IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OHIO
WESTERN DIVISION

IN RE:	)	Case No. 26-31894
	)	
LOURDES UNIVERSITY and	)	CHAPTER 11
LOURDES PROPERTIES, LLC, [1],	)	
Jointly Administered Debtors-in-Possession	)	Judge Mary Ann Whipple

MOTION FOR ENTRY OF AN ORDER (I) ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS AND (II) GRANTING RELATED RELIEF

Lourdes University and Lourdes Properties, LLC, the above-captioned debtors and debtors-in-possession (the "Debtors"), by and through their proposed undersigned attorneys, hereby submit this motion (the "Motion") pursuant to sections 105(a), 330, and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2016(a), 6003(b) and 6004(h) of the Federal Rules of Bankruptcy Procedure, and Rule 9013-1 of the Local Bankruptcy Rules of the Northern District of Ohio (the "Local Rules"), for entry of an order (i) establishing procedures for monthly compensation and reimbursement of expenses of professionals retained by order of this Court and (ii) granting related relief. In support of the Motion, the Debtors respectfully represent as follows:

INTRODUCTION

1. On August 10, 2026 (the "Petition Date"), the Debtors filed voluntary petitions for relief pursuant to chapter 11 of the Bankruptcy Code.

[1] The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: Lourdes University (6547); and Lourdes Properties, LLC (8998). The location of the Debtors' principal place of business is 6832 Convent Blvd., Sylvania, Ohio 43560.

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2. The Debtors remains in possession of their property and continue in the operation and management of their businesses as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

3. On August 14, 2026, an order was entered by the Court approving the Joint Administration of the Debtors' cases.

4. No official committee of unsecured creditors has been appointed by the Office of the United States Trustee for the Northern District of Ohio in these chapter 11 cases.

BACKGROUND

5. Lourdes University, an Ohio nonprofit corporation (the "University"), has been a sponsored ministry of the Sisters of St. Francis, Sylvania Ohio ("SOSF") for the past 68 years. The University began as a Junior College, eventually becoming a College and later a University. Over the past ten years, the University has struggled financially and survived only by increasingly large financial contributions and loans from the SOSF. As the Sisters themselves have aged and their community has diminished in number, this financial burden has become untenable. Accordingly, Lourdes University is in the process of closing, and its insolvency cannot be mitigated or addressed other than through bankruptcy proceedings.

6. A full background of the events leading up to the filing of these cases is set forth in the Declaration of Sister Nancy Linenkugel, OSF, DM and the Declaration of John Hillyer filed on or about the Petition Date and are incorporated herein by reference.

JURISDICTION AND VENUE

7. This Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

8. The statutory predicates for the relief sought herein are sections 105(a), 330, and 331 of the Bankruptcy Code, Bankruptcy Rules 2016(a), 6003(b), and 6004(h) and Rule 9013-1 the Local Rules.

RELIEF REQUESTED

9. By this Motion, pursuant to Bankruptcy Code sections 105(a), 330, and 331, Bankruptcy Rules 2016(a), 6003(b), and 6004(h), and Rule 9013-1 of the Local Rules, the Debtors requests entry of an order, substantially in the form attached hereto as **Exhibit A** (the "Proposed Order"), establishing a process for the monthly allowance and payment of compensation and reimbursement of expenses for professionals whose services are authorized by the Court pursuant to sections 327, 328, or 1103 of the Bankruptcy Code, and who will be required to file applications for allowance of compensation and reimbursement of expenses pursuant to sections 330 and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a).

I. Retention of Professionals

10. The Debtors counsel, Cullen and Dykman LLP, has been retained as chapter 11 counsel, approved by order of the Court dated September 15, 2026. It has been determined that the Debtor is not going to retain special counsel (although the intention is to engage Marshall & Melhorn, LLC as ordinary course real estate counsel for the purpose of the asset real property sales). In the future, the Debtors may also need to retain other professionals pursuant to section 327 of the Bankruptcy Code during the course of these chapter 11 cases as the need arises. Moreover, a Committee, if one is appointed by the Office of the United States Trustee, will likely retain counsel and may retain a financial advisor or other professionals to represent them in connection with these chapter 11 cases (collectively, the "Retained Professionals"). For the

avoidance of doubt, the term "Retained Professionals" shall only pertain to professionals whose retention is approved by the Court pursuant to section 327 of the Bankruptcy Code.

