/19/14	B W EASLEY	1.10	750.00	825.00
	[REDACTED]			
03/19/14	W J GOLDSMITH	0.10	950.00	95.00
	[REDACTED]			
03/19/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			
03/19/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			
03/19/14	D G HEIMAN	0.70	1,000.00	700.00
	[REDACTED]			
03/19/14	J KASTIN	0.30	750.00	225.00
	[REDACTED]			
03/19/14	H LENNOX	1.90	975.00	1,852.50
	[REDACTED]			
03/19/14	E MILLER	0.40	925.00	370.00
	[REDACTED]			
03/20/14	D S BIRNBAUM	2.20	625.00	1,375.00
	[REDACTED]			
03/20/14	B J COLEMAN	1.40	450.00	630.00
	[REDACTED]			
03/20/14	B W EASLEY	0.20	750.00	150.00
	[REDACTED]			

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/20/14	D G HEIMAN	0.90	1,000.00	900.00
03/20/14	J KASTIN	1.40	750.00	1,050.00
03/20/14	H LENNOX	4.50	975.00	4,387.50
03/20/14	E MILLER	0.30	925.00	277.50
03/21/14	B W EASLEY	1.50	750.00	1,125.00
03/21/14	D G HEIMAN	0.90	1,000.00	900.00
03/21/14	H LENNOX	3.10	975.00	3,022.50
03/22/14	B W EASLEY	0.80	750.00	600.00
03/22/14	D G HEIMAN	1.00	1,000.00	1,000.00
03/22/14	D G HEIMAN	1.40	1,000.00	1,400.00
03/22/14	H LENNOX	5.90	975.00	5,752.50
03/22/14	E MILLER	4.10	925.00	3,792.50

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/23/14	H LENNOX	2.20	975.00	2,145.00
	[REDACTED]			
03/23/14	E MILLER	0.70	925.00	647.50
	[REDACTED]			
03/24/14	B W EASLEY	1.10	750.00	825.00
	[REDACTED]			
03/24/14	D G HEIMAN	0.70	1,000.00	700.00
	[REDACTED]			
03/24/14	D G HEIMAN	6.90	1,000.00	6,900.00
	[REDACTED]			
03/24/14	J KASTIN	1.50	750.00	1,125.00
	[REDACTED]			
03/24/14	H LENNOX	4.30	975.00	4,192.50
	[REDACTED]			
03/24/14	E MILLER	1.40	925.00	1,295.00
	[REDACTED]			
03/25/14	B J COLEMAN	2.80	450.00	1,260.00
	[REDACTED]			
03/25/14	B W EASLEY	0.80	750.00	600.00
	[REDACTED]			
03/25/14	D G HEIMAN	0.50	1,000.00	500.00
	[REDACTED]			
03/25/14	D G HEIMAN	0.50	1,000.00	500.00
	[REDACTED]			
03/25/14	D G HEIMAN	1.50	1,000.00	1,500.00
	[REDACTED]			
03/25/14	J KASTIN	2.70	750.00	2,025.00
	[REDACTED]			

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/25/14	H LENNOX	2.40	975.00	2,340.00
	[REDACTED]			
03/25/14	H LENNOX	3.00	975.00	2,925.00
	[REDACTED]			
03/25/14	E MILLER	0.40	925.00	370.00
	[REDACTED]			
03/25/14	E MILLER	0.30	925.00	277.50
	[REDACTED]			
03/26/14	B J COLEMAN	11.90	450.00	5,355.00
	[REDACTED]			
03/26/14	B W EASLEY	1.30	750.00	975.00
	[REDACTED]			
03/26/14	J KASTIN	3.40	750.00	2,550.00
	[REDACTED]			
03/26/14	H LENNOX	5.90	975.00	5,752.50
	[REDACTED]			
03/26/14	E MILLER	12.40	925.00	11,470.00
	[REDACTED]			
03/27/14	B J COLEMAN	5.40	450.00	2,430.00
	[REDACTED]			

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/27/14	B W EASLEY	3.80	750.00	2,850.00
	[REDACTED]			
03/27/14	D G HEIMAN	0.70	1,000.00	700.00
	[REDACTED]			
03/27/14	E MILLER	7.90	925.00	7,307.50
	[REDACTED]			
03/28/14	D S BIRNBAUM	0.60	625.00	375.00
	[REDACTED]			
03/28/14	B W EASLEY	1.10	750.00	825.00
	[REDACTED]			
03/28/14	D G HEIMAN	1.40	1,000.00	1,400.00
	[REDACTED]			
03/28/14	H LENNOX	0.40	975.00	390.00
	[REDACTED]			
03/28/14	E MILLER	1.50	925.00	1,387.50
	[REDACTED]			
03/28/14	E MILLER	2.20	925.00	2,035.00
	[REDACTED]			
03/28/14	S C WOO	5.90	400.00	2,360.00
	[REDACTED]			
03/29/14	B W EASLEY	1.10	750.00	825.00
	[REDACTED]			
03/29/14	W J GOLDSMITH	0.20	950.00	190.00
	[REDACTED]			

