

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<p>In re:</p> <p>WESTMORELAND COAL COMPANY, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 18-35672 (DRJ)</p> <p>Jointly Administered</p>
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**COVERSHEET TO (I) THIRD AND FINAL APPLICATION OF COLE SCHOTZ P.C. FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 22, 2018 THROUGH JUNE 21, 2019 AS IT RELATES TO THE WMLP DEBTORS AND (II) FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 22, 2018 THROUGH FEBRUARY 28, 2019 AS IT RELATES TO WLB**

<b>Name of Applicant:</b>	Cole Schotz P.C.	
<b>Applicant's Role in case:</b>	Co-Counsel to the Official Committee of Unsecured Creditors	
<b>Date Order of Employment Signed:</b>	November 28, 2018 (Docket No. 628)	
<b>Periods for which Compensation and Reimbursement is sought:</b>	October 22, 2018 through June 21, 2019 (the "Third Interim Application Period"); and  October 22, 2018 through June 21, 2019 (the "Final Application Period")	
<b>Time Period covered by any prior applications:</b>	Beginning of Period	Ending of Period
First Interim Fee Application period:	October 22, 2018	December 31, 2018
Second Interim Fee Application period:	January 1, 2019	February 28, 2019
Third Interim Fee Application period:	March 1, 2019	June 21, 2019
<b>Total amounts awarded in all prior applications:</b>	\$496,333.15	

<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company's service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

<b>Total fees requested in the Third Interim Application Period:</b>	\$39,965.05
<b>Total professional fees requested in the Third Interim Application Period:</b>	\$34,380.90
<b>Total actual professional hours covered by the Third Interim Application Period:</b>	71.35
<b>Average hourly rate for professionals for the Third Interim Application Period:</b>	\$482.00
<b>Total paraprofessional fees requested in the Third Interim Application Period:</b>	\$5,584.15
<b>Total actual paraprofessional hours covered by the Third Interim Application Period:</b>	21.69
<b>Average hourly rate for paraprofessionals for the Third Interim Application Period:</b>	\$257.00
<b>Reimbursable expenses sought in the Third Interim Application Period:</b>	\$4,584.23
<b>Total fees requested in the Final Application Period:<sup>2</sup></b>	\$520,019.05
<b>Reimbursable expenses sought in the Final Application Period:</b>	\$20,863.38
<b>Total to be Paid to Priority Unsecured Creditors:</b>	N/A
<b>Anticipated % Dividend to Priority Unsecured Creditors:</b>	N/A
<b>Total to be Paid to General Unsecured Creditors</b>	N/A
<b>Anticipated % Dividend to Unsecured Creditors:</b>	N/A
<b>Date of confirmation hearing re WLB:</b>	February 28, 2019 (WLB) June 5, 2019 (WMLP)
<b>Indicate whether the plan has been confirmed.</b>	Yes (WLB and WMLP)

<sup>2</sup> Consistent with the intercompany settlement, this amount consists of (a) \$221,029.50 of fees and expenses incurred on behalf of the WLB Debtors' estates, (b) \$123,628.75 of (or 70% of the total) fees and expenses incurred jointly, and (c) \$315.90 (30% of the fees and expenses incurred with respect to the tender offer).

Date Signed: July 22, 2019

/s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

**COLE SCHOTZ P.C.**

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*Counsel for the Official Committee of  
Unsecured Creditors*

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FOR THE SOUTHERN DISTRICT OF TEXAS  
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<p>In re:</p> <p>WESTMORELAND COAL COMPANY, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 18-35672 (DRJ)</p> <p>Jointly Administered</p>
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**THIRD AND FINAL APPLICATION OF COLE SCHOTZ P.C. FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
OCTOBER 22, 2018 THROUGH JUNE 21, 2019 AS IT RELATES TO THE WMLP  
DEBTORS AND FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION  
FOR SERVICES RENDERED AS CO-COUNSEL TO THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 22, 2018  
THROUGH FEBRUARY 28, 2019 AS IT RELATES TO WLB**

**THIS APPLICATION SEEKS AN ORDER THAT MAY ADVERSELY AFFECT YOU. IF YOU OPPOSE THE APPLICATION, YOU SHOULD IMMEDIATELY CONTACT THE APPLICANT TO RESOLVE THE DISPUTE. IF YOU AND THE APPLICANT CANNOT AGREE, YOU MUST FILE A RESPONSE AND SEND A COPY TO THE APPLICANT. YOU MUST FILE AND SERVE YOUR RESPONSE WITHIN 21 DAYS OF THE DATE THIS WAS SERVED ON YOU. YOUR RESPONSE MUST STATE WHY THE APPLICATION SHOULD NOT BE GRANTED. IF YOU DO NOT FILE A TIMELY RESPONSE, THE RELIEF MAY BE GRANTED WITHOUT FURTHER NOTICE TO YOU. IF YOU OPPOSE THE APPLICATION AND HAVE NOT REACHED AN AGREEMENT, YOU MUST ATTEND THE HEARING. UNLESS THE PARTIES AGREE OTHERWISE, THE COURT MAY CONSIDER EVIDENCE AT THE HEARING AND MAY DECIDE THE APPLICATION AT THE HEARING.**

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company's service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

**REPRESENTED PARTIES SHOULD ACT THROUGH THEIR ATTORNEY**

**A HEARING ON THIS APPLICATION WILL BE CONDUCTED ON A FUTURE DATE TO BE DETERMINED IN COURTROOM 404, 515 RUSK STREET, HOUSTON, TEXAS 77002.**

Cole Schotz P.C. (“**Cole Schotz**”) as co-counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) appointed in the above-captioned cases (the “**Chapter 11 Cases**”) of Westmoreland Coal Company (“**WLB**”) and Westmoreland Resource Partners, LP (“**WMLP**”) and WMLP’s direct and indirect subsidiaries (together with WMLP, the “**WMLP Debtors**”), the within debtors and debtors in possession (collectively, the “**Debtors**”) hereby files its (i) third interim application for allowance of compensation for services rendered and necessary expenses for the period from March 1, 2019 through June 21, 2019 (the “**Third Interim Application Period**”) as it relates to the WMLP Debtors, (ii) final application for allowance of compensation for services rendered and necessary expenses incurred for the period from October 22, 2018 through February 28, 2019 (the “**WLB Final Application Period**”) as it relates to WLB, and (iii) final application for allowance of compensation for services rendered and necessary expenses for the period from October 22, 2018 through June 21, 2019 as it relates to WMLP (the “**WMLP Final Application Period**”) (collectively the “**Final Application Periods**”), pursuant to sections 330 and 331 of the United States Bankruptcy Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rules 2016-1 and 9013-1 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Southern District of Texas (the “**Local Rules**”), the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 495] (the “**Interim Compensation Order**”), and the *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11*

U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**”). For the Third Interim Application Period, Cole Schotz seeks interim allowance of \$39,965.05 as fees for services rendered and \$4,584.23 as reimbursement of expenses incurred. For the Final Application Periods, Cole Schotz seeks final allowance of \$520,019.05 as fees for services rendered and \$20,863.38 as reimbursement of expenses incurred. In support of this application (the “**Application**”), Cole Schotz submits the Declaration of Michael D. Warner (the “**Warner Declaration**”) attached hereto as **Exhibit 1** and a proposed order granting the Application attached hereto as **Exhibit 2**. In further support of this Application, Cole Schotz 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 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of Texas*, dated May 24, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2) and Article III of the United States Constitution. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are sections 330, 331 and 1103 of the Bankruptcy Code, Bankruptcy Rule 2016 and Local Rules 2016-1 and 9013-1 of the Local Rules.

### **BACKGROUND**

#### **A. Background**

3. On October 9, 2018 (the “**Petition Date**”), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code in this Court. Before confirmation of their respective Chapter 11 plan, the Debtors were authorized to operate their businesses and

manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Chapter 11 Cases.

4. On October 18, 2018, the Office of the United States Trustee for the Southern District of Texas (the “**U.S. Trustee**”) appointed the Committee pursuant to Section 1102 of the Bankruptcy Code. The Committee consisted of the following seven (7) members: (i) Ohio Machinery Co.; (ii) Wheeler Machinery Co.; (iii) Nelson Brothers Mining Services, LLC; (iv) Tractor & Equipment Co.; (v) Consol Mining Company LLC; (vi) Pension Benefit Guaranty Corporation; and (vii) United Mine Workers of America.

**B. The Committee’s Retention of Cole Schotz**

5. On October 22, 2018, the Committee held a meeting and, among other things, selected Morrison Foerster LLP (“**Morrison & Foerster**”) as lead counsel, subject to Court approval. The Committee also selected Cole Schotz to serve as co-counsel to the Committee in these cases, subject to Court approval.

6. On November 28, 2018, the Court entered the *Order Approving Application for Approval of the Employment of Cole Schotz P.C. as Co-Counsel to the Official Committee of Unsecured Creditors, Effective as of October 22, 2018* [Docket No. 620] (the “**Retention Order**”).

7. The Retention Order authorized Cole Schotz to provide the following services to the extent not provided by Morrison & Foerster, or to the extent that Morrison & Foerster has a specific conflict with such matter:

(a) advise the Committee with respect to its rights, duties, and powers in these Chapter 11 cases;

(b) assist and advise the Committee in its consultations with the Debtors relative to the administration of these Chapter 11 cases;

(c) assist the Committee in analyzing the claims of the Debtors' creditors and the Debtors' capital structure and in negotiating with holders of claims;

(d) assist the Committee in its investigation of the acts, conduct, assets, liabilities, and financial condition of the Debtors and of the operation of the Debtors' business;

(e) assist the Committee in its investigation of the liens and claims of the Debtors' lenders and the prosecution of any claims or causes of action revealed by such investigation;

(f) assist the Committee in its analysis of, and negotiations with, the Debtors or any third-party concerning matters related to, among other things, the assumption or rejection of leases of nonresidential real property and executory contracts, asset dispositions, financing or other transactions, and the terms of one or more plans of reorganization for the Debtors and accompanying disclosure statements and related plan documents;

(g) assist and advise the Committee in communicating with unsecured creditors regarding significant matters in these Chapter 11 cases;

(h) represent the Committee at hearings and other proceedings;

(i) review and analyze applications, orders, statements of operations, and schedules filed with the Court and advise the Committee as to their propriety;

(j) assist the Committee in preparing pleadings and applications as may be necessary in furtherance of the Committee's interests and objectives;



(k) prepare, on behalf of the Committee, any pleadings, including without limitation, motions, memoranda, complaints, adversary complaints, objections or comments in connection with any of the foregoing;

(l) handle matters that are not appropriately handled by Morrison & Foerster because of actual and potential conflict of interest issues; and

(m) perform such other legal services as may be required or requested or as may otherwise be deemed in the interests of the Committee in accordance with the Committee's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules or other applicable law.

8. The Retention Order authorized the Debtors to compensate and reimburse Cole Schotz in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any Orders entered in these cases. The Retention Order also authorized the compensation of Cole Schotz at its standard hourly rates and the reimbursement of Cole Schotz's actual and necessary out-of-pocket expenses incurred, subject to application to this Court.

9. On March 14, 2019, Cole Schotz filed its *First Interim Application of Cole Schotz P.C. for Allowance of Compensation for Services Rendered as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from October 22, 2018 Through December 31, 2018* (Docket No. 1602) (the "**First Interim Fee Application**"). On April 11, 2019, the Court entered an order approving the First Interim Fee Application (Docket No. 1710).

10. On April 15, 2019, Cole Schotz filed its *Second Interim Application of Cole Schotz P.C. for Allowance of Compensation for Services Rendered as Co-Counsel to the Official Committee of Unsecured Creditors for the Period from January 1, 2019 Through February 28, 2018 as it Relates to the WMLP Debtors and Second Interim and Final Application for*

*Allowance of Compensation for Services Rendered as Co-Counsel to the Official Committee of Unsecured Creditors for the Period From October 22, 2018 Through February 28, 2019 as it Relates to WLB* (Docket No. 1734) (the “**Second Interim Fee Application**”). On April 11, 2019, the Court entered an order approving the Second Interim Fee Application (Docket No. 1710).

**SUMMARY OF PROFESSIONAL COMPENSATION AND REIMBURSEMENT  
OF EXPENSES REQUESTED**

11. Cole Schotz seeks interim allowance of \$39,965.05 in fees calculated at the hourly billing rates of Cole Schotz’s personnel who worked on this case, and \$4,584.23 in expenses actually and necessarily incurred by Cole Schotz while providing services to the Committee during the Third Interim Application Period. During the Third Interim Application Period, Cole Schotz attorneys and paraprofessionals expended a total of 124.6 hours for which compensation is requested.