II. Proposed Compensation and Reimbursement Procedures

11. Given the pace of the case, and the amount of work needed, establishing orderly procedures to pay professionals whose retentions are approved by this Court pursuant to sections 327, 328, or 1103 of the Bankruptcy Code, and who will be required to file applications for allowance of compensation and reimbursement of expenses pursuant to sections 330 and 331 of the Bankruptcy Code, will streamline the administration of these chapter 11 cases while promoting efficiency for the Court, the Office of the United States Trustee (the "U.S. Trustee"), and all other parties in interest. In particular, this process will allow for an effective review of the Retained Professionals' fees and expenses.

12. Under section 331 of the Bankruptcy Code, the Retained Professionals are entitled to submit applications for interim payment of compensation and reimbursement of expenses every one hundred twenty (120) days or more frequently if the Court permits. *See* 11 U.S.C. § 331. Additionally, section 105(a) of the Bankruptcy Code authorizes the Court to issue any order "necessary or appropriate to carry out the provisions of [the Bankruptcy Code]." 11 U.S.C. § 105(a).

13. By this Motion, the Debtors propose the following procedures for interim compensation (the "Compensation Procedures"),[2] which substantially comply with the U.S. Trustee's *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330*, dated May 17, 1996 (28 C.F.R. Part 58, Appendix A), (the "Fee Guidelines"):

[2] To the extent that there are any discrepancies between this Motion and the Compensation Procedures set forth in the Proposed Order, the Proposed Order shall control in all respects.

a. On or before the twentieth (20th) day of each month, or the next business day if such day is not a business day, following the month for which compensation is sought, each Retained Professional seeking compensation under this Order shall file on the Court docket and serve a monthly statement (a "Monthly Fee Statement"), by email, on (i) Lourdes University, c/o the CRO, john.hillyergroup@gmail.com; (ii) counsel to the Debtors, Cullen and Dykman LLP, bpollack@cullenllp.com; (iii) the Office of The United States Trustee, Lauren.Schoenewald@usdoj.gov; (iv) proposed counsel to any Committee if one is formed; (v) counsel to the DIP Lender, Stevens & Lee, robert.lapowsky@stevenslee.com; and (vi) any other party the Court may designate (collectively, the "Notice Parties"). Any Retained Professional that fails to file a Monthly Fee Statement for a particular month or months may subsequently submit a consolidated Monthly Fee Statement for a subsequent month or months. Notwithstanding the foregoing, the first Monthly Fee Statement shall be filed no later than twenty (20) days of the entry of an order approving this Motion but can be filed prior to the entry of such order. .

b. Filing a Monthly Fee Statement with the Bankruptcy Court does not alter the requirements outlined in sections 330 and 331 of the Bankruptcy Code. Retained Professionals are still required to serve and file interim, and final, applications for approval of fees and expenses in accordance with the relevant provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

c. Except as otherwise permitted by an order of the court authorizing the retention of a Professional, each Monthly Fee Statement must contain a list of the individuals – and their respective titles (*e.g.*, attorney, accountant, or paralegal) – who provided services during the statement period, their respective billing rates, the aggregate hours spent by each individual, a reasonably detailed breakdown of the disbursements incurred,[3] and contemporaneously maintained time entries for each individual in increments of tenths (1/10) of an hour.

d. If any Notice Party has an objection to the compensation or reimbursement sought in a particular Monthly Fee Statement, such Notice Party shall, by no later than fifteen (15) days after receipt of such Monthly Fee Statement, or the next business day if such day is not a business day (the "Objection Deadline"), serve notice of such objection upon the Retained Professional whose Monthly Fee Statement is objected to, and the other Notice Parties, a written "Notice Of Objection To Fee Statement," setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection"). The Objection shall not be filed on the case docket.

e. At the expiration of the Objection Deadline, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses

[3] No professional shall seek reimbursement of an expense which would otherwise not be allowed pursuant to any administrative order of this Court or the Fee Guidelines.

identified in each Monthly Fee Statement to which no Objection has been served in accordance with paragraph (d).

f. If an Objection to a particular Monthly Fee Statement is served, the Debtors shall withhold payment of that portion of the Monthly Fee Statement to which the Objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth in paragraph (e) above.

g. If an Objection is resolved by the parties, the Retained Professional whose Monthly Fee Statement was the subject of the Objection shall file a statement indicating that the Objection has been withdrawn and describing in detail the terms of the resolution, together with a copy of the Objection. Upon the filing of such statement, the Debtors shall promptly pay, in accordance with paragraph (e), that portion of the Monthly Fee Statement which is no longer subject to an Objection.

h. All Objections that are not resolved by the parties or by Court order shall be preserved and presented to the Court at the next interim or final fee application hearing to be heard by the Court (see paragraph j below).

