

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

In re:)	
)	Chapter 11
)	
CATHOLIC DIOCESE OF WILMINGTON, INC., a Delaware Corporation, ¹)	Case No. 09-13560 (CSS)
)	
Debtor.)	Re: Docket No. 308
)	
)	

CERTIFICATION OF COUNSEL

The undersigned hereby certifies as follows:

1. On January 29, 2010, the above-captioned debtor and debtor in possession (the “Debtor”) filed the *Debtor’s Motion for Order Pursuant to Bankruptcy Rule 3003(c)(3) and Local Rule 2002-1(e) Establishing Deadlines for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof* [Docket No. 304](the “Bar Date Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

2. On February 1, 2010, the Court granted the relief requested in the Bar Date Motion and entered an *Order Pursuant to Bankruptcy Rule 3003(c)(3) and Local Rule 2002-1(e) Establishing Deadlines for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof* [Docket No. 308] (the “Bar Date Order”). The Bar Date Order, among other things, established certain confidentiality procedures (the “Confidentiality Procedures”) with respect to proofs of claim filed by individuals (each a “Tort Claimant,” and collectively, the “Tort Claimants”) in connection with claims arising from sexual abuse (each a “Tort Proof of

¹ The last four digits of the Debtor’s federal tax identification number are 5439. The Debtor’s mailing address is 1925 Delaware Avenue, P.O. Box 2030, Wilmington, Delaware 19899-2030.

Claim, and collectively, the “Tort Proofs of Claim”). More specifically, paragraph 15 of the Bar Date Order provides that:

[a]ll Tort Proof of Claim Forms shall be treated as confidential and as if maintained under seal, unless the claimant submitting the Tort Proof of Claim Form elects otherwise in Part 1 thereof. Only the Debtor, counsel to the Debtor, the Debtor’s insurers, counsel to the Committee and its members, and those parties who the Court determines by separate order of this Court, shall have access to the Tort Proof of Claims for purposes of reconciliation and evaluation of Tort Claims.

See Bar Date Order, ¶ 15. Since entry of the Bar Date Order, the Debtor has maintained the confidentiality of the Tort Proofs of Claim consistent with the Confidentiality Provisions set forth therein.

3. On May 3, 2010, the Court requested that Judge Gross mediate “an agreement among all interested parties as to a mediator and a procedure for mediation on the substantive issues in this [Chapter 11] case.” See Docket Nos. 463 & 502.

4. On May 13, 2010, Judge Gross issued a letter setting forth his recommendations with respect to a procedure for mediation with respect to this case (the “Mediation”) [Docket No. 477].

5. On May 21, 2010, the Court entered an *Amended Order Assigning Matter to Mediators* [Docket No. 502] (the “Amended Mediation Order”), wherein, among other things, the Court appointed Judge Gross and former Judge Rutter as co-mediators with respect to this case. Through the Amended Mediation Order, the Court also stayed all matters pending in this case other than “Phase I” of the trial scheduled to commence on June 2, 2010 in the adversary proceeding captioned *Official Committee of Unsecured Creditors v. Catholic Diocese of Wilmington, et al.*, Adv. Pro. No. 09-52866 (CSS) (the “PIA Litigation”). On June 1, 2010, the

Court entered a *Second Amended Order Assigning Matter to Mediators* [Docket No. 514] clarifying the Amended Mediation Order.

6. As noted above, only the Debtor, its counsel, the official committee of unsecured creditors appointed in this case (the “Committee”), its counsel and members, and the Debtor’s insurers have access to the Tort Proofs of Claim under the Bar Date Order. In anticipation of and preparation for the Mediation, certain participants in the Mediation that do not currently have access to the Tort Proofs of Claim (the “Non-Debtor/Non-Committee Mediation Parties”) have requested access to the Tort Proofs of Claim that relate to, arise from, or were filed on account of, the relevant state court proceedings in which they or their insureds are defendants (the “Defendant-Specific Tort Claims”). In addition, the Non-Debtor/Non-Committee Mediation Parties have requested access to certain questionnaires prepared by Tort Claimants in connection with the Mediation (collectively, the “Tort Claimant Questionnaires”) that relate to, arise from, or were filed on account of, the relevant state court proceedings in which they or their insureds are defendants (the “Defendant-Specific Questionnaires”).² The Non-Debtor/Non-Committee Mediation Parties have requested access to the Defendant-Specific Tort Claims and the Defendant-Specific Questionnaires for purposes of better understanding the scope of the claims at issue in this case prior to the commencement of the Mediation.