12. Pursuant to the Interim Compensation Order, during these cases, Cole Schotz has filed monthly fee statements and has received payment of 80% of fees and 100% of expenses for services rendered and expenses incurred from March 1, 2019 through May 31, 2019. As of the date of this Application, Cole Schotz has not received any objections to its monthly fee statements. A summary of the amounts paid to Cole Schotz in accordance with the Interim Compensation Order for monthly fee statements relating to the Third Interim Application Period is set forth as follows:

Period	Fees Incurred	Fees Paid	Expenses Incurred	Expenses Paid	Balance (Fees & Expenses)
March 1-31, 2019	\$15,579.50	\$12,463.20	\$2,204.78	\$2,204.78	\$3,116.30
April 1-30, 2019	\$4,920.55	\$3,936.44	\$1,008.56	\$1,008.56	\$984.11
May 1-31, 2019	\$5,916.00	\$4,732.80	\$216.32	\$216.32	\$1,183.20
June 1-21, 2019	\$13,549.00	\$0.00	\$1,154.57	\$0.00	\$14,703.57
<b>Balance Owing:</b>					<b>\$19,987.18</b>

13. Pursuant to this Application, Cole Schotz now seeks payment of the twenty percent (20%) “hold-back” amounts in connection with its previously filed monthly fee statements.

14. The fees charged by Cole Schotz in these cases are billed in accordance with Cole Schotz’s existing billing rates and procedures in effect during the Third Interim Application Period. The rates Cole Schotz charges for the services rendered by its professionals and paraprofessionals in these chapter 11 cases generally are the same rates Cole Schotz charges for professional and paraprofessional services rendered in comparable bankruptcy and non-bankruptcy related matters. Such fees are reasonable based on the customary compensation charged by comparably skilled practitioners in comparable bankruptcy and non-bankruptcy cases in a competitive national legal market.

15. The Committee approved a budget (the “**Budget**”) and a staffing plan (the “**Staffing Plan**”) for Cole Schotz’s engagement for the period from March 1, 2019 through June 21, 2019. The Budget is attached hereto as **Exhibit 3**. A summary of the fees and hours budgeted compared to fees and hours billed for each task is attached hereto as **Exhibit 4**. The Staffing Plan is attached hereto as **Exhibit 5**. The fees sought in this Application do not exceed the budget. The fees sought in this Application are not for a greater number of professionals than that identified in the Staffing Plan.

16. Attached hereto as **Exhibit 6** is a summary breakdown of hours and amounts billed by timekeeper. The summary sheet lists those Cole Schotz professionals, paraprofessionals, and other non-legal staff who have performed services for the Committee during the Third Interim Application Period, the capacities in which each individual is employed by Cole Schotz, the department in which each individual practices, the hourly billing rate charged by Cole Schotz for services performed by such individual, the year in which each attorney was first licensed to practice law, where applicable, and the aggregate number of hours expended in this matter and fees billed therefor.

17. Cole Schotz maintains computerized records of the time spent by all Cole Schotz attorneys and paraprofessionals in connection with these chapter 11 cases. Copies of these computerized records were filed and served with Cole Schotz's monthly fee statements in the format and by the procedure specified by the Interim Compensation Order. Copies of the monthly fee statements together with the time records are attached hereto as **Exhibit 7<sup>2</sup>**.

18. Cole Schotz reserves the right to request additional compensation for the Third Interim Application Period to the extent that it is later determined that time or disbursement charges for services rendered or disbursements incurred during such time period have not yet been submitted.

### **SUMMARY OF SERVICES RENDERED**

19. The following narrative provides a brief summary of the services rendered by Cole Schotz on behalf of the Committee organized by project category. The summary that follows is not intended to be a detailed description of the work performed by Cole Schotz during

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<sup>2</sup> The Joint Chapter 11 Plan of Westmoreland Coal Company & Certain of its Debtor Affiliates [Docket No. 788] (the "**WLB Plan**") authorized Cole Schotz to invoice the WLB Debtors directly for fees and expenses incurred after the WLB Plan was confirmed, and prior to the Effective Date (as defined in the WLB Plan). The fees incurred by Cole Schotz during that time period are reflected on the time records attached as Exhibit 7.

the Third Interim Application Period, as those day-to-day services and the time expended in performing such services are fully set forth in the contemporaneous time records that are attached as Exhibit 7. Rather, the following summary attempts to highlight certain of those areas in which serves were entered to the Committee.

**A. Asset Disposition**

WMLP Fees: \$8,508.00      Total Hours: 23.2

20. This category includes time spent addressing the sale of the assets of Westmoreland Kemmerer, LLC and Westmoreland Kemmerer Fee Coal Holdings, LLC (the “Kemmerer Sale”). In that regard, Cole Schotz participated, on an emergency basis, in discovery and depositions in connection with the adversary complaint filed by Westmoreland Mining Holdings LLC, Westmoreland Mining LLC, Westmoreland Canada Holdings Inc., Prairie Mines & Royalty ULC, Westmoreland Risk Management, Inc., Westmoreland San Juan Mining LLC, Westmoreland Absaloka Mining LLC, Westmoreland Rosebud Mining LLC, Westmoreland Haystack Mining LLC, Westmoreland Beulah Mining LLC, Westmoreland Savage Mining LLC and Westmoreland Jewett Mining LLC (the “WLB Purchaser”) against Western Coal Acquisition Partners, LLC, Merida Natural Resources LLC, Westmoreland Resource Partners, LP, Westmoreland Kemmerer, LLC and Westmoreland Kemmerer Fee Coal Holdings, LLC seeking a temporary restraining order in connection with the Kemmerer Sale. Cole Schotz also assisted with the preparation and filing of the *Joinder of the Official Committee of Unsecured Creditors to Objections to WLB Purchaser’s Complaint, Application for Temporary Restraining Order, and Request for a Preliminary Injunction*. Cole Schotz prepared and attended the hearing on the WLB Purchaser’s request for a temporary restraining order of the Kemmerer Sale.

**B. Case Administration**

WMLP Fees: \$9,296.50      Total Hours: 14.0

21. This category includes work performed in connection with the day-to-day management of the Chapter 11 Cases including, but not limited to, (a) initial reviewing and monitoring of the case docket, and retrieving and circulating pleadings to professionals; (b) retrieving documents and preparing hearing notebooks; (c) reviewing witness and exhibit lists; and (d) reviewing communication and pleadings and in connection with upcoming hearings. This category also included time spent in connection with Cole Schotz's attendance at the hearing for confirmation of the WMLP Plan (defined below).

**C. Employment and Fee Applications**

WMLP Fees: \$12,317.55      Total Hours: 30.7

22. During the Third Interim Application Period, time was spent preparing and filing (i) Cole Schotz monthly fee statements for February 2019, March 2019 and April 2019; (ii) reviewing and filing Morrison and Foerster's monthly fee statements; (iii) reviewing and filing Jefferies first monthly fee statement; and (iv) finalizing and filing notice of reimbursement of Committee members expenses. In addition, time was spent on the preparation and filing of Cole Schotz's first and second interim fee applications, along with the filing of other Committee professionals' fee applications.

**D. Litigation**

WMLP Fees: \$504.00      Total Hours: 1.0

23. During the interim period, Cole Schotz spent time (i) addressing the possible filing of a motion to seek standing to assert claims against the WMLP Lenders (the "Standing

Motion”), (ii) coordinating with Morrison & Foerster regarding the Standing Motion, (iii) and addressing the complaint filed by the WLB Purchaser (described above).

**E. Meetings and Communications with Creditors**

WMLP Fees: \$3,619.00                      Total Hours: 8.9

24. This category includes time spent preparing for and attending weekly Committee professionals and Committee calls and corresponding with a creditor regarding distributions.

**F. Non-Working Travel**

WMLP Fees: \$4,993.50                      Total Hours: 14.3

25. This category is for travel time expended by Cole Schotz in connection with its in-person attendance at various depositions, and court hearings (such as for the TRO, fee applications and confirmation). It is Cole Schotz’s practice to bill non-working travel at one half of the time keeper’s usual rate.

**G. Plan/Disclosure Statement**

WMLP Fees: \$726.50                      Total Hours: 1.4

26. This category includes time spent by Cole Schotz relating to the Committee’s review of the *Joint Plan of Liquidation for the WMLP Debtors*, as modified (the “WMLP Plan”) including reviewing documents and corresponding with Morrison & Foerster with regard to the plan. Cole Schotz also expended time preparing and revising an exhibit list for the hearing on confirmation of the WMLP Plan.

**SUMMARY OF ACTUAL AND NECESSARY EXPENSES**

27. During the Third Interim Application Period, Cole Schotz incurred \$4,584.23 in expenses on behalf of the Committee. It is Cole Schotz’s policy to charge its clients in all areas of practice for out-of-pocket expenses incurred in connection with the client’s case. The

expenses charged to clients include, among other things, conference calls, court fees, deposition services, and travel services. Cole Schotz charges for these expenses in a manner and at rates consistent with charges made generally to its other clients. A summary of Cole Schotz's expenses incurred during the Third Interim Application Period is provided in **Exhibit 8**.

### **U.S. TRUSTEE GUIDELINES**

28. The following is provided in response to the questions raised at ¶ C.5 of the U.S.

Trustee Guidelines:

<b><u>Question</u></b>	<b><u>Answer</u></b>
Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?	No
If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?	The fees requested in this application are not higher than 10% of what was budgeted.
Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?	No
Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices?	Yes, albeit minimal time/fees were incurred in connection with reviewing time records and preparing invoices.
Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information?	Yes, as discussed above, albeit minimal time/fees were incurred in connection with reviewing and/or redacting for privilege.
Does the fee application include any rate increases?	No.

### **BASIS FOR THE RELIEF REQUESTED**

29. Section 331 of the Bankruptcy Code provides for interim compensation of professionals not more than once every 120 days after the commencement of the cases (or more



often as the court may permit) and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. *See* 11 U.S.C. § 331. Section 330 provides that a Court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered [and] reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1).

30. Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to . . . [a] professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- A. the time spent on such services;
- B. the rates charged for such services;
- C. whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- D. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- E. with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- F. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

31. In determining the reasonableness of fees, courts routinely employ the twelve factors set forth by the Fifth Circuit in *Johnson v. Ga. Highway Express, Inc.*, 488 F.2d 714, 717-19 (5th Cir. 1974). These factors include: (1) the time and labor required; (2) the novelty and difficulty of the questions; (3) the skill requisite to perform the legal service properly; (4) the

preclusion of employment by the attorney due to acceptance of the case; (5) the customary fee; (6) whether the fee is fixed or contingent; (7) time limitations imposed by client or the circumstances; (8) the amount involved and the results obtained; (9) the experience, reputation and ability of the attorneys; (10) the undesirability of the case; (11) the nature and length of the professional relationship with the client; and (12) awards in similar cases. *Id.* at 123 n.8. In *In re First Colonial Corp. of America*, 544 F.2d 1291, 1298-99 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977), the Fifth Circuit applied the *Johnson* factors to the analysis of fee awards in bankruptcy cases.

32. Under an analysis utilizing the *Johnson* factors and the standards customarily applied to fee awards under sections 330 and 331 of the Bankruptcy Code, Cole Schotz submits that its request for compensation and reimbursement of expenses is reasonable and proper, and that such request should be allowed in the requested amount. Cole Schotz devoted a substantial amount of time and effort addressing the numerous issues involved in these Chapter 11 cases. Whenever possible, Cole Schotz sought to minimize the costs of its services to the Committee by utilizing junior attorneys and paraprofessionals to handle the more routine aspects of case administration. Cole Schotz did not duplicate or overlap services and billing with Morrison & Foerster.

33. Cole Schotz respectfully submits that the services for which it seeks compensation in this Application were, at the time rendered, believed to be necessary to effectively represent the Committee and the interests of the Debtors' estates and creditors, were performed economically, effectively and efficiently.

34. Further, Cole Schotz submits that consideration of the relevant *Johnson* factors establishes that the compensation requested is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates, and all parties in interest:

- (a) *The Time and Labor Required.* The professional services rendered by Cole Schotz on behalf of the Committee have required, at times, the expenditure of substantial time and effort, as well as a high degree of professional competence and expertise, in order to deal with the many issues encountered with skill and dispatch. Cole Schotz respectfully represents that the services rendered by it were performed efficiently, effectively and economically.
- (b) *The Novelty and Difficulty of Questions.* These Chapter 11 Cases are designated as “complex” cases and necessarily involved a significant number of novel or difficult issues in areas such as restructuring, litigation, and corporate finance. During these cases, Cole Schotz provided assistance to the Committee and worked closely with the Committee’s professionals and with the Debtors and their professionals on numerous complex issues involving, *inter alia*, the Committee’s investigation into the Debtors’ pre-petition transactions. Cole Schotz’s efforts and effective assistance has and will continue to maximize value for the benefit of the estate and its stakeholders and facilitate resolutions such challenges.
- (c) *The Skill Required to Perform the Legal Services Properly.* Cole Schotz believes that its recognized expertise in the area of insolvency proceedings and reorganization, particularly before this Court, have contributed to the efficient and effective administration of these Chapter 11 Cases.
- (d) *The Preclusion of Other Employment by Applicant Due to Acceptance of the Case.* Cole Schotz’s representation of the Committee has not precluded its acceptance of new clients. However, the issues that have arisen in these Chapter 11 Cases required attention on a continuing, and often times emergent, basis, requiring Cole Schotz’s professionals to commit significant portions of their time to these cases.
- (e) *The Customary Fee.* The fees sought herein are based upon Cole Schotz’s normal hourly rates for services of this kind. Cole Schotz respectfully submits that the hourly rates of its professionals are not unusual given the time expended in attending to the representation of the Committee. Cole Schotz’s hourly rates and the fees requested herein are commensurate with fees Cole Schotz has been awarded in other Chapter 11 cases, as well as with fees charged by other attorneys of comparable experience.
- (f) *Whether the Fee is Fixed or Contingent.* The fees requested in this Application represent fees incurred based upon a fixed hourly rate basis, contingent upon the Court’s approval of this Application.