i. The service of an Objection in accordance with paragraph (d) shall not prejudice the objecting party's right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground, whether raised in the Objection or not. Furthermore, the decision of any party not to object to a Monthly Fee Statement shall not be a waiver of any kind or prejudice that party's right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code.

j. Unless a chapter 11 plan shall have been confirmed, commencing with the period ending December 31, 2026, and at four-month intervals thereafter (the "Interim Fee Period"), each of the Retained Professionals shall file with the Court an application (an "Interim Fee Application") for interim approval and allowance, pursuant to sections 330 and 331 of the Bankruptcy Code, of the compensation and reimbursement of expenses requested in the Monthly Fee Statements served during such Interim Fee Period. Each Retained Professional shall file its Interim Fee Application no later than 45 days after the end of the Interim Fee Period, or the next business day if such day is not a business day. The failure to timely file an Interim Fee Application shall not bar such Retained Professional from seeing fees and expenses in that Interim Fee Period at a later date.

k. Only the Court has authority to determine whether to award compensation and reimbursement pursuant to any Application, however all such Applications should be prepared in substantial conformity with the Fee Guidelines. The Interim Fee Application must be accompanied by a cover sheet substantially in the form of **Exhibit "B"** attached hereto and include a brief description identifying:

(1) the Monthly Fee Statements that are the subject of the request;

(2) the amount of fees and expenses requested;

(3) the amount of fees and expenses paid to date or subject to an Objection; and

(4) any other information requested by the Court or required by the Local Rules.

l. Unless a chapter 11 plan shall have been confirmed before the deadline to file an Interim Fee Application, the Debtors' attorneys shall obtain a date from the Court for the hearing to consider Interim Fee Applications for all Retained Professionals (the "Interim Fee Hearing"). At least twenty-one (21) days prior to the Interim Fee Hearing, the Debtors' attorneys shall file a notice with the Court, with service upon the U.S. Trustee, the Notice Parties and any other party entitled to notice in these cases, and all Retained Professionals, setting forth the time, date, and location of the Interim Fee Hearing, the period covered by the Interim Fee Applications, and the objection deadline. The Debtors' attorneys may file Interim Fee Applications on behalf of Retained Professionals seeking compensation.

m. The pendency of an Interim Fee Application, a Monthly Fee Statement or a Court order that a particular payment of compensation or reimbursement of expenses pursuant to a particular Monthly Fee Statement was improper shall not disqualify a professional from the future payment of compensation or reimbursement of expenses as set forth above, unless otherwise ordered by the Court.

n. Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein shall have any effect on this Court's interim or final allowance of compensation and reimbursement of expenses of any Retained Professionals.

o. Any payments to Retained Professionals made in accordance with these Compensation Procedures must be in compliance with the Budget approved in connection with the Debtors' DIP financing.

p. Nothing herein shall in any way limit the ability of the Court and the U.S. Trustee to review and evaluate the reasonableness and propriety of any fees and expenses requested or paid pursuant to an order granting this motion.

14. The Debtors request that the Court limit service of Interim Fee Applications and a Final Fee Application to the Notice Parties. The Debtors further request that all other parties that

file a notice of appearance with the clerk of the Court, and request notice of the pleadings in these chapter 11 cases, be entitled to receive only notice of Interim Fee Hearings and Final Fee Hearings, with a right to receive copies of the respective Interim Fee Applications and Final Fee Applications upon request.

BASIS FOR RELIEF REQUESTED

15. Section 331 of the Bankruptcy Code entitles all Retained Professionals to submit applications for interim compensation and reimbursement of expenses every one hundred twenty (120) days, or more often if the Court permits. 11 U.S.C. § 331. The Court may also rely on its general equitable powers to grant the relief requested in this Motion. Section 105(a) of the Bankruptcy Code codifies the Court's inherent equitable powers and empowers it to "issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code]." *See* 11 U.S.C. § 105(a).

