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Proposed Attorneys for Michael F. Thomson, Chapter 11 Trustee

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

In re:

THE FALLS EVENT CENTER LLC,

Debtor.

Bankr. Case No. 18-25116

Chapter 11

The Honorable R. Kimball Mosier

**APPLICATION OF MICHAEL F. THOMSON, CHAPTER 11 TRUSTEE,
FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT OF
DORSEY & WHITNEY LLP AS COUNSEL FOR THE TRUSTEE**

Michael F. Thomson, the duly appointed Chapter 11 trustee of the bankruptcy estate of The Falls Event Center LLC (the "Trustee"), hereby files this Application for Entry of an order authorizing him employ and retain Dorsey & Whitney, LLP ("Dorsey") as his counsel (the "Application") in accordance with 11 U.S.C. §§ 327 and 328 and Fed. R. Bankr. P. 2014 effective as of November 26, 2018, the date the Trustee was appointed. This Application is supported by the Declaration of Peggy Hunt (the "Hunt Declaration") filed concurrently herewith. In support of this Application, the Trustee respectfully states as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

2. On July 11, 2018, The Falls Event Center LLC (“The Falls” or “Debtor”) filed a voluntary petition in this Court under Chapter 11 of the Bankruptcy Code.

3. On November 1, 2018, the United States Trustee (the “UST”), the Debtor, and the Official Committee of Unsecured Creditors (the “Committee”) filed its stipulation for the appointment of a Chapter 11 trustee [Docket No. 183] (the “Stipulation”).

4. On November 1, 2018, the UST filed his motion to appoint a Chapter 11 Trustee and approve the Stipulation [Docket No. 184].

5. On November 14, 2018, the Court entered the order granting the Stipulation and directing the UST to appoint a qualified person to serve as Chapter 11 trustee for The Falls estate. [Docket No. 204].

6. On November 26, 2018, the UST appointed the Trustee as Chapter 11 trustee in this case.

7. On November 27, 2018, the Court entered an order approving the appointment of the Trustee as the Chapter 11 trustee of The Falls’ estate. [Docket No. 214].

8. The Trustee desires to employ and retain Dorsey as his legal counsel pursuant to 11 U.S.C. §§ 327 and 328 and Rule 2014 of the Federal Rules of Bankruptcy Procedure.

RETENTION OF DORSEY

9. The Trustee has chosen Dorsey as his legal counsel because certain of its professionals have extensive experience and knowledge of bankruptcy, business reorganization, and debtor/creditor matters. In addition, certain attorneys at Dorsey have extensive experience and knowledge in other areas of law which are likely to be involved in this case. The Trustee believes that Dorsey is both well qualified and able to represent him in this Chapter 11 case. *See* Hunt Declaration ¶ 4 & Exhibit 1.

10. The Trustee understands that the Dorsey attorneys who will be primarily engaged on this matter will be Michael F. Thomson, Peggy Hunt, Mark Durrant, Nathan Seim, Jessica McKinlay, Megan Baker, and John Wiest. Biographical information for each of these attorneys is attached to the Hunt Declaration as Exhibit 1. Depending on the needs of the case and the issues that may arise, the Trustee may require the services of other Dorsey professionals. *See* Hunt Declaration ¶ 5.

SCOPE OF REPRESENTATION BY DORSEY

11. The Trustee contemplates that Dorsey may provide the full range of legal services required to represent the Trustee in the course of this case, including but not limited to:

- a. Preparing on behalf of the Trustee any necessary papers, including but not limited to motions, complaints, applications, answers, orders, and reports as required by applicable bankruptcy or nonbankruptcy law, dictated by the demands of the case, or required by the Court, and representing the Trustee in proceedings or hearings related thereto;
- b. Assisting the Trustee in analyzing and pursuing any proposals to acquire the assets of the Debtor's estate and/or the liquidation of any assets of the Debtor's estate;
- c. Reviewing, analyzing and advising the Trustee regarding claims or causes of action to be pursued on behalf of the estate;

- d. Reviewing, analyzing and advising the Trustee regarding any fee applications or other issues involving professional employment and/or compensation in this case;
- e. Preparing and advising the Trustee regarding any Chapter 11 plan or Disclosure Statement that may be filed;
- f. Assisting the Trustee in negotiations with various creditors regarding any plan, litigation, or alleged claim;
- g. Reviewing and analyzing the validity of the claims filed herein and advising the Trustee as to the filing of objections to claims, if necessary;
- h. Reviewing, analyzing and advising the Trustee regarding any litigation arising in or related to this case;
- i. Reviewing, analyzing and advising the Trustee with regard to his duties in this case and with regard to any property of the estate; and
- j. Performing all other necessary legal services as may be prompted by the needs of and at the request of the Trustee in this case.

DORSEY IS DISINTERESTED AND HOLDS NO ADVERSE INTEREST

12. Dorsey has stated its desire and willingness to act in this case and render the necessary professional services as counsel to the Trustee.