- (g) Time Limitations Imposed by Client or other Circumstances. Cole Schotz provided capable legal representation within the time limitations imposed under the unique circumstances of these cases. During these Chapter 11 Cases, there were numerous instances in which it was necessary for Cole Schotz to deliver services on very short notice and under significant time constraints.
- (h) The Amount Involved and Results Obtained. For the reasons described above, Cole Schotz respectfully submits that the amount of fees for which compensation is sought is reasonable under the circumstances given the numerous matters that had to be addressed.
- (i) The Experience, Reputation and Ability of the Attorneys. Cole Schotz is a professional association whose 140 attorneys practice extensively in the fields of bankruptcy and corporate restructuring; litigation; real estate; tax, trusts and estates; corporate, finance and business transactions; employment; environmental; construction services and other phases of the law. Cole Schotz has represented debtor, creditors, creditors' committees, fiduciaries and numerous other parties in cases before the Bankruptcy Courts for the Southern District of Texas as well as in various other Bankruptcy Courts throughout the country.
- (j) The Undesirability of the Case. Not applicable.
- (k) Nature and Length of Professional Relationship. Not applicable.
- (l) Awards In Similar Cases. As previously indicated, the fees sought herein are commensurate with fees Cole Schotz has been awarded in other chapter 11 cases.

35. In addition, consistent with Section 331 of the Bankruptcy Code, this is Cole Schotz's Third interim fee application during the first 120 days since the Filing Date. See 11 U.S.C. § 331.

36. In sum, the services rendered by Cole Schotz were necessary and beneficial to the Committee and were consistently performed in a timely manner commensurate with the complexity, importance, and nature of the issues involved. Accordingly, approval of the compensation for professional services and reimbursement of the expenses sought herein is warranted.

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

38. Cole Schotz reserves the right to request additional compensation for the Final Application Period to the extent that time or disbursement charges for services rendered or disbursements incurred during the Final Application Period have not yet been submitted.

**FINAL PROFESSIONAL COMPENSATION AND  
REIMBURSEMENT OF EXPENSES REQUESTED**

39. On February 28, 2019 (the “**Confirmation Date**”), the WLB Plan was confirmed. In accordance with the WLB Plan, Cole Schotz submits this final fee application as to the fees and the expenses that were submitted against WLB during the final compensation period of October 22, 2018 through February 28, 2019.

40. Cole Schotz seeks final allowance of \$344,974.15 in fees calculated at the hourly billing rates of Cole Schotz’s personnel who worked on this case, and \$11,530.72 in expenses actually and necessarily incurred by Cole Schotz while providing services to the Committee during the Final Application Period.

41. In accordance with the WLB Plan, Cole Schotz invoiced WLB directly for any and all fees and expenses incurred after the Confirmation Date including for WLB’s allocable share of the fees and expenses relating to the preparation of this fee application.

42. On June 5, 2019 (the “**WMLP Confirmation Date**”), the WMLP Plan was confirmed. In accordance with the WMLP Plan, Cole Schotz submits this final fee application as to the fees and the expenses that were submitted against WMLP during the final compensation period of October 22, 2018 through June 21, 2019.

43. Cole Schotz seeks final allowance of \$175,044.89 in fees calculated at the hourly billing rates of Cole Schotz’s personnel who worked on this case, and \$9,332.66 in expenses

actually and necessarily incurred by Cole Schotz while providing services to the Committee during the Final Application Period.<sup>3</sup>

**WHEREFORE**, Cole Schotz respectfully requests that the Court:

(a) approve the WMLP interim allowance of \$39,965.05 for compensation for professional services rendered to the Committee by Cole Schotz during the period from March 1, 2019 through and including June 21, 2019;

(b) approve the reimbursement of \$4,584.23 for Cole Schotz's out-of-pocket expenses incurred in connection with the rendering of such services during the WMLP interim period from March 1, 2019 through and including June 21, 2019;

(c) approve the final allowance against WMLP of \$175,044.89 for compensation for professional services rendered to the Committee by Cole Schotz during the period from October 22, 2018 through and including June 21, 2019;

(d) approve the reimbursement of \$9,332.66 for Cole Schotz's out-of-pocket expenses incurred by WMLP in connection with the rendering of such services during the final period from October 22, 2018 through and including June 21, 2019;

(e) approve the final allowance against WLB of \$344,974.15 for compensation for professional services rendered to the Committee by Cole Schotz during the period from October 22, 2018 through and including February 28, 2019;

(f) approve the reimbursement of \$11,530.72 for Cole Schotz's out-of-pocket expenses incurred by WLB in connection with the rendering of such services during the final period from October 22, 2018 through and including February 28, 2019;

(g) approve overall final allowance of \$520,019.05 for compensation for professional

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<sup>3</sup> Cole Schotz will invoice WMLP directly for any fees and expenses incurred after the WMLP Confirmation Date including in connection with the preparation of this fee application.

services rendered to the Committee by Cole Schotz during the period from October 22, 2018 through and including June 21, 2019;

(h) approve the reimbursement of \$20,863.38 for Cole Schotz's out-of-pocket overall expenses incurred during the final period from October 22, 2018 through and including June 21, 2019

(i) authorize and direct the Debtors to immediately pay to Cole Schotz the unpaid portion of such allowed fees and expenses; and

(j) award such other relief as the Court deems just and proper.

Dated: July 22, 2019

Respectfully submitted,

By: /s/ Michael D. Warner  
Michael D. Warner (TX Bar No.00792304)  
**COLE SCHOTZ P.C.**  
301 Commerce Street, Suite 1700  
Fort Worth, TX 76102  
T: (817) 810-5250  
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Email: [mwarner@coleschotz.com](mailto:mwarner@coleschotz.com)

*Counsel for the Official Committee of  
Unsecured Creditors*

**EXHIBIT 1**



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-35672 (DRJ)

Jointly Administered

**DECLARATION OF MICHAEL D. WARNER IN SUPPORT OF (I) THIRD AND FINAL APPLICATION OF COLE SCHOTZ P.C. FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 22, 2018 THROUGH JUNE 21, 2019 AS IT RELATES TO THE WMLP DEBTORS AND; (II) FINAL APPLICATION FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM OCTOBER 22, 2018 THROUGH FEBRUARY 28, 2019 AS IT RELATES TO WLB**

I, Michael D. Warner, declare under penalty of perjury:

1. I am a partner in the Bankruptcy and Corporate Restructuring Group at Cole Schotz P.C. (“**Cole Schotz**”), a law firm which employs approximately 140 attorneys and maintains an office for the practice of law at 301 Commerce Street, Suite 1700, Fort Worth, Texas 76102. I am the lead attorney from Cole Schotz which is currently serving as local counsel for the committee.

2. I have read the *Third and Final Application For Allowance Of Compensation For Services Rendered As Co-Counsel To The Official Committee Of Unsecured*

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

*Creditors For The Period From October 22, 2018 Through June 21, 2019 as it Relates to the WMLP Debtors And Final Fee Application For Allowance Of Compensation For Services Rendered As Co-Counsel To The Official Committee Of Unsecured Creditors For The Period from October 22, 2018 Through February 28, 2019 as it Relates to WLB* (the “**Application**”) filed contemporaneously herewith.<sup>2</sup> To the best of my knowledge, information, and belief, formed after reasonable inquiry, the statements contained in the Application are true and correct. In addition, I believe that the Application is in conformity with the applicable provisions of the Bankruptcy Code, Bankruptcy Rules, Local Rules, this Court’s orders and the U.S. Trustee Guidelines.

3. In connection therewith, I hereby certify that:
  - a. The fees and disbursements sought in the Application are billed at rates customarily employed by Cole Schotz and generally accepted by Cole Schotz’s clients. In addition, none of the professionals seeking compensation varied their hourly rates based on the geographic location of the Debtors’ cases;
  - b. In providing a reimbursable expense, Cole Schotz does not make a profit on that expense, whether the service is performed by Cole Schotz in-house or through a third party;
  - c. In accordance with Bankruptcy Rule 2016(a) and Bankruptcy Code Section 504, no agreement or understanding exists between Cole Schotz and any other person for the sharing of compensation to be received in connection with these Chapter 11 Cases except as authorized pursuant to the Bankruptcy Code, Bankruptcy Rules and Local Rules; and
  - d. All services for which compensation is sought were professional services on behalf of the Committee and not on behalf of any other person.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge and belief.

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings assigned to them in the Application.

Executed on July 22, 2019, in Fort Worth, Texas.

By: /s/ Michael D. Warner  
Michael D. Warner

**EXHIBIT 2**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-35672 (DRJ)

Jointly Administered

**ORDER GRANTING (I) THIRD AND FINAL APPLICATION OF COLE SCHOTZ P.C.  
FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AS CO-  
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
THE PERIOD FROM OCTOBER 22, 2018 THROUGH JUNE 21, 2019 AS IT RELATES  
TO THE WMLP DEBTORS AND; (II) FINAL APPLICATION FOR ALLOWANCE OF  
COMPENSATION FOR SERVICES RENDERED AS CO-COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
OCTOBER 22, 2018 THROUGH FEBRUARY 28, 2019 AS IT RELATES TO WLB**

Upon consideration of the *Cole Schotz P.C. (I) Third and Final Application For Allowance Of Compensation For Services Rendered As Co-Counsel To The Official Committee Of Unsecured Creditors For The Period From October 22, 2018 Through June 21, 2019 as it Relates to the WMLP Debtors; And (II) Final Fee Application For Allowance Of Compensation For Services Rendered As Co-Counsel To The Official Committee Of Unsecured Creditors For The Period from October 22, 2018 Through February 28, 2019 as it Relates to WLB* (the

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company's service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

“**Application**”)<sup>2</sup>; and this Court having jurisdiction over the Application; and due and adequate notice of the Application and the relief requested therein having been given under the circumstances and no other or further notice being required; and the Court having read and considered the Application, objections to Application, if any, and arguments of counsel, if any; and any objections to the Application having been resolved or overruled; and for good cause shown;

**IT IS HEREBY ORDERED THAT:**

1. The relief requested in the Application is hereby GRANTED as provided herein.

2. Cole Schotz is hereby awarded, on the WMLP third interim period, allowance of \$39,965.05 for compensation for professional services and \$4,584.23 out-of-pocket expenses incurred in connection with rendered services to the Committee by Cole Schotz during the period from March 1, 2019 through and including June 21, 2019.

3. Cole Schotz is hereby awarded, on a final basis to WLB, the allowance of \$344,974.15 for compensation for professional services and \$11,530.72 for reimbursement of expenses for the period of October 22, 2018 through February 28, 2019 as it relates to Debtor WLB.

4. Cole Schotz is hereby awarded, on a final basis to WMLP, the allowance of \$175,044.89 for compensation for professional services and \$9,332.66 for reimbursement of expenses for the period of October 22, 2018 through June 21, 2019 as it relates to Debtor WLB

5. Cole Schotz is hereby awarded, on a final basis to both Debtors, the allowance of \$520,019.05 for compensation for professional services and \$20,863.38 for

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<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings assigned to them in the Application.

reimbursement of expenses for the period of October 22, 2018 through June 21, 2019 as it relates to both Debtors.

6. The Debtors are hereby authorized and directed to immediately pay Cole Schotz the unpaid portion of such allowed fees and expenses.