16. Factors that courts generally consider when determining whether such relief is warranted include "the size of [the] reorganization cases, the complexity of the issues involved, and the time required on the part of the attorneys for the Debtor in providing services necessary to achieve a successful reorganization of the Debtor . . ." *In re Int'l Horizons, Inc.*, 10 B.R. 895, 897 (Bankr. N.D. Ga. 1981); *In re Rose Way, Inc.*, No. 89-1273-C H, 1990 WL 10594001, at *5 (Bankr. S.D. Iowa Mar. 1, 1990) (recognizing same factors in *In re Int'l Horizons*); *In re Hayes & Son Body Shop, Inc.*, 958 F.2d 371 (6th Cir. 1992) (explaining that in determining compensation for attorneys of debtors, "the Sixth Circuit adopted an approach under the former Bankruptcy Act that considers factors such as benefit to the estate, amount of work done, skill and experience required, and amount of time spent on administration"); *see also, In re Car Hauler Specialist, Inc.*, 128 B.R. 325, 327 (Bankr. N.D.N.Y. 1990). In considering these factors,

courts have determined that interim compensation procedures are appropriate to avoid having the professionals fund a debtor's reorganization proceedings. *In re Int'l Horizons,* 10 B.R. at 897.

17. In connection with the administration of the Debtors' chapter 11 cases, it is necessary and appropriate to establish a procedure for paying interim compensation on a monthly basis to all Retained Professionals. The size of this case and the amount of time and effort that will be required for the Retained Professionals to preserve the value of and successfully winddown the Debtors' businesses justify the Compensation Procedures. Furthermore, these Compensation Procedures are necessary to fairly and timely compensate the various Retained Professionals who have devoted, and will be required to devote, significant time, effort, and resources to the Debtors' cases. The absence of a procedure for awarding monthly compensation may impose undue financial burdens on the Retained Professionals, unfairly compel them to finance these chapter 11 cases, and discourage other Retained Professionals whose services the Debtors might require, from accepting or continuing employment in these cases.

18. Finally, the Debtors believe that implementing the proposed Compensation Procedures will aid in the efficient administration of these chapter 11 cases and will further enable other Notice Parties to closely monitor case administration costs and implement efficient case management procedures. Accordingly, the Compensation Procedures are in the best interests of the Debtors, the estates, and all other parties in interest in these chapter 11 cases and therefore should be approved.

19. The proposed procedures herein are similar to those approved in this district in the Chapter 11 cases of *GOE Lima, LLC*, Case No. 08-35508 (MAW) (Bankr. N.D. Ohio December 22, 2008) [Docket No. 231], *AmTrust Financial Corp., et al.*, Case No. 09-21323 (PMC) (Bankr. N.D. Ohio January 8, 2010) [Docket No. 139], *Forum Health, et al.*, Case No. 09-40795 (KW)

(Bankr. N.D. Ohio April 15, 2009) [Docket No. 164], *Schwab Industries, Inc., et al.*, Case No. 10-60702 (RK) (Bankr. N.D. Ohio March 24, 2010) [Docket No. 201], *PCS & Estimate, LLC*, Case No. 24-10264 (SKK) (Bankr. N.D. Ohio March 12, 2024) [Docket No. 70], *CEP Holdings, LLC, et al.*, Case No. 06-51848 (MSS) (Bankr. N.D. Ohio October 13, 2006) [Docket No. 130], and *Nexpak Corp.*, et al., No. 04-63816 (RK) (Bankr. N.D. Ohio July 19, 2004) [Docket No. 42].

NOTICE

20. Notice of this Motion has been given to (a) the U.S. Trustee for the Northern District of Ohio; (b) counsel to the DIP Lender; (c) counsel to the Bond Trustee; (d) counsel to Signature Bank; (d) the Debtors' twenty (20) largest unsecured creditors; and (e) all other persons that have formally appeared and requested notice or copies of pleadings filed in this case under Bankruptcy Rule 2002. The Debtors submits that, under the circumstances, no other or further notice is required.

21. No previous application for the relief sought herein has been made to this or any other Court.

CONCLUSION

WHEREFORE, the Debtors respectfully request entry of the annexed Proposed Order granting the relief requested herein, together with such other and further relief as the Court deems just and proper.

Dated: Uniondale, New York
September 16, 2026

Cullen and Dykman LLP

By: */s/ Bonnie L. Pollack*
Bonnie L. Pollack, Esq.
Matthew G. Roseman, Esq. (N. Dist. of Ohio Bar No. NY2239903; NY Bar No. 2239903)
Bonnie L. Pollack, Esq. (N. Dist. of Ohio Bar No. NY2306686; NY Bar No. 2306686)
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mroseman@cullenllp.com
bpollack@cullenllp.com
(516) 357-3700

Attorneys for Lourdes University and Lourdes Properties, LLC

NOTICE PURSUANT TO LOCAL RULE

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this case. If you do not have an attorney, you may wish to consult one. Under Local Bankruptcy Rule 9013-1 and 4:08, unless a written response to the Motion are filed with the Clerk of the Court and served on the moving party and the Office of the U.S. Trustee, objecting to the relief requested within twenty one (21) days, the Court may deem the opposition waived, treat the motions as conceded, and issue an order granting the requested relief without further notice of hearing.