7. The Debtor believes that allowing the Non-Debtor/Non-Committee Mediation Parties, their counsel and insurers access to the Defendant-Specific Tort Claims and the Defendant-Specific Questionnaires is warranted and necessary to successfully mediate the key issues in this case. The Debtor has conferred with counsel to the Committee and counsel for

² It is anticipated that the Tort Claimant Questionnaires, like the Tort Proofs of Claim, will be subject to restrictions with respect to their confidentiality.

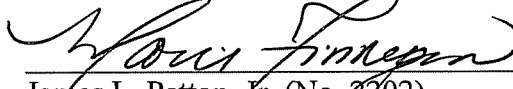
the plaintiffs in the relevant state court actions, all of whom have consented to allowing the Non-Debtor/Non-Committee Mediation Parties access to the Defendant-Specific Tort Claims and Defendant-Specific Questionnaires subject to restrictions and requirements set forth in the Revised Proposed Order (as defined below).

8. Attached hereto as Exhibit 1 is a proposed form of order (the "Proposed Order") permitting the Non-Debtor/Non-Committee Mediation Parties, their counsel and insurers access to the Defendant-Specific Tort Claims and the Defendant-Specific Questionnaires, provided, however, that each Non-Debtor/Non-Committee Mediation Party seeking access to the Defendant-Specific Tort Claims (i) submit to the Confidentiality Provisions set forth in the Bar Date Order with respect to the Defendant-Specific Tort Claims, and (ii) execute a stipulation, substantially in the form annexed to the Proposed Order as Exhibit A, through which the Non-Debtor/Non-Committee Mediation Party shall agree to maintain the confidentiality of both the Defendant-Specific Tort Claims and the Defendant-Specific Questionnaires.

WHEREFORE, the Debtor respectfully requests that the Court enter the Proposed Order attached hereto as Exhibit 1 at the earliest convenience of the Court.

Dated: June 25, 2010
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP



James L. Patton, Jr. (No. 2202)

Robert S. Brady (No. 2847)

Maris J. Finnegan (No. 5294)

Patrick A. Jackson (No. 4976)

1000 West Street, 17th Floor

Wilmington, Delaware 19801

Telephone: (302) 571-6600

Facsimile: (302) 571-1253

*Counsel for the Debtor and
Debtor in Possession*

Exhibit 1

Proposed Order

ORDERED, ADJUDGED, AND DECREED that:

1. Pursuant to and in accordance with paragraph 15 of the Bar Date Order, the Non-Debtor/Non-Committee Mediation Parties, their counsel and insurers are permitted to review the Tort Proofs of Claim that relate specifically to the relevant state court proceedings in which the Non-Debtor/Non-Committee Mediation Parties or their insureds are defendants; provided, however, that prior to the receipt of any Defendant-Specific Tort Claim, such Non-Debtor/Non-Committee Mediation Party or their counsel shall have executed confidentiality stipulation substantially in the form attached hereto as Exhibit A (the “Confidentiality Stipulation”), and delivered same to counsel for the Debtor and the Committee.

2. The Non-Debtor/Non-Committee Mediation Parties, their counsel and insurers are permitted to review the Tort Claimant Questionnaires that relate specifically to the relevant state court proceedings in which the Non-Debtor/Non-Committee Mediation Parties or their insureds are defendants; provided, however, that prior to the receipt of any Defendant-Specific Questionnaire, such Non-Debtor/Non-Committee Mediation Party or their counsel shall have executed a Confidentiality Stipulation and delivered same to counsel for the Debtor and the Committee.

3. Consistent with paragraph 15 of the Bar Date Order, any further or additional access to the Tort Proofs of Claim shall be subject to a separate order of this Court.

4. Nothing contained herein shall be construed to derogate or otherwise render ineffective the confidentiality provisions of the Bar Date Order with respect to any Tort Proofs of Claim.

5. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: _____, 2010
Wilmington, Delaware

THE HONORABLE CHRISTOPHER S. SONTCHI
UNITED STATES BANKRUPTCY JUDGE

Exhibit A

Confidentiality Stipulation

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

In re:)
) Chapter 11
)
CATHOLIC DIOCESE OF WILMINGTON,) Case No. 09-13560 (CSS)
INC., a Delaware Corporation,¹)
)
Debtor.)
)
_____)

CONFIDENTIALITY STIPULATION

On October 19, 2009, (the “Petition Date”), Catholic Diocese of Wilmington, Inc. (the “Debtor”) filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330 (the “Bankruptcy Code”), Case No. 09-11638 (CSS) (the “Chapter 11 Case”). The Chapter 11 Case is pending before the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”). Subject to the terms and conditions of this stipulation (this “Confidentiality Stipulation”), the Debtor desires to furnish the undersigned non-debtor/non-committee mediation participant, its counsel and insurers with the Tort Proofs of Claim and Tort Claimant Questionnaires that relate to, arise from, or were filed on account of, the relevant state court proceedings in which such Non-Debtor/Non-Committee Mediation Party or its insured is a defendant, subject to the terms and conditions set forth herein and in the *Order Granting Certain Non-Debtor/Non-Committee Parties to Mediation Access to Certain Confidential Tort Proofs of Claim and Tort Claimant Questionnaires*, dated June [], 2010 [Docket No. __] (the “Access Order”).

¹ The last four digits of the Debtor’s federal tax identification number are 5439. The Debtor’s mailing address is 1925 Delaware Avenue, P.O. Box 2030, Wilmington, Delaware 19899-2030.

For purposes of this Confidentiality Stipulation, in addition to the defined terms set forth above, the following terms shall have the following indicating meanings:

- A. “Bar Date” shall mean April 15, 2010.
- B. “Bar Date Order” shall mean the Bankruptcy Court’s *Order Pursuant to Bankruptcy Rule 3003(c)(3) and Local Rule 2002-1(e) Establishing Deadlines for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof*, dated February 1, 2010 [Docket No. 308].
- C. “Chapter 11 Case” shall mean the above-caption chapter 11 case.
- D. “Committee” shall mean the official committee of unsecured creditors appointed in this Chapter 11 Case.
- E. “Defendant-Specific Questionnaires” shall mean those Tort Claimant Questionnaires that relate to, arise from, or were filed on account of, the relevant state court action in which the undersigned Non-Debtor/Non-Committee Mediation Party or its insureds is a defendant.
- F. “Defendant-Specific Tort Claims” shall mean those Tort Proofs of Claim that relate to, arise from, or were filed on account of, the relevant state court action in which the undersigned Non-Debtor/Non-Committee Mediation Party or its insureds are a defendant.
- G. “Mediation” shall mean the mediation ordered by the Bankruptcy Court with respect to this Chapter 11 Case.
- H. “Mediation Parties” shall mean the Debtor, the Committee and the Non-Defendant/Non-Committee Mediation Parties.
- I. “Non-Debtor/Non-Committee Mediation Party” shall mean the undersigned party.

J. “Tort Proofs of Claim” shall mean those proofs of claim filed by individuals in connection with claims arising from sexual abuse.

For purposes of this Confidentiality Stipulation, the undersigned agrees to the following terms and conditions:

1. The undersigned shall maintain any and all Tort Proofs of Claim that it, its counsel or insurers receive as confidential consistent with the applicable provisions of the Bar Date Order and the Access Order pending further Order of the Bankruptcy Court.

2. The undersigned shall maintain any and all Tort Claimant Questionnaires that it, its counsel or insurers receive as confidential consistent with the applicable provisions of the Bar Date Order and the Access Order pending further Order of the Bankruptcy Court.

3. The undersigned acknowledges that it is aware that the failure of the undersigned or its counsel to comply with the terms of this Confidentiality Stipulation and the Access Order may constitute contempt of Bankruptcy Court and subject the undersigned and/or its counsel to sanctions imposed by the Bankruptcy Court.

4. The undersigned submits to the jurisdiction of the Bankruptcy Court for the purpose of securing compliance with the terms of this Confidentiality Stipulation and the Access Order.

Please indicate your acceptance of this Confidentiality Stipulation by signing below and returning this Confidentiality Stipulation to counsel for the Debtor and counsel for the Committee.

AGREED AND ACKNOWLEDGED:

By: _____

Title: _____

Party: _____

Applicable State Court Actions: _____