Dated: \_\_\_\_\_, 2019

\_\_\_\_\_  
THE HONORABLE DAVID R. JONES  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT 3**



**WESTMORELAND COAL COMPANY *et al.* - CASE NO. 18-35672  
MARCH 1, 2019 TO JUNE 30, 2019 BUDGET FOR COLE SCHOTZ**

PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES
Asset Analysis & Recovery	0	\$0.00
Asset Disposition	25	\$10,000.00
Assumption and Rejection of Leases and Contracts	0	\$0.00
Avoidance Action Analysis	0	\$0.00
Budgeting	0	\$0.00
Business Operations	0	\$0.00
Case Administration	20	\$10,000.00
Claims Administration and Objections	5	\$3,000.00
Corporate Governance and Board Matters	0	\$0.00
Employee Benefits and Pensions	0	\$0.00
Employment and Fee Applications	75	\$25,000.00
Employment and Fee Application Objections	0	\$0.00
Financing and Cash Collateral	0	\$0.00
Litigation (Not Otherwise in Other Categories)	15	\$1,000.00
Meetings and Communications with Creditors	10	\$5,000.00
Non-Working Travel	20	\$5,000.00
Plan and Disclosure Statement	5	\$2,000.00
Real Estate	0	\$0.00
Relief from Stay and Adequate Protection	0	\$0.00
Valuation	0	\$0.00
Lien Review	0	\$0.00
<b>TOTAL</b>	<b>175</b>	<b>\$61,000.00</b>

**EXHIBIT 4**

**WESTMORELAND COAL COMPANY *et al.* - CASE NO. 18-35672**  
**MARCH 1, 2019 TO JUNE 30, 2019 BUDGET TO ACTUAL**

PROJECT CATEGORY	ESTIMATED HOURS	ESTIMATED FEES	ACTUAL HOURS	ACTUAL FEES
Asset Analysis & Recovery	0	\$0.00		
Asset Disposition	25.0	\$10,000.00	23.2	\$8,508.00
Assumption and Rejection of Leases and Contracts	0	\$0.00		
Avoidance Action Analysis	0	\$0.00		
Budgeting	0	\$0.00		
Business Operations	0	\$0.00		
Case Administration	20.0	\$10,000.00	14.0	\$9,296.50
Claims Administration and Objections	5.0	\$3,000.00		
Corporate Governance and Board Matters	0	\$0.00		
Employee Benefits and Pensions	0	\$0.00		
Employment and Fee Applications	75.0	\$25,000.00	30.7	\$12,317.55
Employment and Fee Application Objections	0	\$0.00		
Financing and Cash Collateral	0	\$0.00		
Litigation (Not Otherwise in Other Categories)	15.0	\$1,000.00	1.0	\$504.00
Meetings and Communications with Creditors	10.0	\$5,000.00	8.9	\$3,619.00
Non-Working Travel	20.0	\$5,000.00	14.3	\$4,993.50
Plan and Disclosure Statement	5.0	\$2,000.00	1.4	\$726.50
Real Estate	0	\$0.00		
Relief from Stay and Adequate Protection	0	\$0.00		
Valuation	0	\$0.00		
Lien Review	0	\$0.00		
<b>TOTAL:</b>	<b>175.0</b>	<b>\$61,000.00</b>	<b>93.5</b>	<b>\$39,965.05</b>

**EXHIBIT 5**

**WESTMORELAND COAL COMPANY, et al. - CASE NO. 18-35672****STAFFING PLAN OF COLE SCHOTZ P.C.  
MARCH 1, 2019 – JUNE 30, 2019**

	CATEGORY OF TIMEKEEPER (using categories maintained by the firm)	NUMBER OF TIMEKEEPERS EXPECTED TO WORK ON THE MATTER DURING THE BUDGET PERIOD	AVERAGE HOURLY RATE
	Partner (Sr./Shareholder)	2	\$775.00
	Partner (Jr./Non-equity)	4	\$527.50
	Associate (7 or more years of experience)	0	\$0.00
	Associate (4-6 years of experience)	1	\$370.00
	Associate (1-3 years of experience)	2	\$317.50
	Paralegal	3	\$281.66

This staffing plan (the "Staffing Plan") is being provided pursuant to the Office of the United States Trustee's Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases Effective as of November 1, 2013. The Staffing Plan is Cole Schotz's current best estimate of the professionals and paraprofessionals required to properly staff this matter for the immediate future and is subject to change as the case develops.

**EXHIBIT 6**

**SUMMARY OF TIMEKEEPERS INCLUDED IN THIS SECOND INTERIM FEE APPLICATION  
(MARCH 1, 2019 THROUGH JUNE 21, 2019)**

NAME	TITLE OR POSITION	DEPARTMENT GROUP, OR SECTION	DATE OF FIRST ADMISSION	FEES BILLED IN THIS APPLICATION	HOURS BILLED IN THIS APPLICATION	HOURLY RATE BILLED		NUMBER OF RATE INCREASES SINCE CASE INCEPTION
						IN THIS APPLICATION	IN FIRST INTERIM APPLICATION	
Michael D. Warner	Member	Bankruptcy & Restructuring	1984	\$11,178.00 \$2,389.50	13.8 5.9	\$810 \$405	\$810	0
Felice Yudkin	Member	Bankruptcy & Restructuring	2005	\$15,478.00	28.4	\$545	\$545	0
Benjamin L. Wallen	Associate	Bankruptcy & Restructuring	2016	\$11,284.00	36.4	\$310	\$310	0
Frances Pisano	Paralegal	Bankruptcy & Restructuring	n/a	\$826.00	2.8	\$295	\$295	0
Kerri L. LaBrada	Paralegal	Bankruptcy & Restructuring	n/a	\$9,511.50	37.3	\$255	\$255	0
<b>Total:</b>				<b>\$50,667.00</b>	<b>124.6</b>			
Minus Billing to WLB (that was included in the Jan and February Invoices:				<b>(\$10,701.95)</b>				
<b>WMLP Total:</b>				<b>\$39,965.05</b>				

**EXHIBIT 7**



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-35672 (DRJ)

Jointly Administered

**MONTHLY FEE STATEMENT OF COLE SCHOTZ P.C. FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
MARCH 1, 2019 THROUGH MARCH 31, 2019 AS IT RELATES TO WMLP DEBTORS**

Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 495] entered by the Court on November 14, 2018 (the “Interim Compensation Order”), Cole Schotz P.C. (“Cole Schotz”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”), submits this monthly statement of services rendered and expenses incurred in this case for the period from March 1, 2019 through March 31, 2019 (the “Statement Period”) as they relate to the WMLP Debtors.

**I. Itemization of Services Rendered by Cole Schotz:**

A. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

rates and the total number of hours spent by each individual providing services during the Statement Period for which Cole Schotz seeks compensation.

### SUMMARY

<b>Name</b>	<b>Position / Dept.</b>	<b>State of Bar Admission / Year</b>	<b>Hours</b>	<b>Hourly Rate<sup>2</sup></b>	<b>Total Compensation</b>
Michael D. Warner	Member/ Bankruptcy & Restructuring	Texas/1995 California/1984	2.5	\$810.00	\$2,025.00
Felice Yudkin	Member/ Bankruptcy & Restructuring	New Jersey/2005 New York/2006	10.4	\$545.00	\$5,668.00
Benjamin L. Wallen	Associate/ Bankruptcy & Restructuring	Texas/2015	29.8	\$310.00	\$9,238.00
Frances Pisano	Paralegal / Bankruptcy & Restructuring	n/a	2.8	\$295.00	\$826.00
Kerri L. LaBrada	Paralegal / Bankruptcy & Restructuring	n/a	5.9	\$255.00	\$1,504.50
<b>Total</b>			<b>51.4</b>		<b>\$19,261.00</b>
<b>Less WLB Amounts</b>					<b>(\$3,682.00)</b>
<b>WMLP Total:</b>					<b>\$15,579.00</b>

B. The time records of Cole Schotz consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred, are attached as **Exhibit A** to this Statement.

## **II. Itemization of Services Rendered and Disbursements Incurred By Category**

The following itemization presents the services rendered by Cole Schotz by Task Categories, and provides a summary of disbursements incurred by category of disbursement.

### **1. Services Rendered**

The following services were rendered in the following Task Categories:

---

<sup>2</sup> This rate is Cole Schotz P.C.'s regular hourly rate for legal services. All hourly rates are adjusted by Cole Schotz P.C. on a periodic basis. The last adjustment occurred on September 1, 2018.

<b>Task Category</b>	<b>Hours</b>	<b>Fees Earned</b>
Asset Disposition	23.2	\$8,508.00
Case Administration	.3	\$76.50
Employment and Fee Applications	15.9	\$6,416.50
Meetings and Communications with Creditors	3.6	\$1,656.50
Non-Working Travel	8.4	\$2,604.00
<b>Total</b>	<b>51.4</b>	<b>\$19,261.00</b>
<b>Less WLB Amounts</b>		<b>(\$3,682.00)</b>
<b>WMLP Total:</b>		<b>\$15,579.00</b>

A detailed itemization of the services rendered in each of the above Task Categories is set forth in Exhibit A.

2. Disbursements Incurred

The disbursements incurred by Cole Schotz for this Statement are as follows:

<b>Expense Category</b>	<b>Total Expenses</b>
Court Fees	\$3.60
Depositions Transcript	\$1,750.12
Travel – Air Fare	\$464.04
Travel – Car Service	\$392.54
Travel – Lodge	\$1,935.07
<b>Total</b>	<b>\$4,545.37</b>
<b>Less WLB Amounts</b>	<b>(\$2,340.59)</b>
<b>WMLP Total:</b>	<b>\$2,204.78</b>

3. Accordingly, the amount of compensation and expenses payable for this Statement Period is **\$14,667.98**, which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$15,579.00
Twenty Percent (20%) Holdback	- \$3,115.80
Fees Minus Holdback	\$12,463.20
Costs (100%)	+ \$2,204.78
<b>TOTAL</b>	<b>\$14,667.98</b>

WHEREFORE, pursuant to the Interim Compensation Order, Cole Schotz requests payment of compensation for the WMLP Debtors in the amount of (i) \$12,463.20 (80% of \$15,579.00) on account of actual, reasonable and necessary professional services rendered to the

Committee by Cole Schotz and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$2,204.78 incurred on behalf of the Committee by Cole Schotz.

Dated: April 22, 2019

Respectfully submitted,

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Cole Schotz P.C.

301 Commerce Street, Suite 1700

Ft. Worth, TX 76102

(817) 810-5250

(817) 810-5255 (fax)

[mwarner@coleschotz.com](mailto:mwarner@coleschotz.com)

*Counsel for the Official Committee of  
Unsecured Creditors*

# EXHIBIT A



301 Commerce Street  
 Suite 1700  
 Fort Worth, TX 76102  
 817.810.5250 817.810.5255 fax  
 FEDERAL ID# 22-2113414  
 -  
 New Jersey  
 -  
 New York  
 -  
 Delaware  
 -  
 Maryland  
 -  
 Florida

WESTMORELAND COAL COMPANY, ET. AL

**Re: Client/Matter No. 58697-0001**  
**OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Invoice No. 833710  
 April 4, 2019

FOR PROFESSIONAL SERVICES RENDERED THROUGH MARCH 31, 2019

<u>DATE</u>	<u>NARRATIVE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>AMOUNT</u>	
<b>Asset Disposition</b>			<b>23.20</b>	<b>\$8,508.00</b>	
03/22/19	REVIEW MEMO FROM LEAD COUNSEL AND COMPLAINT RE KEMMERER SALE.	MDW	0.90	729.00	WMLP
03/23/19	CALL WITH MR. WARNER AND LEAD COUNSEL RE: 3/24 DEPOSITIONS.	BLW	0.40	124.00	WMLP
03/23/19	REVIEW EMAILS RE ADVERSARY REGARDING SALE OF KEMMEMER MINE	FRY	0.30	163.50	WMLP
03/23/19	COMMUNICATION FROM AND TO LEAD COUNSEL RE DEPOSITIONS RE KEMMERRER MINE ON 3/24.	MDW	0.30	243.00	WMLP
03/23/19	CONF. CALL WITH LEAD COUNSEL RE KIMMERER MINE SALE TRANSACTION DISCOVERY ON 3/24.	MDW	0.60	486.00	WMLP
03/24/19	ATTEND MICHELETTI AND STEIN DEPOSITIONS.	BLW	7.80	2,418.00	WMLP
03/24/19	PREPARE AND EFILE JOINDER OF CREDITOR COMMITTEE IN ADVERSARY CASE 19-3369; DOWNLOAD FILED COPY AND CIRCULATE TO ATTORNEYS	FP	0.30	88.50	WMLP
03/24/19	REVIEW AND COORDINATE FILING OF JOINDER IN ADVERSARY PROCEEDING.	BLW	0.30	93.00	WMLP
03/25/19	ATTEND KEMMERER RELATED TRO HEARING.	BLW	9.30	2,883.00	WMLP
03/25/19	STRATEGY DISCUSSION WITH ATTORNEY BW RE RESULTS OF DISCOVERY ISSUES FROM 3/24 RE KEMERMER MINE.	MDW	0.70	567.00	WMLP
03/26/19	ATTEND TRO HEARING.	BLW	2.30	713.00	WMLP
<b>Case Administration</b>			<b>0.30</b>	<b>\$76.50</b>	
03/15/19	REVIEW FILINGS AND DOCKET DATES	KLL	0.30	76.50	WMLP
<b>Employment and Fee Applications</b>			<b>15.90</b>	<b>\$6,416.50</b>	
03/05/19	REVIEW AND REVISE INVOICE FOR EXHIBIT TO MONTHLY FEE STATEMENT	KLL	0.40	102.00	Joint
03/05/19	FINALIZE AND FILE JEFFERIES FIRST MONTHLY FEE STATEMENT	KLL	0.40	102.00	Joint
03/05/19	SET UP SERVICE ON JEFFERIES FIRST MONTHLY FEE STATEMENT	KLL	0.10	25.50	Joint

COLE SCHOTZ P.C.