/s/ Bonnie L. Pollack
Bonnie L. Pollack, Esq.

CERTIFICATE OF SERVICE

I, Bonnie L. Pollack, do hereby certify that a copy of this Motion was mailed or electronically sent to the following attached list of interested parties and creditors this 16th day of September, 2026.

Service List:

Notice will be electronically mailed to:

Patricia B. Fugee, on behalf of The Sisters of St. Francis of Sylvania Ohio., at patricia.fugee@fisherbroyles.com

Robert Lapowsky, on behalf of The Sisters of St. Francis of Sylvania Ohio at robert.lapowsky@stevenslee.com; r.edward.stone.iii@stevenslee.com

Lauren Schoenewald, Esq., on behalf of Office of the U.S. Trustee, at Lauren.schoenewald@usdoj.gov; USTP.Region09@usdoj.gov

Justin W. Ristau, on behalf of, Toledo-Lucas County Port Authority, at jristau@bricker.com; CKalvas@bricker.com

Justin Winerman, of Bryan Cave Leighton Paisner LLP, on behalf of Dynamic Campus Solutions, Inc. at justin.winerman@bclplaw.com

Katherine E. Spewak, of Bryan Cave Leighton Paisner LLP, on behalf of Dynamic Campus Solutions, Inc. at katie.spewak@bclplaw.com

Alexandra Bolder, on behalf of Department of Education, at Alexandra.Bolden@ed.gov

IRS Insolvency, at sbse.cio.bnc.mail@irs.gov

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Ohio Attorney General, Bankruptcy Unit, at OHAGCEBKYEBN@ohioattorneygeneral.gov
Pension Benefit Guaranty Corporation, at bnccnotifications@pbgc.gov

Social Security Administration, Office of the General Counsel, at ssa.bankruptcy@ssa.gov

Heather Balzano, on behalf of Aetna Life Insurance Company, at BalzanoH@aetna.com

Ask Legal, on behalf of Anthology, at Ask.Legal@ellucian.com

Joe Jacobs, on behalf of AVI Foodsystems Inc, at Jjacobs@AVIFoodsystems.com

Burton Rogers, on behalf of Bon Secours Mercy Health Inc, at Blrogers@mercy.com

Jessica Lewis Jin, on behalf of Charles E. Schell Foundation Grant, at Jessica.Jin@53.com

Olivia Adamic, on behalf of Christian Brothers Employee Benefit Trust, at olivia.adamic@cbservices.org

Timothy P Coyle, on behalf of Dept. of Health & Human Services, at tcoyle@hrsa.gov

Mike Tumminello, on behalf of Dynamic Campus Solutions Inc, at Mike.Tumminello@dynamiccampus.com

Jeremy Marks, on behalf of Federal Work Study, at Jeremy.Marks@education.ohio.gov

Jeremy Marks, on behalf of SEOG (23300-12010), at Jeremy.Marks@education.ohio.gov

Kevin Mullan, on behalf of Kevin P. Mullan Consulting, LLC, at Kevin@kevinpmullan.com

Clay Nixon, on behalf of Niche.com, Inc., at clay.nixon@niche.com
Brittney Perry, on behalf of Paramount Health Care, at Brittney.Perry@medmutual.com

Charlie Anastasi, on behalf of Rize Education, Inc, at canastasi@rize.education

Nancy Feltz, on behalf of Signature Bank, N.A., at NFeltz@signaturebankna.com

Zachary Phillips, on behalf of The Ohio Department of Higher Edu., at Zachary.Phillips@utoledo.edu; Mchavanne@highered.ohio.gov

Brittany Hoyer, on behalf of Underground Systems Corp., at Underground1976@aol.com

Nicole Robbins, on behalf of City of Sylvania, at Nrobbins@cityofsylvania.com

Chris Ralston, on behalf of TeqLease, at chris.ralston@firstcitizens.com

Steven Guarino, on behalf of TeqLease, at steven.guarino@firstcitizens.com

Christopher Sonnenburg, on behalf of TeqLease, at christopher.sonnenburg@firstcitizens.com

Terry Goodall, on behalf of Glass Masters 2000 LLC, at GlassMasters2000@gmail.com

Hassan Bataineh, at hassanbatayneh10@gmail.com

Laurie Murdock, on behalf of HD Supply Facilities Maintenance, Ltd., at Laurie.Murdock@HDSupply.com