13. Filed concurrently with this Application is the Hunt Declaration detailing all presently known connections of Dorsey to parties in interest in this case.

14. To the best of the Trustee's knowledge, Dorsey does not have any connection with the Trustee, the Debtor, its creditors or other parties in interest or their respective attorneys, except as set forth in the Hunt Declaration, and Dorsey is a disinterested person as that term is used in 11 U.S.C. §§ 101 and 327. *See* Hunt Declaration ¶¶ 17-23.

15. To the best of the Trustee's knowledge, Dorsey is a "disinterested person" within the meaning of 11 U.S.C. §§ 101 and 327, and does not represent or hold an interest adverse to the interest of the estate. *See* Hunt Declaration.

COMPENSATION

16. The Trustee desires to employ Dorsey with reasonable compensation to be based upon Dorsey's normal hourly rates in matters of this type, subject to all necessary approvals of the Court. Dorsey's customary hourly rates in matters of this type are subject to change annually in accordance with the firm's general billing procedures. The range of current hourly billing rates for professionals anticipated to perform the majority of services on behalf of the Trustee is \$315.00 to \$460.00. Other Dorsey attorneys whose hourly billing rates are as high as \$615.00 may be requested to perform services when necessary when and if expressly requested by the Trustee. Dorsey's paraprofessional hourly rates range from \$95.00 to \$225.00. *See* Hunt Declaration ¶ 8.

17. Dorsey understands that all of its fees and expenses are subject to Court approval. Dorsey will abide by the Bankruptcy Code and its provisions and any order this Court may enter in relation to fee application procedures. Dorsey will also apply to the Court for allowance of any compensation and reimbursement in this case and understands that its compensation in this case is subject to the prior approval of this Court, after notice and a hearing, in accordance with 11 U.S.C. §§ 327, 328, 330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure, applicable guidelines issued by the Office of the United States Trustee, and any other applicable order of the Court. *See* Hunt Declaration ¶ 10.

18. The Trustee is advised that Dorsey maintains detailed records of any actual and necessary expenses for which it may seek reimbursement. The professionals rendering services will also keep detailed records in connection with such services as required by the Bankruptcy Code. Time will be recorded in 1/10th of an hour increments, and all attorneys and paralegals will

be required to keep detailed time records in connection with services rendered herein. *See* Hunt Declaration ¶ 11.

19. Dorsey has received no retainer in this case. *See* Hunt Declaration ¶ 13.

20. To the best of the Trustee's knowledge, Dorsey has not entered into any agreement to share compensation as may be awarded to it for services rendered in this case except as permitted under 11 U.S.C. § 504(b). *See* Hunt Declaration ¶ 15.

NOTICE

21. Notice of this Application has been given to the Office of the United States Trustee for this region and all parties who receive service upon electronic filing through the Court's CM/ECF system.

CONCLUSION

22. The Trustee believes it is in his best interest and that of the bankruptcy estate that Dorsey be retained as his counsel. The Trustee is satisfied from the Hunt Declaration that Dorsey does not represent any other entity having an adverse interest to the Trustee, the estate or unsecured creditors in this case and is otherwise disinterested.

WHEREFORE, the Trustee respectfully requests that (a) he be authorized, pursuant to 11 U.S.C. §§ 327 and 328, and in accordance with Rule 2014(a) of the Federal Rules of Bankruptcy Procedure, to employ the law firm of Dorsey & Whitney, LLP as his counsel to represent him in

this Chapter 11 case effective as of November 26, 2018; and (b) the Court grant such other and further relief as this Court deems just and necessary.

DATED this 11th day of December, 2018.

/s/ Michael F. Thomson

Michael F. Thomson
Chapter 11 Trustee

CERTIFICATE OF SERVICE – BY NOTICE OF ELECTRONIC FILING (CM/ECF)

I hereby certify that on this 11th day of December, 2018, I electronically filed the foregoing **APPLICATION OF MICHAEL F. THOMSON, CHAPTER 11 TRUSTEE, FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT OF DORSEY & WHITNEY LLP AS COUNSEL FOR THE TRUSTEE** with the United States Bankruptcy Court for the District of Utah by using the CM/ECF system. I further certify that the parties of record in this case, as identified below, are registered CM/ECF users and will be served through the CM/ECF system.

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- Brent D. Wride bwride@rqn.com, docket@rqn.com; pbrown@rqn.com

CERTIFICATE OF SERVICE – MAIL, OTHER

I hereby certify that on this 11th day of December, 2018 I caused to be served a true and correct copy of the foregoing **APPLICATION OF MICHAEL F. THOMSON, CHAPTER 11 TRUSTEE, FOR ENTRY OF AN ORDER AUTHORIZING THE EMPLOYMENT OF DORSEY & WHITNEY LLP AS COUNSEL FOR THE TRUSTEE** as follows:

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/ s / Candy Long _____