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
Client/Matter No. 58697-0001

Invoice No. 833710  
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03/06/19	MULTIPLE EMAILS RE: FEE APPLICATION	FRY	0.20	109.00	Joint
03/06/19	MAKE REVISIONS TO EXHIBIT A (ALLOCATIONS) TO COLE SCHOTZ MONTHLY FEE STATEMENT (FEBRUARY)	KLL	0.80	204.00	Joint
03/06/19	REVISE COLE SCHOTZ FIRST INTERIM FEE APPLICATION	KLL	0.40	102.00	Joint
03/06/19	RETRIEVE ALL MONTHLY FEE STATEMENTS FOR REVISIONS TO ALLOCATIONS FOR F. YUDKIN	KLL	0.40	102.00	Joint
03/06/19	CALL WITH F. YUDKIN AND K. LABRADA RE: PREPARATION AND FILING OF FEE APPLICATIONS	FP	0.10	29.50	Joint
03/06/19	CONTINUED WORK ON FIRST INTERIM FEE APPLICATION	FRY	0.60	327.00	Joint
03/06/19	WORK ON FEBRUARY MONTHLY FEE STATEMENT	FRY	0.50	272.50	Joint
03/06/19	ADDRESS ISSUES RE: FEE ALLOCATION	FRY	0.90	490.50	Joint
03/07/19	FINALIZE FEE ALLOCATION	FRY	0.70	381.50	Joint
03/07/19	REVISE FIRST INTERIM FEE APPLICATION	FRY	0.60	327.00	Joint
03/11/19	PREPARE AND EFILE MORRISON & FOERSTER 4TH MONTHLY FEE STATEMENT; DOWNLOAD AND PREPARE FOR SERVICE; EMAIL TO DONLIN WITH INSTRUCTIONS FOR SERVICE	FP	0.30	88.50	Joint
03/11/19	DRAFT EXHIBITS TO FIRST INTERIM FEE APPLICATION	FRY	0.40	218.00	Joint
03/12/19	REVIEW FEE APPLICATION DOCUMENTS AND EMAIL RE: FILING STATUS	FP	0.10	29.50	Joint
03/12/19	FINALIZE FEE APPLICATION (.6); CONFER WITH A. KISSNER RE FEE APPLICATION (.2)	FRY	0.80	436.00	Joint
03/13/19	CONFER WITH A. KISSNER RE FILING OF FEE APPLICATIONS	FRY	0.20	109.00	Joint
03/14/19	DOWNLOAD FILED COPIES OF COLE SCHOTZ, MOFO AND JEFFERIES FIRST INTERIM FEE APPLICATIONS; PREPARE AND SEND TO DONLIN FOR SERVICE	FP	0.30	88.50	Joint
03/14/19	EMAIL RE JEFFRIES FEE APPLICATION	FRY	0.20	109.00	Joint
03/14/19	REVIEW JEFFRIES AND MOFO FEE APPLICATIONS FOR FILING	FRY	0.40	218.00	Joint
03/14/19	REVIEW COLE SCHOTZ, MOFO AND JEFFERIES FIRST INTERIM FEE APPLICATION AND EXHIBITS IN PREPARATION FOR FILING	FP	0.20	59.00	Joint
03/14/19	REVISE AND CONFORM COLE SCHOTZ, MOFO AND JEFFERIES FIRST INTERIM FEE APPLICATIONS; COMBINE WITH EXHIBITS IN PREPARATION FOR FILING	FP	1.00	295.00	Joint
03/14/19	EFILE FIRST INTERIM FEE APPLICATIONS OF COLE SCHOTZ, MOFO AND JEFFERIES WITH EXHIBITS	FP	0.50	147.50	Joint
03/15/19	PREPARE COLE SCHOTZ FEBRUARY MONTHLY FEE STATEMENT	KLL	0.70	178.50	Joint
03/15/19	FINALIZE AND FILE NOTICE OF REIMBURSEMENT FOR COMMITTEE MEMBERS EXPENSES	KLL	0.40	102.00	Joint

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03/18/19	DRAFT MONTHLY FEE STATEMENT	FRY	0.40	218.00	Joint
03/19/19	ADDRESS ISSUE RE FEBRUARY MONTHLY FEE STATEMENT ALLOCATION	FRY	0.40	218.00	Joint
03/19/19	REVIEW EXPENSES AND ALLOCATE - FEBRUARY 2019	KLL	0.40	102.00	Joint
03/19/19	CONFER WITH A. KISSNER RE FINAL FEE APPLICATIONS	FRY	0.20	109.00	Joint
03/20/19	ADDRESS FEE ALLOCATION ISSUES	FRY	0.20	109.00	Joint
03/20/19	PULL ADDITIONAL INFORMATION RE ALLOCATIONS	KLL	0.50	127.50	Joint
03/20/19	FINALIZE AND FILE NOTICE OF REIMBURSEMENT ON COMMITTEE MEMBERS EXPENSES	KLL	0.40	102.00	Joint
03/20/19	EMAIL RE REIMBURSEMENT OF COMMITTEE MEMBER EXPENSES	FRY	0.20	109.00	Joint
03/21/19	FINALIZE ALLOCATION ISSUES	FRY	0.30	163.50	Joint
03/21/19	FINALIZE AND FILE COLE SCHOTZ MONTHLY FEE STATEMENT - FEBRUARY 2019	KLL	0.40	102.00	Joint
03/22/19	CALL WITH K. LABRADA RE SECOND INTERIM AND FINAL FEE APPLICATION	FRY	0.20	109.00	Joint
03/22/19	CALL RE FEE STATEMENTS AND FEE APPLICATIONS	FRY	0.20	109.00	Joint
03/27/19	EMAIL WITH K. LABRADA RE FINAL FEE APPLICATION	FRY	0.20	109.00	Joint
03/29/19	FILE MORRISON FOERSTER MONTHLY FEE STATEMENT - FEBRUARY 2019	KLL	0.30	76.50	Joint
<b>Meetings and Communications with Creditors</b>			<b>3.60</b>	<b>\$1,656.50</b>	
03/06/19	PARTICIPATE IN WEEKLY PROFESSIONALS CALL	FRY	0.20	109.00	Joint
03/06/19	PARTICIPATE IN WEEKLY COMMITTEE CALL	FRY	0.20	109.00	Joint
03/13/19	COMMITTEE PROFESSIONALS CALL.	BLW	0.20	62.00	Joint
03/13/19	REVIEW AGENDA FOR WEEKLY COMMITTEE CALL	FRY	0.20	109.00	Joint
03/13/19	ATTEND PROFESSIONAL WEEKLY CALL	FRY	0.20	109.00	Joint
03/13/19	ATTEND WEEKLY COMMITTEE CALL	FRY	0.20	109.00	Joint
03/20/19	WEEKLY COMMITTEE CALL.	BLW	0.40	124.00	WMLP
03/20/19	PARTICIPATE IN WEEKLY COMMITTEE CALL	FRY	0.40	218.00	WMLP
03/27/19	WEEKLY COMMITTEE CALL.	BLW	0.40	124.00	WMLP
03/27/19	REVIEW AGENDA FOR WEEKLY COMMITTEE CALL	FRY	0.20	109.00	WMLP
03/27/19	ATTEND PROFESSIONALS ONLY CALL (.3); FOLLOW-UP CALL WITH COMMITTEE (.4)	FRY	0.70	381.50	WMLP
03/27/19	COMMITTEE PROFESSIONALS CALL.	BLW	0.30	93.00	WMLP
<b>Non-Working Travel</b>			<b>8.40</b>	<b>\$2,604.00</b>	



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03/24/19	TRAVEL TO HOUSTON TO ATTEND DEPOSITIONS AND TRO HEARING.	BLW	4.10	1,271.00	WMLP
03/26/19	RETURN TRAVEL FROM HOUSTON RE: TRO HEARING.	BLW	4.30	1,333.00	WMLP
		TOTAL HOURS	51.40		
	PROFESSIONAL SERVICES:			\$	19,261.50

<u>TIMEKEEPER</u>	<u>STAFF LEVEL</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
MICHAEL D. WARNER	MEMBER	2.50	810.00	2,025.00
FELICE R. YUDKIN	MEMBER	10.40	545.00	5,668.00
BENJAMIN L. WALLEN	ASSOCIATE	29.80	310.00	9,238.00
FRANCES PISANO	PARALEGAL	2.80	295.00	826.00
KERRI L. LABRADA	PARALEGAL	5.90	255.00	1,504.50

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**ACTIVITY CODE SUMMARY**

<b><u>DESCRIPTION</u></b>	<b><u>HOURS</u></b>	<b><u>RATE</u></b>	<b><u>AMOUNT</u></b>
Asset Disposition	0.30	295.00	88.50
Asset Disposition	20.10	310.00	6,231.00
Asset Disposition	0.30	545.00	163.50
Asset Disposition	2.50	810.00	2,025.00
<b><i>Total For Asset Disposition</i></b>	<b><i>23.20</i></b>	<b><i>295.00</i></b>	<b><i>8,508.00</i></b>
Case Administration	0.30	255.00	76.50
<b><i>Total For Case Administration</i></b>	<b><i>0.30</i></b>	<b><i>255.00</i></b>	<b><i>76.50</i></b>
Employment and Fee Applications	5.60	255.00	1,428.00
Employment and Fee Applications	2.50	295.00	737.50
Employment and Fee Applications	7.80	545.00	4,251.00
<b><i>Total For Employment and Fee Applications</i></b>	<b><i>15.90</i></b>	<b><i>255.00</i></b>	<b><i>6,416.50</i></b>
Meetings and Communications with Creditors	1.30	310.00	403.00
Meetings and Communications with Creditors	2.30	545.00	1,253.50
<b><i>Total For Meetings and Communications with Creditors</i></b>	<b><i>3.60</i></b>	<b><i>310.00</i></b>	<b><i>1,656.50</i></b>
Non-Working Travel	8.40	310.00	2,604.00
<b><i>Total For Non-Working Travel</i></b>	<b><i>8.40</i></b>	<b><i>310.00</i></b>	<b><i>2,604.00</i></b>

## COSTS ADVANCED

<b><u>DATE</u></b>	<b><u>DESCRIPTION</u></b>	<b><u>AMOUNT</u></b>
12/17/18	TRAVEL - LODGING - MICHAEL D. WARNER	297.43 <sup>WLB</sup>
01/15/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	46.00 <sup>Joint</sup>
01/16/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	78.00 <sup>Joint</sup>
01/31/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	48.00 <sup>WLB</sup>
02/02/19	COURT FEES	1.20 <sup>Joint</sup>
02/03/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	48.00 <sup>WMLP</sup>
02/03/19	TRAVEL - LODGING - MICHAEL D. WARNER	320.38 <sup>WMLP</sup>
02/03/19	COURT FEES	0.90 <sup>Joint</sup>
02/04/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	48.00 <sup>WMLP</sup>
02/13/19	TRAVEL - LODGING - MICHAEL D. WARNER	996.88 <sup>WLB</sup>
02/22/19	COURT FEES	0.40 <sup>Joint</sup>

COLE SCHOTZ P.C.

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
Client/Matter No. 58697-0001

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<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>	
02/22/19	COURT FEES	0.70	Joint
02/22/19	COURT FEES	0.40	Joint
02/27/19	TRAVEL - CAR SERVICE - MICHAEL D. WARNER	124.54	WLB
02/27/19	TRAVEL - LODGING - MICHAEL D. WARNER	320.38	WLB
02/27/19	TRAVEL - AIR FARE - DFW>HOU	242.65	WLB
02/28/19	TRAVEL - AIR FARE - IAH>DFW	221.39	WLB
03/26/19	DEPOSITIONS TRANSCRIPT - LEXITAS	839.90	WMLP
03/26/19	DEPOSITIONS TRANSCRIPT - LEXITAS	910.22	WMLP
	TOTAL COSTS ADVANCED:	\$ 4,545.37	
	TOTAL SERVICES AND COSTS:	\$ 23,806.87	
	PRIOR BALANCE:	\$ 177,006.96	
	<b>TOTAL DUE:</b>	<b>\$ 200,813.83</b>	

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

<p>In re:</p> <p>WESTMORELAND COAL COMPANY, <i>et al.</i>,<sup>1</sup></p> <p style="text-align: center;">Debtors.</p>	<p>Chapter 11</p> <p>Case No. 18-35672 (DRJ)</p> <p>Jointly Administered</p>
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**MONTHLY FEE STATEMENT OF COLE SCHOTZ P.C. FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM APRIL 1, 2019 THROUGH APRIL 30, 2019 AS IT RELATES TO WMLP DEBTORS**

Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 495] entered by the Court on November 14, 2018 (the “Interim Compensation Order”), Cole Schotz P.C. (“Cole Schotz”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”), submits this monthly statement of services rendered and expenses incurred in this case for the period from April 1, 2019 through April 30, 2019 (the “Statement Period”) as they relate to the WMLP Debtors.