John Gould, on behalf of Hoffman and Harpst Co Inc, at info@hoffmanandharpst.com

Karen Boecker, on behalf of Roto-Rooter, at service@toledorotorooter.com

Toledo Edison Corporation, at TE_interconnection@firstenergycorp.com

KC Baker, on behalf of, Signature Bank, N.A. at kcbaker914@gmail.com

Hylant Insurance Agency at Legal@Hylant.com

Notice will be mailed to:

Attorney General of the United States
Main Justice Building
10th & Constitution Avenue, N.W.
Washington, D.C. 20530

Office of the United States Attorney
Suite 308, Four Seagate, Third Floor
Toledo, Ohio 43604

Internal Revenue Service
P.O. Box 7346
Philadelphia, Pennsylvania 19101-7346

U.S. Department of Education
Direct Loan Servicing Center
P.O. Box 5609
Greenville, Texas 75403-5609

Environmental Protection Agency
Region V
77 West Jackson Boulevard
Chicago, Illinois 60604

Defense Finance and Accounting Services - Cleveland
Attention: DFAS-HGA/CL
P.O. Box 998002
Cleveland Ohio 44199-8002

Momentum Telecom
1200 Corporate Drive
Ste 300
Birmingham AL 35242

Time Warner/Spectrum
Charter Communications
PO Box 223085
Pittsburgh, PA 15251-2085

Columbia Gas
P O Box 4629
Carol Stream, IL 60197

Buckeye Broadband
P O BOX 10027
Toledo, OH 43699

Republic Services
6749 Dixie Highway
Erie, MI 48133-922323

Verizon Wireless
PO Box 16810
Newark, NJ 07101

Christian Brothers
1205 Windham Parkway
Romeoville, IL 60446

Exhibit A

Proposed Order

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OHIO
WESTERN DIVISION

IN RE:	)	Case No. 26-31894
	)	
LOURDES UNIVERSITY and	)	CHAPTER 11
LOURDES PROPERTIES, LLC, [1],	)	
Jointly Administered Debtors-in-Possession	)	Judge Mary Ann Whipple

ORDER (I) ESTABLISHING PROCEDURES FOR INTERIM COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR RETAINED PROFESSIONALS AND (II) GRANTING RELATED RELIEF

Upon the motion (the "Motion")[2] filed by Lourdes University and Lourdes Properties, LLC, the above-captioned debtors and debtors-in-possession (the "Debtors"), for an entry of an order, pursuant to sections 105(a), 330, and 331 of title 11 of the United States Code, 11 U.S.C.

[1] The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: Lourdes University (6547); and Lourdes Properties, LLC (8998). The location of the Debtors' principal place of business is 6832 Convent Blvd., Sylvania, Ohio 43560.

[2] Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

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§§ 101 *et seq.* (the "Bankruptcy Code"), Rules 2016(a), 6003(b) and 6004(h) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 9013-1 of the Local Bankruptcy Rules of the Northern District of Ohio (the "Local Rules"), establishing procedures for monthly compensation and reimbursement of expenses of professionals retained by order of this Court, as more fully described in the Motion; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that venue of the chapter 11 case and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. §§ 157(b); and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and a hearing, if required, having been held to consider the relief requested in the Motion; and upon the record of the hearing and all of the proceedings had before the Court; and the Court having found and determined that the relief sought in the Motion is in the best interests of the Debtors, their estates, their creditors and all other parties in interest; and that the legal and factual bases set forth in the Motion having established just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT:

1. The Motion is hereby GRANTED to the extent provided herein.

2. Except as may otherwise be provided in orders of this Court authorizing the retention of specific professionals, all Retained Professionals in these chapter 11 cases may seek monthly compensation in accordance with the following Compensation Procedures:

a. On or before the twentieth (20th) day of each month, or the next business day if such day is not a business day, following the month for which compensation is sought, each Retained Professional seeking compensation under this Order shall file on the Court docket and serve a monthly statement (a "Monthly Fee Statement"), by email, on (i) Lourdes University, c/o the CRO, john.hillyergroup@gmail.com; (ii) counsel to the Debtors, Cullen and Dykman

LLP, bpollack@cullenllp.com; (iii) the Office of The United States Trustee, Lauren.Schoenewald@usdoj.gov; (iv) proposed counsel to any Committee if one is formed; (v) counsel to the DIP Lender, Stevens & Lee, robert.lapowsky@stevenslee.com; and (vi) any other party the Court may designate (collectively, the "Notice Parties"). Any Retained Professional that fails to file a Monthly Fee Statement for a particular month or months may subsequently submit a consolidated Monthly Fee Statement for a subsequent month or months. Notwithstanding the foregoing, the first Monthly Fee Statement shall be filed no later than twenty (20) days of the entry of an order approving this Motion but can be filed prior to the entry of such order. .