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Mediation Activities

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/29/14	J KASTIN	0.60	750.00	450.00
	[REDACTED]			
03/30/14	J KASTIN	1.20	750.00	900.00
	[REDACTED]			
03/30/14	E MILLER	0.80	925.00	740.00
	[REDACTED]			
03/30/14	S C WOO	0.50	400.00	200.00
	[REDACTED]			
03/31/14	B W EASLEY	0.30	750.00	225.00
	[REDACTED]			
03/31/14	D G HEIMAN	0.40	1,000.00	400.00
	[REDACTED]			
03/31/14	D G HEIMAN	0.50	1,000.00	500.00
	[REDACTED]			
03/31/14	D G HEIMAN	0.30	1,000.00	300.00
	[REDACTED]			
03/31/14	J KASTIN	1.90	750.00	1,425.00
	[REDACTED]			
03/31/14	H LENNOX	1.30	975.00	1,267.50
	[REDACTED]			
03/31/14	E MILLER	0.90	925.00	832.50
	[REDACTED]			
TOTAL		339.30	USD	274,295.00

IN ACCOUNT WITH

JONES DAY

Cleveland Office
901 Lakeside Avenue
Cleveland, Ohio 44114
(216) 586-3939

Please Remit To:
P. O. Box 70294
Cleveland, Ohio 44190-0294

Federal Identification Number: 34-0319085

April 25, 2014

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Invoice: 32684387

Kevyn D. Orr, Emergency Manager
City of Detroit
Coleman A. Young Municipal Center
2 Woodward Avenue, Suite 1126
Detroit, MI 48226

For legal services rendered for the period March 1, 2014 through March 31, 2014:

Fee Examiner

USD 25,155.00

TOTAL

USD 25,155.00

Remittance of payment can be made by wire transfer to our account as follows:

BANK DETAILS

PNC Bank, N.A.
P.O. Box 70294

Cleveland, OH 44190-0294

Bank ABA No.	Swift Code	Account No.	Account Name
043000096	PNCCUS33	1130818681	Jones Day

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Fee Examiner

TIMEKEEPER DETAIL SCHEDULE

	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
PARTNER			
J B ELLMAN	18.40	900.00	16,560.00
ASSOCIATE			
J L SEIDMAN	19.10	450.00	8,595.00
TOTAL	37.50	USD	25,155.00

Summary of Services

During the time period March 1, 2014 through March 31, 2014, the work performed by Jones Day relating to Fee Examiner matters included the following:

- (1) Communicated with City employees, other City professionals and professionals retained by the Official Committee of Retirees (the "Retiree Committee") regarding the fee review process to promote compliance, including by responding to inquiries related to the fee review process;
- (2) Communicated with the Fee Examiner regarding issues relating to the fee review process;
- (3) Drafted work descriptions for Jones Day's January invoices consistent with the Fee Review Order;
- (4) Reviewed invoices submitted by Retiree Committee's professionals and provided comments to the Fee Examiner consistent with the terms of the Fee Review Order;
- (5) Reviewed the invoices submitted by Fee Examiner and the Fee Examiner's professionals consistent with the Fee Review Order; and
- (6) Reviewed and prepared responses to the Fee Examiner's preliminary report on Jones Day's invoices for November 2013.