**I. Itemization of Services Rendered by Cole Schotz:**

A. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

rates and the total number of hours spent by each individual providing services during the Statement Period for which Cole Schotz seeks compensation.

### SUMMARY

Name	Position / Dept.	State of Bar Admission / Year	Hours	Hourly Rate <sup>2</sup>	Total Compensation
Michael D. Warner	Member/ Bankruptcy & Restructuring	Texas/1995 California/1984	.2	\$810.00	\$162.00
Felice Yudkin	Member/ Bankruptcy & Restructuring	New Jersey/2005 New York/2006	11.2	\$545.00	\$6,104.00
Benjamin L. Wallen	Associate/ Bankruptcy & Restructuring	Texas/2015	2.1	\$310.00	\$651.00
Kerri L. LaBrada	Paralegal / Bankruptcy & Restructuring	n/a	19.7	\$255.00	\$5,023.50
<b>Total</b>			<b>33.2</b>		<b>\$11,940.50</b>
<b>Less WLB Amounts</b>					<b>(\$7,019.95)</b>
<b>WMLP Total:</b>					<b>\$4,920.55</b>

B. The time records of Cole Schotz consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred, are attached as Exhibit A to this Statement.

## **II. Itemization of Services Rendered and Disbursements Incurred By Category**

The following itemization presents the services rendered by Cole Schotz by Task Categories, and provides a summary of disbursements incurred by category of disbursement.

### **1. Services Rendered**

The following services were rendered in the following Task Categories:

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<sup>2</sup> This rate is Cole Schotz P.C.'s regular hourly rate for legal services. All hourly rates are adjusted by Cole Schotz P.C. on a periodic basis. The last adjustment occurred on September 1, 2018.

<b>Task Category</b>	<b>Hours</b>	<b>Fees Earned</b>
Case Administration	.9	\$287.50
Employment and Fee Applications	29.0	\$10,130.50
Litigation	.8	\$442.00
Meetings and Communications with Creditors	2.0	\$808.00
Plan and Disclosure Statement	.5	\$272.50
<b>Total</b>	<b>33.2</b>	<b>\$11,940.50</b>
<b>Less WLB Amounts</b>		<b>(\$7,019.95)</b>
<b>WMLP Total:</b>		<b>\$4,920.55</b>

A detailed itemization of the services rendered in each of the above Task Categories is set forth in Exhibit A.

2. Disbursements Incurred

The disbursements incurred by Cole Schotz for this Statement are as follows:

<b>Expense Category</b>	<b>Total Expenses</b>
Court Fees	\$14.70
Travel – Air Fare	\$541.60
Travel – Car Service	\$51.17
Travel – Lodge	\$329.09
Travel – Mileage	\$72.00
<b>Total</b>	<b>\$1,008.56</b>
<b>Less WLB Amounts</b>	<b>(\$0.00)</b>
<b>WMLP Total:</b>	<b>\$1,008.56</b>

3. Accordingly, the amount of compensation and expenses payable for this Statement Period is \$4,945.00, which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$4,920.55
Twenty Percent (20%) Holdback	- \$984.11
Fees Minus Holdback	\$3,936.44
Costs (100%)	+ \$1,008.56
<b>TOTAL</b>	<b>\$4,945.00</b>

WHEREFORE, pursuant to the Interim Compensation Order, Cole Schotz requests payment of compensation for the WMLP Debtors in the amount of (i) \$3,936.44 (80% of \$4,920.55) on account of actual, reasonable and necessary professional services rendered to the Committee by Cole Schotz and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$1,008.56 incurred on behalf of the Committee by Cole Schotz.

Dated: May 21, 2019

Respectfully submitted,

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Cole Schotz P.C.

301 Commerce Street, Suite 1700

Ft. Worth, TX 76102

(817) 810-5250

(817) 810-5255 (fax)

[mwarner@coleschotz.com](mailto:mwarner@coleschotz.com)

*Counsel for the Official Committee of  
Unsecured Creditors*

# EXHIBIT A





301 Commerce Street  
 Suite 1700  
 Fort Worth, TX 76102  
 817.810.5250 817.810.5255 fax  
 FEDERAL ID# 22-2113414  
 -  
 New Jersey  
 -  
 New York  
 -  
 Delaware  
 -  
 Maryland  
 -  
 Florida

WESTMORELAND COAL COMPANY, ET. AL

**Re: Client/Matter No. 58697-0001**  
**OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

Invoice No. 835477  
 April 28, 2019

FOR PROFESSIONAL SERVICES RENDERED THROUGH APRIL 25, 2019

<u>DATE</u>	<u>NARRATIVE</u>	<u>INITIALS</u>	<u>HOURS</u>	<u>AMOUNT</u>
<b>Case Administration</b>			<b>0.90</b>	<b>\$287.50</b>
04/15/19	REVIEW COURT DOCKET RE RESET OF HEARING ON SET FOR 4/17 AND CONFIRM SAME WITH B. WALLEN	KLL	0.20	51.00 WMLP
04/22/19	CORRESPOND WITH DONLIN RECANO ON SERVICE OF MONTHLY FEE STATEMENTS	KLL	0.30	76.50 WMLP
04/23/19	REVIEW AGENDA FOR WEEKLY CALL	FRY	0.20	109.00 WMLP
04/23/19	REVIEW COURT CALENDAR RE CONFIRMING HEARING REMOVED FROM CALENDAR (4/24) AND MOVED	KLL	0.20	51.00 WMLP
<b>Employment and Fee Applications</b>			<b>29.00</b>	<b>\$10,130.50</b>
03/28/19	REVIEW MOFO FEE STATEMENT FOR FILING	FRY	0.20	109.00 JOINT
04/02/19	PREPARE COLE SCHOTZ SECOND INTERIM FEE APPLICATION	KLL	2.30	586.50 JOINT
04/02/19	WORK ON MARCH MONTHLY FEE STATEMENT	FRY	0.40	218.00 JOINT
04/02/19	CALL WITH A. KISSNER RE FINAL FEE APPLICATION (.2); REVIEW EMAIL RE SAME (.1)	FRY	0.30	163.50 JOINT
04/02/19	BEGIN TO DRAFT SECOND INTERIM AND FINAL FEE APPLICATION	FRY	0.50	272.50 JOINT
04/04/19	DRAFT EXHIBITS TO FEE APPLICATION	FRY	0.70	381.50 JOINT
04/05/19	CONTINUE PREPARATION ON COLE SCHOTZ SECOND INTERIM FEE APPLICATION	KLL	2.40	612.00 JOINT
04/05/19	EMAILS RE FEE APPLICATION	FRY	0.20	109.00 JOINT
04/08/19	CONTINUE PREPARATION OF COLE SCHOTZ SECOND INTERIM FEE APPLICATION AND EXHIBITS TO SAME	KLL	2.20	561.00 JOINT
04/08/19	BEGIN TO DRAFT SECOND INTERIM AND FINAL FEE APPLICATION	FRY	0.60	327.00 JOINT
04/08/19	FINALIZE AND FILE NOTICE OF SUBMISSION OF COMMITTEE MEMBER EXPENSES	KLL	0.40	102.00 WMLP
04/09/19	PREPARE ALLOCATIONS RE MARCH INVOICE	KLL	0.40	102.00 JOINT
04/09/19	DRAFT SECOND INTERIM AND FINAL FEE APPLICATION	FRY	4.20	2,289.00 JOINT

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
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04/09/19	EMAIL TO A. KISSNER AT MOFO RE FEE APPLICATION	FRY	0.20	109.00	JOINT
04/09/19	CONTINUE PREPARATION OF SECOND INTERIM FEE APPLICATION	KLL	1.30	331.50	JOINT
04/10/19	REVIEW DOCKET RE OBJECTIONS TO CS INTERIM FEE APP AND CORRESPOND WITH COURT CLERK ON SAME FOR SUBMISSION OF PROPOSED ORDER	KLL	0.20	51.00	JOINT
04/10/19	FINALIZE DRAFT OF FEE APPLICATION	FRY	0.90	490.50	JOINT
04/10/19	ADDRESS FEE ALLOCATION ISSUES	FRY	0.30	163.50	JOINT
04/10/19	PREPARE ALLOCATIONS RE MARCH FEES	KLL	0.70	178.50	JOINT
04/10/19	CONTINUE ON REVISIONS RE ALLOCATIONS FOR SECOND/FINAL FEE APPLICATION	KLL	1.10	280.50	JOINT
04/11/19	REVIEW AND REVISE ALLOCATIONS RE MARCH 2018	KLL	0.40	102.00	JOINT
04/11/19	EMAILS WITH COMMITTEE PROFESSIONALS RE FINAL FEE APPLICATION	FRY	0.30	163.50	JOINT
04/11/19	REVIEW BRG FEE APPLICATION FOR FILING	FRY	0.30	163.50	JOINT
04/11/19	FINALIZE AND FILE BRG'S FIRST INTERIM FEE APP	KLL	0.40	102.00	JOINT
04/12/19	VERIFY CALCULATIONS TO ALLOCATIONS	KLL	0.30	76.50	JOINT
04/15/19	REVIEW AND COORDINATE FILING OF SECOND INTERIM/ FINAL FEE APPLICATIONS FOR COMMITTEE PROFESSIONALS.	BLW	0.70	217.00	JOINT
04/15/19	VERIFY AMOUNT RECEIVED FROM DEBTORS IS CORRECT TO OUTSTANDING DUE (FIRST INTERIM AND FEBRUARY MONTHLY)	KLL	0.30	76.50	JOINT
04/15/19	FINALIZE AND FILE COLE SCHOTZ SECOND INTERIM/FINAL FEE APPLICATION	KLL	0.90	229.50	JOINT
04/15/19	REVIEW AND FILE MOFO'S SECOND INTERIM/FINAL FEE APPLICATION	KLL	0.40	102.00	JOINT
04/15/19	REVIEW AND FILE BRG'S SECOND INTERIM/FINAL FEE APPLICATION	KLL	0.50	127.50	JOINT
04/15/19	REVIEW AND FILE JEFFERIES SECOND INTERIM/FINAL FEE APPLICATION	KLL	0.50	127.50	JOINT
04/15/19	REVIEW AND FILE JEFFERIES SECOND MONTHLY FEE STATEMENT	KLL	0.40	102.00	JOINT
04/17/19	PREPARE COLE SCHOTZ MARCH MONTHLY FEE STATEMENT	KLL	1.60	408.00	JOINT
04/18/19	REVIEW DOCKET AND SEND CORRESPONDENCE TO COURT'S CLERK RE STATUS OF ENTRY ON ORDERS FOR JEFFERYS AND MOFO INTERIM FEE APPLICATIONS	KLL	0.30	76.50	JOINT
04/18/19	COMPILE AND CIRCULATE LEDES DATA FOR FIRST AND SECOND INTERIM FEE APPS TO UST	KLL	0.40	102.00	JOINT
04/22/19	FINALIZE MONTHLY FEE STATEMENT	FRY	0.20	109.00	JOINT

COLE SCHOTZ P.C.