b. Filing a Monthly Fee Statement with the Bankruptcy Court does not alter the requirements outlined in sections 330 and 331 of the Bankruptcy Code. Retained Professionals are still required to serve and file interim, and final, applications for approval of fees and expenses in accordance with the relevant provisions of the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

c. Except as otherwise permitted by an order of the court authorizing the retention of a Professional, each Monthly Fee Statement must contain a list of the individuals – and their respective titles (*e.g.*, attorney, accountant, or paralegal) – who provided services during the statement period, their respective billing rates, the aggregate hours spent by each individual, a reasonably detailed breakdown of the disbursements incurred,[3] and contemporaneously maintained time entries for each individual in increments of tenths (1/10) of an hour.

d. If any Notice Party has an objection to the compensation or reimbursement sought in a particular Monthly Fee Statement, such Notice Party shall, by no later than fifteen (15) days after receipt of such Monthly Fee Statement, or the next business day if such day is not a business day (the "Objection Deadline"), serve notice of such objection upon the Retained Professional whose Monthly Fee Statement is objected to, and the other Notice Parties, a written "Notice Of Objection To Fee Statement," setting forth the nature of the objection and the amount of fees or expenses at issue (an "Objection"). The Objection shall not be filed on the case docket.

e. At the expiration of the Objection Deadline, the Debtors shall promptly pay eighty percent (80%) of the fees and one hundred percent (100%) of the expenses identified in each Monthly Fee Statement to which no Objection has been served in accordance with paragraph (d).

f. If an Objection to a particular Monthly Fee Statement is served, the Debtors shall withhold payment of that portion of the Monthly Fee Statement to which the

[3] No professional shall seek reimbursement of an expense which would otherwise not be allowed pursuant to any administrative order of this Court or the Fee Guidelines.

Objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth in paragraph (e) above.

g. If an Objection is resolved by the parties, the Retained Professional whose Monthly Fee Statement was the subject of the Objection shall file a statement indicating that the Objection has been withdrawn and describing in detail the terms of the resolution, together with a copy of the Objection. Upon the filing of such statement, the Debtors shall promptly pay, in accordance with paragraph (e), that portion of the Monthly Fee Statement which is no longer subject to an Objection.

h. All Objections that are not resolved by the parties or by Court order shall be preserved and presented to the Court at the next interim or final fee application hearing to be heard by the Court (see paragraph j below).

i. The service of an Objection in accordance with paragraph (d) shall not prejudice the objecting party's right to object to any fee application made to the Court in accordance with the Bankruptcy Code on any ground, whether raised in the Objection or not. Furthermore, the decision of any party not to object to a Monthly Fee Statement shall not be a waiver of any kind or prejudice that party's right to object to any fee application subsequently made to the Court in accordance with the Bankruptcy Code.

j. Unless a chapter 11 plan shall have been confirmed, commencing with the period ending December 31, 2026, and at four-month intervals thereafter (the "<u>Interim Fee Period</u>"), each of the Retained Professionals shall file with the Court an application (an "<u>Interim Fee Application</u>") for interim approval and allowance, pursuant to sections 330 and 331 of the Bankruptcy Code, of the compensation and reimbursement of expenses requested in the Monthly Fee Statements served during such Interim Fee Period. Each Retained Professional shall file its Interim Fee Application no later than 45 days after the end of the Interim Fee Period, or the next business day if such day is not a business day. The failure to timely file an Interim Fee Application shall not bar such Retained Professional from seeing fees and expenses in that Interim Fee Period at a later date.

k. Only the Court has authority to determine whether to award compensation and reimbursement pursuant to any Application, however all such Applications should be prepared in substantial conformity with the Fee Guidelines. The Interim Fee Application must be accompanied by a cover sheet substantially in the form of **<u>Exhibit "B</u>**" attached hereto and include a brief description identifying:

(5) the Monthly Fee Statements that are the subject of the request;

(6) the amount of fees and expenses requested;

(7) the amount of fees and expenses paid to date or subject to an Objection; and

(8) any other information requested by the Court or required by the Local Rules.