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Fee Examiner

SERVICES DETAIL SCHEDULE

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/03/14	J B ELLMAN	0.10	900.00	90.00
Communicate with Housman (Conway MacKenzie) regarding fee examiner process issues.				
03/04/14	J L SEIDMAN	2.30	450.00	1,035.00
Update professional fees tracking chart (.10); review Fee Examiner's preliminary report for November (.30); draft response to Fee Examiner's preliminary report for November (1.80); communicate with Ellman regarding same (.10).				
03/05/14	J L SEIDMAN	0.10	450.00	45.00
Update professional fees tracking chart.				
03/06/14	J B ELLMAN	0.20	900.00	180.00
Communicate with Heiman regarding tomorrow's fee examiner update call.				
03/06/14	J L SEIDMAN	3.40	450.00	1,530.00
Draft and revise January work descriptions in accordance with Fee Review Order.				
03/07/14	J B ELLMAN	1.50	900.00	1,350.00
Prepare for (.30) and attend and participate in (.90) call with fee examiner regarding case update; follow up with Seidman regarding same and upcoming deadlines and activities (.20); draft correspondence to Fee Examiner confirming extension to respond to preliminary monthly report (.10).				
03/07/14	J L SEIDMAN	2.90	450.00	1,305.00
Draft and revise January work descriptions in accordance with Fee Review Order (2.60); communicate with Ellman regarding November Fee Verification forms for City professionals (.10); conference with Ellman regarding January invoices, February invoices and responding to Fee Examiner preliminary report (.20).				
03/14/14	J B ELLMAN	0.10	900.00	90.00
Communicate with Montgomery (Dentons) regarding Dentons' December bill.				
03/17/14	J B ELLMAN	1.70	900.00	1,530.00
Review information to respond to fee examiner report for November (.30); communicate with Seidman regarding same (.30); revise January work descriptions (.40); revise memo in response to Fee Examiner November report (.70).				
03/18/14	J B ELLMAN	3.20	900.00	2,880.00
Review and annotate spreadsheet comments from Fee Examiner on Jones Day November invoices (1.60); revise January work descriptions (1.40); communicate with Seidman regarding the foregoing (.20).				
03/18/14	J L SEIDMAN	1.10	450.00	495.00
Draft/revise responses to Fee Examiner preliminary report for November (.90); communicate with Hanlon, Ellman regarding November preliminary report, January invoice status and February invoice status (.20).				
03/19/14	J B ELLMAN	1.90	900.00	1,710.00
Review and revise January work descriptions for submission to fee examiner (1.80); communicate with Seidman regarding same (.10).				
03/19/14	J L SEIDMAN	1.10	450.00	495.00
Draft memorandum to Mays (City) regarding Dentons' redacted December invoice (.10); review and revise January work descriptions in accordance with Fee Review Order (.80); communicate with Hanlon regarding response to November preliminary report (.20).				
03/20/14	J L SEIDMAN	2.60	450.00	1,170.00
Review/analyze Dentons' December invoice (2.10); review/analyze Fee Examiner's January invoice (.40); draft memorandum to Mays (City) regarding Fee Examiner January invoice (.10).				

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Fee Examiner

<i>Date of Service</i>	<i>Timekeeper Name</i>	<i>Hours</i>	<i>Rate</i>	<i>Amount</i>
03/21/14	J B ELLMAN Review (.50) and comment on (.80) response to Fee Examiner preliminary report for November; communicate with Hanlon and Seidman regarding same (.10).	1.40	900.00	1,260.00
03/21/14	J L SEIDMAN Draft memoranda to Ellman regarding comments on Dentons' December invoice and Fee Examiner's January invoice (.20); update professional fee tracking chart (.20); review final January invoice to ensure accuracy and completeness (.10); communicate with Naglick, Mays (both City) regarding November fee verification forms and Brooks Wilkins February invoice (.20).	0.70	450.00	315.00
03/23/14	J B ELLMAN Review and revise spreadsheet (.40) and responsive memo (1.60) regarding Fee Examiner's preliminary report for November; review related materials (.50); communicate with Hoffmann regarding information for same (.20); communicate with Seidman regarding same (.20).	2.90	900.00	2,610.00
03/24/14	J B ELLMAN Review and revise memo to Fee Examiner in response to November preliminary report (2.10); communicate with Seidman regarding information for same and next steps (.20); review additional reports and inquiry responses for use in finalizing report to Fee Examiner (.40).	2.70	900.00	2,430.00
03/24/14	J L SEIDMAN Draft and revise memo to fee examiner responding to November preliminary report (2.80); communicate with Hanlon (.20), Ellman (.20) regarding same.	3.20	450.00	1,440.00
03/25/14	J B ELLMAN Review and revise memo to respond to Fee Examiner's preliminary report for November invoices (1.10); draft cover letter regarding transmission of same (.10); conference with Seidman regarding remaining open issues regarding complete same (.20); review final information for same (.20).	1.60	900.00	1,440.00
03/25/14	J L SEIDMAN Finalize memo to fee examiner regarding November preliminary report (.40); update professional fees tracking chart (.40).	0.80	450.00	360.00
03/27/14	J B ELLMAN Review and evaluate Dentons' December bill (.60); communicate with Seidman (.10) and Mays (City) (.10) regarding same; communicate with committee counsel, Ernst & Young and Seidman regarding committee member expenses (.20).	1.00	900.00	900.00
03/27/14	J L SEIDMAN Communicate with Panagiotakis (Ernst & Young), Wilkins (Brooks Wilkins), Ellman regarding retiree committee member reimbursement (.30); communicate with Ellman regarding comments on Dentons' December invoice (.10).	0.40	450.00	180.00
03/28/14	J B ELLMAN Communicate with Mays (City) and Seidman regarding Dentons fees.	0.10	900.00	90.00
03/31/14	J L SEIDMAN Review and comment on BWST February invoice (.40); communicate with Ellman regarding same (.10).	0.50	450.00	225.00
TOTAL		37.50	USD	25,155.00