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04/22/19	FOLLOW UP WITH JEFFERIES COUNSEL RE LEDES DATA TO SUBMIT TO UST	KLL	0.20	51.00	JOINT
04/22/19	FINALIZE AND FILE COLE SCHOTZ MONTHLY FEE STATEMENT - MARCH 2019	KLL	0.60	153.00	JOINT
04/22/19	FINALIZE AND SUBMIT COLE SCHOTZ INVOICE RE WLB	KLL	0.30	76.50	JOINT
04/22/19	CORRESPOND WITH COUNSEL RE SUBMISSION OF INQUIRY RE JEFFERIES AND MOFO ORDER ON INTERIM FEE APPLICATIONS TO COURT CLERK	KLL	0.10	25.50	JOINT
04/25/19	FILE JEFFERIES AMENDED SECOND INTERIM/FINAL FEE APPLICATION	KLL	0.40	102.00	JOINT

**Litigation (Not Otherwise In Other Categories)**

**0.80 \$442.00**

04/01/19	REVIEW EMAIL RE STANDING MOTION AND COMPLAINT RE WMLP LENDERS	FRY	0.20	109.00	WMLP
04/02/19	ADDRESS WITH PARALEGAL FILING OF MOTION FOR STANDING.	MDW	0.20	162.00	WMLP
04/02/19	REVIEW EMAILS RE MLP STANDING MOTION AND COMPLAINT	FRY	0.20	109.00	WMLP
04/22/19	COORDINATE WITH LEAD COUNSEL RE: 4/24 HEARING.	BLW	0.20	62.00	WMLP

**Meetings and Communications with Creditors**

**2.00 \$808.00**

04/03/19	WEEKLY PROFESSIONALS CALL.	BLW	0.20	62.00	WMLP
04/03/19	WEEKLY COMMITTEE CALL.	BLW	0.20	62.00	WMLP
04/03/19	WEEKLY PROFESSIONAL CALL	FRY	0.20	109.00	WMLP
04/03/19	WEEKLY COMMITTEE CALL	FRY	0.20	109.00	WMLP
04/10/19	WEEKLY PROFESSIONALS CALL.	BLW	0.20	62.00	WMLP
04/10/19	ATTEND WEEKLY COMMITTEE CALL	FRY	0.20	109.00	WMLP
04/10/19	WEEKLY COMMITTEE CALL.	BLW	0.20	62.00	WMLP
04/10/19	ATTEND WEEKLY PROFESSIONAL CALL	FRY	0.20	109.00	WMLP
04/17/19	WEEKLY COMMITTEE CALL.	BLW	0.20	62.00	WMLP
04/17/19	WEEKLY COMMITTEE PROFESSIONALS CALL.	BLW	0.20	62.00	WMLP

**Plan and Disclosure Statement**

**0.50 \$272.50**

03/18/19	REVISE WITNESS & EXHIBIT LIST FOR CONFIRMATION HEARING	FRY	0.30	163.50	WMLP
04/24/19	REVIEW EMAIL UPDATE RE WMLP PLAN	FRY	0.20	109.00	WMLP

TOTAL HOURS 33.20

PROFESSIONAL SERVICES:	\$ 11,940.50
MINUS WLB FEE	\$ (7,019.95)
TOTAL WMLP PROFESSIONAL FEES:	\$ 4,920.55

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
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<b><u>TIMEKEEPER</u></b>	<b><u>STAFF LEVEL</u></b>	<b><u>HOURS</u></b>	<b><u>RATE</u></b>	<b><u>AMOUNT</u></b>
MICHAEL D. WARNER	MEMBER	0.20	810.00	162.00
FELICE R. YUDKIN	MEMBER	11.20	545.00	6,104.00
BENJAMIN L. WALLEN	ASSOCIATE	2.10	310.00	651.00
KERRI L. LABRADA	PARALEGAL	19.70	255.00	5,023.50

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**ACTIVITY CODE SUMMARY**

<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Case Administration	0.70	255.00	178.50
Case Administration	0.20	545.00	109.00
<b>Total For Case Administration</b>	<b>0.90</b>	<b>255.00</b>	<b>287.50</b>
Employment and Fee Applications	19.00	255.00	4,845.00
Employment and Fee Applications	0.70	310.00	217.00
Employment and Fee Applications	9.30	545.00	5,068.50
<b>Total For Employment and Fee Applications</b>	<b>29.00</b>	<b>255.00</b>	<b>10,130.50</b>
Litigation (Not Otherwise In Other Categories)	0.20	310.00	62.00
Litigation (Not Otherwise In Other Categories)	0.40	545.00	218.00
Litigation (Not Otherwise In Other Categories)	0.20	810.00	162.00
<b>Total For Litigation (Not Otherwise In Other Categories)</b>	<b>0.80</b>	<b>310.00</b>	<b>442.00</b>
Meetings and Communications with Creditors	1.20	310.00	372.00
Meetings and Communications with Creditors	0.80	545.00	436.00
<b>Total For Meetings and Communications with Creditors</b>	<b>2.00</b>	<b>310.00</b>	<b>808.00</b>
Plan and Disclosure Statement	0.50	545.00	272.50
<b>Total For Plan and Disclosure Statement</b>	<b>0.50</b>	<b>545.00</b>	<b>272.50</b>

## COSTS ADVANCED

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
03/14/19	COURT FEES	3.00 WMLP
03/14/19	COURT FEES	3.00 WMLP
03/14/19	COURT FEES	0.80 WMLP
03/14/19	COURT FEES	3.00 WMLP
03/14/19	COURT FEES	3.00 WMLP
03/14/19	COURT FEES	1.50 WMLP
03/23/19	TRAVEL - AIR FARE - BENJAMIN WALLEN	466.60 WMLP
03/24/19	TRAVEL- MILEAGE/TOLLS - BENJAMIN WALLEN	72.00 WMLP
03/24/19	COURT FEES	0.40 WMLP
03/25/19	TRAVEL - AIR FARE - BENJAMIN WALLEN	75.00 WMLP
03/25/19	TRAVEL - CAR SERVICE - BENJAMIN WALLEN	51.17 WMLP

COLE SCHOTZ P.C.

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
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<b><u>DATE</u></b>	<b><u>DESCRIPTION</u></b>	<b><u>AMOUNT</u></b>
03/25/19	TRAVEL - LODGING - BENJAMIN WALLEN	329.09 WMLP
	TOTAL WMLP COSTS ADVANCE	<u>\$ 1,008.56</u>
	TOTAL WMLP SERVICES AND COSTS	<u><u>\$ 5,929.11</u></u>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:

WESTMORELAND COAL COMPANY,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 18-35672 (DRJ)

Jointly Administered

**MONTHLY FEE STATEMENT OF COLE SCHOTZ P.C. FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM  
MAY 1, 2019 THROUGH MAY 31, 2019 AS IT RELATES TO WMLP DEBTORS**

Pursuant to the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 495] entered by the Court on November 14, 2018 (the “Interim Compensation Order”), Cole Schotz P.C. (“Cole Schotz”), attorneys for the Official Committee of Unsecured Creditors (the “Committee”), submits this monthly statement of services rendered and expenses incurred in this case for the period from May 1, 2019 through May 31, 2019 (the “Statement Period”) as they relate to the WMLP Debtors.

**I. Itemization of Services Rendered by Cole Schotz:**

A. The following is a list of individuals and their respective titles that provided services during the Statement Period. It includes information regarding their respective billing

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<sup>1</sup> Due to the large number of debtors in these chapter 11 cases, which are jointly administered, a complete list of the debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the proposed claims and noticing agent in these chapter 11 cases at [www.donlinrecano.com/westmoreland](http://www.donlinrecano.com/westmoreland). Westmoreland Coal Company’s service address for the purposes of these chapter 11 cases is 9540 South Maroon Circle, Suite 300, Englewood, Colorado 80112.

rates and the total number of hours spent by each individual providing services during the Statement Period for which Cole Schotz seeks compensation.

### SUMMARY

<b>Name</b>	<b>Position / Dept.</b>	<b>State of Bar Admission / Year</b>	<b>Hours</b>	<b>Hourly Rate<sup>2</sup></b>	<b>Total Compensation</b>
Michael D. Warner	Member/ Bankruptcy & Restructuring	Texas/1995 California/1984	.5	\$810.00	\$405.00
Felice Yudkin	Member/ Bankruptcy & Restructuring	New Jersey/2005 New York/2006	5.2	\$545.00	\$2,834.00
Benjamin L. Wallen	Associate/ Bankruptcy & Restructuring	Texas/2015	3.7	\$310.00	\$1,147.00
Kerri L. LaBrada	Paralegal / Bankruptcy & Restructuring	n/a	6.0	\$255.00	\$1,530.00
<b>Total</b>			<b>15.4</b>		<b>\$5,916.00</b>

B. The time records of Cole Schotz consisting of a daily breakdown of the time spent by each person on each day, and detail as to the disbursements incurred, are attached as **Exhibit A** to this Statement.

## **II. Itemization of Services Rendered and Disbursements Incurred By Category**

The following itemization presents the services rendered by Cole Schotz by Task Categories, and provides a summary of disbursements incurred by category of disbursement.

### 1. Services Rendered

The following services were rendered in the following Task Categories:

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<sup>2</sup> This rate is Cole Schotz P.C.'s regular hourly rate for legal services. All hourly rates are adjusted by Cole Schotz P.C. on a periodic basis. The last adjustment occurred on September 1, 2018.



<b>Task Category</b>	<b>Hours</b>	<b>Fees Earned</b>
Case Administration	.2	\$109.00
Employment and Fee Applications	10.7	\$3,837.50
Litigation	.2	\$62.00
Meetings and Communications with Creditors	3.4	\$1,453.50
Plan and Disclosure Statement	.9	\$454.00
<b>Total</b>	<b>15.4</b>	<b>\$5,916.00</b>

A detailed itemization of the services rendered in each of the above Task Categories is set forth in Exhibit A.

2. Disbursements Incurred

The disbursements incurred by Cole Schotz for this Statement are as follows:

<b>Expense Category</b>	<b>Total Expenses</b>
Travel – Car Service	\$211.00
Soundpath	\$5.32
<b>Total</b>	<b>\$216.32</b>

3. Accordingly, the amount of compensation and expenses payable for this Statement Period is **\$4,949.12**, which is calculated as follows:

Total Fees for Services Rendered During Statement Period	\$5,916.00
Twenty Percent (20%) Holdback	- \$1,183.20
Fees Minus Holdback	\$4,732.80
Costs (100%)	+ \$216.32
<b>TOTAL</b>	<b>\$4,949.12</b>

WHEREFORE, pursuant to the Interim Compensation Order, Cole Schotz requests payment of compensation for the WMLP Debtors in the amount of (i) \$4,732.80 (80% of \$5,916.00) on account of actual, reasonable and necessary professional services rendered to the Committee by Cole Schotz and (ii) reimbursement of actual and necessary costs and expenses in the amount of \$216.32 incurred on behalf of the Committee by Cole Schotz.

Dated: June 20, 2019

Respectfully submitted,

By: /s/ Michael D. Warner

Michael D. Warner (TX Bar No. 00792304)

Cole Schotz P.C.

301 Commerce Street, Suite 1700

Ft. Worth, TX 76102

(817) 810-5250

(817) 810-5255 (fax)

[mwarner@coleschotz.com](mailto:mwarner@coleschotz.com)

*Counsel for the Official Committee of  
Unsecured Creditors*

# EXHIBIT A

**Cole Schotz P.C.**301 Commerce Street  
Suite 1700  
Fort Worth, TX 76102

FEDERAL ID# 22-2113414

New Jersey — New York — Maryland — Texas — Florida

WESTMORELAND COAL COMPANY, ET. AL

	Invoice Date:	June 10, 2019
	Invoice Number:	837469
<b>Re:</b> OFFICIAL COMMITTEE OF UNSECURED CREDITORS	Matter Number:	58697-0001

FOR PROFESSIONAL SERVICES THROUGH MAY 31, 2019

<b>CASE ADMINISTRATION</b>	<b>0.20</b>	<b>109.00</b>
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/08/19	FRY	REVIEW CASE UPDATE	0.20	109.00

<b>EMPLOYMENT AND FEE APPLICATIONS</b>	<b>10.70</b>	<b>3,837.50</b>
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/30/19	KLL	CORRESPOND WITH B. WALLEN RE JEFFERIES AND MOFO'S ON ISSUES RE FIRST INTERIM FEE APPLICATIONS AND ORDERS NOT ENTERED BY COURT	0.20	51.00
05/01/19	KLL	CORRESPOND WITH COURT CLERK RE UPDATE ON ENTRY OF ORDERS FOR MOFO AND JEFFERIES FIRST INTERIM FEE APPLICATIONS	0.20	51.00
05/01/19	FRY	EMAIL TO A. KISSNER RE FEE RELATED ISSUES	0.20	109.00
05/03/19	FRY	EMAIL TO K. LABRADA RE FEE STATEMENT	0.20	109.00
05/03/19	KLL	FILE MORRISON AND FOERSTER MONTHLY FEE STATEMENT (MARCH 2019)	0.40	102.00
05/06/19	KLL	REVIEW AND MARK UP APRIL INVOICE RE ALLOCATIONS	0.40	102.00
05/07/19	FRY	TELEPHONE TO A. KISSNER RE FEE APPLICATION ORDER	0.20	109.00
05/08/19	KLL	CORRESPOND WITH JUDGE'S CLERK RE MOFO AND JEFFERIES FIRST INTERIM FEE APPLICATIONS ORDERS	0.30	76.50
05/08/19	FRY	DRAFT MONTHLY FEE STATEMENT	0.40	218.00
05/08/19	BLW	ADDRESS ISSUES RE: LEAD COUNSEL AND FA INTERIM COMPENSATION.	0.30	93.00
05/08/19	KLL	PREPARE COLE SCHOTZ APRIL MONTHLY FEE STATEMENT	0.70	178.50
05/09/19	FRY	CONFER WITH A. KISSNER RE FEE APPLICATION	0.20	109.00
05/09/19	FRY	WORK ON MONTHLY FEE STATEMENT	0.20	109.00
05/10/19	BLW	ADDRESS INTERIM COMPENSATION ORDERS RE: MOFO AND JEFFRIES.	0.70	217.00
05/10/19	FRY	ADDRESS OBJECTION TO FEE APPLICATION AND ISSUES RE SAME	0.50	272.50
05/13/19	KLL	CORRESPOND WITH COURT CLERK RE JEFFERIES FIRST INTERIM FEE APPLICATION PROPOSED ORDER AND CIRCULATE DRAFT OF SAME	0.20	51.00

**COLE SCHOTZ P.C.**

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
Client/Matter No. 58697-0001

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June 10, 2019  
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/13/19	FRY	EMAIL TO A. KISSNER RE OBJECTION TO FEE APPLICATION (.2); REVIEW EMAIL RE PROPOSED LANGUAGE TO RESOLVE OBJECTION (.2)	0.40	218.00
05/13/19	BLW	ADDRESS JEFFRIES INTERIM COMPENSATION ORDER.	0.30	93.00
05/16/19	FRY	EMAILS RE OBJECTION TO FINAL FEE APPLICATION	0.20	109.00
05/17/19	KLL	SEND FOLLOW UP CORRESPONDENCE TO COURT RE STATUS OF ENTRY ON PENDING ORDERS RE FEE APPLICATIONS	0.30	76.50
05/20/19	FRY	FINALIZE FEE STATEMENT	0.30	163.50
05/20/19	BLW	ADRESS ISSUES RE: OUTSTANDING PROFESSIONAL FEES.	0.10	31.00
05/20/19	KLL	FINALIZE CS APRIL 2019 MONTHLY FEE STATEMENT	0.70	178.50
05/20/19	KLL	PULL AND LIST ALL FEE STATEMENTS AMOUNTS TO COMPARE TO EXCEL CHART FROM DEBTOR ON AMOUTNS PAID/DUE	0.30	76.50
05/21/19	KLL	FINALIZE AND FILE COLE SCHOTZ MONTHLY FEE STATEMENT - APRIL 2019	0.60	153.00
05/28/19	MDW	CALLS TO COURT CLERK RE STATUS OF ORDERS RE INTERIM FEES OF COMMITTEE PROFESSIONALS.	0.20	162.00
05/29/19	FRY	ADDRESS ISSUES RE PROFESSIONAL FEE AND ADMINISTRATIVE EXPENSES	0.30	163.50
05/30/19	BLW	ADDRESS LOCAL PRACTICE ISSUE RE: STIPULATIONS.	0.40	124.00
05/30/19	KLL	REVIEW AND FILE MONTHLY FEE STATEMENT OF BRG	0.50	127.50
05/30/19	KLL	FILE JEFFERIES MONTHLY FEE STATEMENT	0.30	76.50
05/31/19	KLL	RETRIEVE COLE SCHOTZ FINAL FEE APPLICATION FOR M. WARNER	0.20	51.00
05/31/19	KLL	FILE MOFO'S SEVENTH MONTHLY FEE STATEMENT	0.30	76.50
<b>LITIGATION (NOT OTHERWISE IN OTHER CATEGORIES)</b>			<b>0.20</b>	<b>62.00</b>

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
04/29/19	BLW	COORDINATE 4/30 TELEPHONIC TRO HEARING.	0.20	62.00

**MEETINGS AND COMMUNICATIONS WITH CREDITORS** **3.40** **1,453.50**

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/01/19	BLW	WEEKLY COMMITTEE CALL.	0.20	62.00
05/01/19	BLW	WEEKLY COMMITTEE PROFESSIONALS CALL.	0.20	62.00
05/01/19	FRY	WEEKLY COMMITTEE UPDATE CALL	0.20	109.00
05/01/19	FRY	WEEKLY COMMITTEE PROFESSIONAL CALL	0.20	109.00
05/15/19	FRY	PARTICIPATE IN WEEKLY COMMITTEE CALL	0.20	109.00
05/15/19	FRY	PARTICIPATE IN WEEKLY PROFESSIONAL CALL	0.20	109.00
05/15/19	BLW	CALL WITH CREDITOR RE: DISTRIBUTIONS.	0.10	31.00
05/19/19	BLW	COMMITTEE PROFESSIONALS CALL RE: SETTLEMENT STATUS.	0.30	93.00
05/22/19	FRY	PARTICIPATE IN WEEKLY UPDATE CALL	0.20	109.00
05/22/19	BLW	WEEKLY COMMITTEE CALL.	0.20	62.00

**COLE SCHOTZ P.C.**

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/29/19	FRY	PARTICIPATE IN WEEKLY PROFESSIONAL CALL	0.40	218.00
05/29/19	BLW	WEEKLY COMMITTEE CALL.	0.30	93.00
05/29/19	BLW	WEEKLY COMMITTEE PROFESSIONALS CALL.	0.40	124.00
05/29/19	FRY	PARTICIPATE IN WEEKLY COMMITTEE CALL	0.30	163.50

**PLAN AND DISCLOSURE STATEMENT** **0.90** **454.00**

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
05/20/19	MDW	ADDRESS FEE/BUDGET ISSUES WITH ATTORNEY FY, AS REQUESTED BY LEAD COUNSEL	0.30	243.00
05/21/19	KLL	ADDRESS FEE ISSUES IN CONNECTION WITH WMLP PLAN	0.40	102.00
05/29/19	FRY	REVIEW EMAILS RE MLP SETTLEMENT	0.20	109.00

TOTAL HOURS 15.40

PROFESSIONAL SERVICES: \$5,916.00

**TIMEKEEPER SUMMARY**

<u>NAME</u>	<u>TIMEKEEPER TITLE</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Benjamin L. Wallen	Associate	3.70	310.00	1,147.00
Felice R. Yudkin	Member	5.20	545.00	2,834.00
Kerri L. LaBrada	Paralegal	6.00	255.00	1,530.00
Michael D. Warner	Member	0.50	810.00	405.00
	<b>Total</b>	<b>15.40</b>		<b>\$5,916.00</b>

**COST DETAIL**

<u>DATE</u>	<u>Description</u>	<u>QUANTITY</u>	<u>AMOUNT</u>
02/13/19	TRAVEL - CAR SERVICE	1.00	54.00
02/15/19	TRAVEL - CAR SERVICE	1.00	48.00
03/19/19	Soundpath	101.00	5.32
05/15/19	TRAVEL - CAR SERVICE	1.00	109.00

**Total** **\$216.32**

TOTAL SERVICES AND COSTS: \$ 6,132.32

WESTMORELAND COAL COMPANY, ET. AL

	Invoice Date:	July 16, 2019
	Invoice Number:	840041
<b>Re:</b> OFFICIAL COMMITTEE OF UNSECURED CREDITORS	Matter Number:	58697-0001

FOR PROFESSIONAL SERVICES THROUGH JUNE 21, 2019

<b>CASE ADMINISTRATION</b>	<b>12.60</b>	<b>8,823.50</b>
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/19	FRY	REVIEW WITNESS AND EXHIBIT LIS	0.20	109.00
06/03/19	KLL	CORRESPOND WITH CO-COUNSEL RE MATERIAL NEEDED FOR BINDERS RE JUNE 5TH HEARING	0.40	102.00
06/04/19	KLL	RETRIEVE VARIOUS FILINGS FOR PREPARATION OF HEARING NOTEBOOKS	1.90	484.50
06/04/19	MDW	REVIEW COMMUNICATIONS AND PLEADINGS IN PREP FOR FEE APPLICATION HEARING AND OBJECTION.	2.40	1,944.00
06/05/19	MDW	ATTEND CONFIRMATION AND FINAL FEE APPLICATION HEARING.	7.50	6,075.00
06/06/19	FRY	CONFER WITH M. WARNER RE CASE STATUS	0.20	109.00

<b>EMPLOYMENT AND FEE APPLICATIONS</b>	<b>5.80</b>	<b>2,243.00</b>
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/03/19	KLL	CORRESPOND WITH B. WALLEN RE PENDING ORDERS STILL WAITING ON SUBMISSION BY THE COURT ON FEES	0.20	51.00
06/03/19	FRY	CONFER WITH M. WARNER RE HEARING ON FEE APPLICATION	0.20	109.00
06/03/19	KLL	FINALIZE AND FILE COMMITTEE STATEMENT RE OBJECTION TO FEES	0.40	102.00
06/03/19	FRY	REVIEW RESPONSE RE OBJECTION TO FEE APPLICATION	0.20	109.00
06/03/19	MDW	REVIEW FILES AND ADDRESS W/E LIST ISSUES WITH LEAD COUNSEL FOR FEE HEARINGS AND RELATED MATTERS.	0.70	567.00
06/06/19	KLL	REVIEW FILING RE BRG FIRST INTERIM FEE APP AND CORRESPOND WITH BRG ON SUBMITTING A PROPOSED ORDER TO SAME	0.30	76.50
06/06/19	BLW	ADDRESS ISSUES RE: BRG FAILURE TO INCLUDE PROPOSED ORDER WITH FEE APPLICATION.	0.30	93.00
06/07/19	BLW	REVIEW AND COORDINATE SUBMISSION OF BRK FIRST INTERIM FEE ORDER.	0.20	62.00
06/07/19	KLL	FILE BRG PROPOSED ORDER RE FIRST INTERIM FEE APPLICATION	0.40	102.00
06/10/19	FRY	DRAFT MONTHLY FEE STATEMENT	0.30	163.50

**COLE SCHOTZ P.C.**

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
Client/Matter No. 58697-0001

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July 16, 2019  
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<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/10/19	KLL	REVIEW PAYMENT HISTORY AND CALCULATE FEES OUTSTANDING, BEING BILLED FOR DEBTORS ALLOCATIONS	0.40	102.00
06/14/19	KLL	FINALIZE AND CIRCULATE MAY 2019 INVOICE	0.30	76.50
06/18/19	KLL	PREPARE COLE SCHOTZ MAY MONTHLY FEE STATEMENT	0.70	178.50
06/19/19	FRY	DRAFT FEE STATEMENT	0.20	109.00
06/20/19	KLL	CORRESPOND WITH ACCOUNTING RE PAYMENTS APPLIED TO WRONG INVOICES AND CORRECTING SAME	0.30	76.50
06/20/19	FRY	DRAFT MONTHLY FEE STATEMENT	0.30	163.50
06/20/19	KLL	FINALIZE AND FILE COLE SCHOTZ MAY MONTHLY FEE STATEMENT	0.40	102.00

**MEETINGS AND COMMUNICATIONS WITH CREDITORS** **0.30** **93.00**

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/12/19	BLW	WEEKLY COMMITTEE CALL.	0.20	62.00
06/19/19	BLW	COMMITTEE CALL.	0.10	31.00

**NON-WORKING TRAVEL** **5.90** **2,389.50**

<u>DATE</u>	<u>INITIALS</u>	<u>Description</u>	<u>HOURS</u>	<u>AMOUNT</u>
06/04/19	MDW	TRAVEL TO HOUSTON FOR CONFIRMATION HRG. AND FEE APPLICATION HRG.	2.60	1,053.00
06/05/19	MDW	RETURN TRAVEL FROM HOUSTON FOLLOIING CONFIRMATION AND FEE HEARINGS.	3.30	1,336.50

TOTAL HOURS 24.60

PROFESSIONAL SERVICES: \$13,549.00

**TIMEKEEPER SUMMARY**

<u>NAME</u>	<u>TIMEKEEPER TITLE</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Benjamin L. Wallen	Associate	0.80	310.00	248.00
Felice R. Yudkin	Member	1.60	545.00	872.00
Kerri L. LaBrada	Paralegal	5.70	255.00	1,453.50
Michael D. Warner	Member	5.90	405.00	2,389.50
Michael D. Warner	Member	10.60	810.00	8,586.00
<b>Total</b>		<b>24.60</b>		<b>\$13,549.00</b>



**COLE SCHOTZ P.C.**

Re: OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
Client/Matter No. 58697-0001

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**COST DETAIL**

<b><u>DATE</u></b>	<b><u>Description</u></b>	<b><u>QUANTITY</u></b>	<b><u>AMOUNT</u></b>
06/04/19	TRAVEL - CAR SERVICE	1.00	30.00
06/04/19	TRAVEL - LODGING	1.00	296.98
06/04/19	TRAVEL - AIR FARE	1.00	242.65
06/05/19	TRAVEL - AIR FARE	1.00	242.65
06/07/19	OUTSIDE PRINTING	1.00	342.29
		<b>Total</b>	<b>\$1,154.57</b>

TOTAL SERVICES AND COSTS:	\$	14,703.57
PREVIOUS BALANCE DUE:	\$	<u>25,776.93</u>
<b>TOTAL DUE THIS INVOICE:</b>	<b>\$</b>	<b><u>40,480.50</u></b>

**EXHIBIT 8**

**SUMMARY OF EXPENSE REIMBURSEMENT BY CATEGORY FOR  
TIME PERIOD FROM MARCH 1, 2019 THROUGH JUNE 21, 2019**

<b>Expense Category</b>	<b>Total Expenses</b>
Conference Call	\$5.32
Court Fees	\$18.30
Deposition Transcripts	\$1,750.12
Outside Photocopying	\$342.29
Travel – Air Fare	\$1,490.94
Travel – Car Service	\$684.71
Travel – Lodging	\$2,561.14
Travel – Mileage/Tolls	\$72.00
Total:	\$6,924.82
Minus WLB Expenses Billed:	(\$2,340.59)
<b>WMLP Expenses Total:</b>	<b>\$4,584.23</b>