l. Unless a chapter 11 plan shall have been confirmed before the deadline to file an Interim Fee Application, the Debtors' attorneys shall obtain a date from the Court for the hearing to consider Interim Fee Applications for all Retained Professionals (the "Interim Fee Hearing"). At least twenty-one (21) days prior to the Interim Fee Hearing, the Debtors' attorneys shall file a notice with the Court, with service upon the U.S. Trustee, the Notice Parties and any other party entitled to notice in these cases, and all Retained Professionals, setting forth the time, date, and location of the Interim Fee Hearing, the period covered by the Interim Fee Applications, and the objection deadline. The Debtors' attorneys may file Interim Fee Applications on behalf of Retained Professionals seeking compensation.

m. The pendency of an Interim Fee Application, a Monthly Fee Statement or a Court order that a particular payment of compensation or reimbursement of expenses pursuant to a particular Monthly Fee Statement was improper shall not disqualify a professional from the future payment of compensation or reimbursement of expenses as set forth above, unless otherwise ordered by the Court.

n. Neither the payment of, nor the failure to pay, in whole or in part, monthly compensation and reimbursement as provided herein shall have any effect on this Court's interim or final allowance of compensation and reimbursement of expenses of any Retained Professionals.

o. Any payments to Retained Professionals made in accordance with these Compensation Procedures must be in compliance with the Budget approved in connection with the Debtors' DIP financing.

p. Nothing herein shall in any way limit the ability of the Court and the U.S. Trustee to review and evaluate the reasonableness and propriety of any fees and expenses requested or paid pursuant to an order granting this motion.

3. All fees and expenses paid to Retained Professionals under the Compensation Procedures are subject to full disgorgement until final allowance of this Court.

4. Each Retained Professional may seek, in its first request for compensation and reimbursement of expenses pursuant to this Order, compensation for work performed and

reimbursement for expenses incurred during the period beginning on the Petition Date and ending on December 31, 2026.

5. The amount of fees and disbursements sought shall be set out in U.S. dollars, and if disbursements are to be paid in a foreign currency, the amount shall be set out in U.S. dollars and the conversion amount in the foreign currency, calculated at the time of the submission of the application.

6. The Debtors shall include all payments to Retained Professionals on its monthly operating reports, detailed so as to state the amount paid to each of the Retained Professionals.

7. Retained Professionals must serve Interim Fee Applications and final fee applications upon the Notice Parties. All other parties that have filed a notice of appearance with the Clerk of the Court and requested notice of such pleadings in these chapter 11 cases shall be entitled to receive only notice of Interim Fee Hearings and final fee hearings, with a right to receive copies of the respective Interim Fee Applications and final fee applications upon request.

8. Any and all payments authorized to be made pursuant to this Order shall be subject to and made only to the extent authorized under the Budget approved in connection with the orders approving the Debtors' use of cash collateral and terms of Debtor-in-Possession financing.

9. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

10. In the event that an ordinary course professional is required to file a fee application, then the Debtors' attorneys shall obtain a date from this Court for the hearing of such fee application, which shall be scheduled no earlier than twenty-one (21) days after the fee application is served on the Notice Parties.

11. Under the circumstances of these chapter 11 cases, notice of the Motion is adequate under Bankruptcy Rule 6004(a).

12. The Debtors are authorized to take all such actions as are necessary or appropriate to implement the terms of this Order.

13. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order.

Exhibit B

Form of Cover Sheet for Interim Fee Application

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF OHIO
WESTERN DIVISION

IN RE:	)	Case No. 26-31894
	)	
LOURDES UNIVERSITY and	)	CHAPTER 11
LOURDES PROPERTIES, LLC, [1],	)	
Jointly Administered Debtors-in-Possession	)	Judge Mary Ann Whipple

NOTICE OF INTERIM FEE APPLICATION

Name of Applicant: ________________________________

Authorized to Provide
Professional Services to: ________________________________

Date of Retention: ________________________________

Period for which compensation and
reimbursement is sought: ________________________________

Amount of Compensation sought as
actual, reasonable and necessary: $________________________________

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: $________________________________

This is (a)n: _______interim ____final application

Summary of Monthly Fee Statements for Compensation Period:

		Requested		Approved	
Date File	Period Covered	Fees	Expenses	Fees	Expenses

Total:

[1] The Debtors in these chapter 11 cases along with the last four digits of each Debtor's federal tax identification number are: Lourdes University (6547); and Lourdes Properties, LLC (8998). The location of the Debtors' principal place of business is 6832 Convent Blvd., Sylvania, Ohio 43560.

36473543

Summary of prior Interim Fee Applications:

		Requested		Approved	
Date File	Period Covered	Fees	Expenses	Fees	Expenses

Total: