



COMMONWEALTH OF PENNSYLVANIA
GOVERNOR'S OFFICE OF GENERAL COUNSEL

June 24, 2024

Suzanne Mayes, Esquire
Cozen O'Connor
1650 Market Street, Suite 2800
Philadelphia, Pennsylvania 19103
[REDACTED]

RE: RFP OGC-2024-09
Pennsylvania Insurance Department ("Insurance")
Project: Bedivere Insurance Company Receivership Counsel

Dear Ms. Mayes:

After evaluation of your proposal in response to RFP #OGC-2024-09 Bedivere Insurance Company Receivership Counsel ("Bedivere") RFP, by the Office of General Counsel ("OGC"), I hereby appoint your firm Cozen O'Connor, the primary firm ("Firm") to represent the Commonwealth of Pennsylvania and Insurance, in the above-referenced matter. As per the terms of the contract, your firm will be subcontracting with Tucker Law Group, LLC at 12% of the contract value and Law Office of Nathaniel M. Holmes LLC at 3% of the contract value, throughout the duration of this engagement. This appointment will be governed by all terms and conditions of the Contract for Legal Services which will be routed for execution.

This letter sets forth: (1) information regarding the proposed engagement; (2) specific scope of work to be performed; and (3) compensation to be paid for these services.

1. Information regarding the proposed engagement

The Pennsylvania Insurance Department, Office of Liquidations, Rehabilitations and Special Funds ("OLRSF") has identified a need for legal services to represent Bedivere in general liquidation matters, litigation and collection matters. This engagement may include other general work as designated by the Chief Counsel of the Pennsylvania Insurance Department or the Governor's Office of General Counsel.

Please review the above-described information carefully to ensure there are no conflicts of interest posed in the proposed representation of the Commonwealth of Pennsylvania in connection with providing legal services. Should you require additional information to evaluate any potential conflicts prior to your acceptance of this appointment, please contact Derek Riker, Deputy Chief of Staff at [REDACTED]

2. Scope of Services

Subject to modification from time to time at the direction of the General Counsel, the Chief Counsel of the Pennsylvania Insurance Department, or the OLRSF, the Offeror shall represent the Insurance Commissioner of Pennsylvania in his capacity as Statutory Liquidator of various liquidation and rehabilitation estates (“Statutory Liquidator”) as set forth below:

The Offeror shall represent the Statutory Liquidator in all matters related to the Bedivere insurance receivership, including, but not limited to:

- a) Collection and/or protection of estate assets;
- b) Representation in matters relating to resolution of claims against the estate, including: asbestos, pollution and other environmental claim issues; health hazard issues such as lead, silica, benzene and; molestation/sexual abuse claim issues;
- c) Representation in Pennsylvania Commonwealth Court;
- d) Enforcement of stays of proceedings;
- e) Representation in reinsurance matters, including arbitrations, commutations, setoffs, and collections;
- f) Guaranty association matters, including commutations;
- g) Representation in general liquidation matters including all tasks necessary to effectuate closure of the estate.

The General Counsel reserves the right to make any assignment as she may deem necessary or desirable, in her judgment, for all aspects of, or roles within the scope of, this RFP.

3. Compensation

It is agreed upon by the Firm and all parties to this agreement consistent with its proposal for this engagement that the Firm shall be paid at the following rates for year 1: Lead Partners, Members and Partners will be billed at a rate of \$450.00 per hour; Counsel will be billed at a rate of \$425.00 per hour; Senior Associates will be billed at a rate of \$365.00 per hour; Associates will be billed at a rate of \$295.00 per hour; Paralegals will be billed at a rate of \$150.00 per hour. The firm shall be paid at the following rates for year 2: Lead Partners, Members and Partners will be billed at a rate of \$475.00 per hour; Counsel will be billed at a rate of \$450.00 per hour; Senior Associates will be billed at a rate of \$365.00 per hour; Associates will be billed at a rate of \$295.00 per hour; Paralegals will be billed at a rate of \$150.00 per hour. The firm shall be paid at the following rates for year 3: Lead Partners, Members and Partners will be billed at a rate of \$500.00 per hour; Counsel will be billed at a rate of \$475.00 per hour; Senior Associates will be billed at a

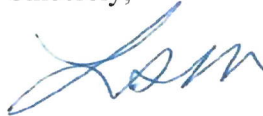
Suzanne Mayes, Esquire
June 24, 2024
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rate of \$375.00 per hour; Associates will be billed at a rate of \$305.00 per hour; Paralegals will be billed at a rate of \$150.00 per hour.

Upon your review of the proposed assignment, the scope of work, and the compensation, should the Firm be willing to accept this assignment, please execute this letter as indicated below and return the correspondence via email to ogc-outsidecounsel@pa.gov, along with copies to the Issuing Officer, Jordan Kiessling at [REDACTED] and Kimberly Sheaffer, Legal Office Administrator, PA Insurance Department at [REDACTED]. By signature hereto, you are acknowledging that the Firm has completed a conflict-of-interest analysis and identified nothing to be reported prior to the acceptance of work on behalf of the Governor's Office of General Counsel. Should a conflict or potential conflict be identified at any time during the term of this engagement, the Firm is under a continuing obligation to disclose such matter, in writing, to the Governor's Office of General Counsel in accordance with OGC's Conflict Waiver Procedure. Failure to sign and return your Firm's appointment letter within thirty (30) days will result in your Firm being dropped from this engagement.

Due to the urgent need for legal services, approval has been granted for the Firm to begin work immediately. We look forward to working with you on these important matters for the Commonwealth of Pennsylvania.

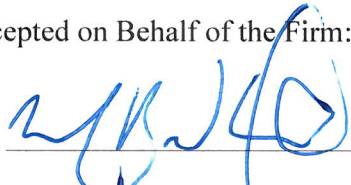
Sincerely,



LAURIE A. MALONE
Chief of Staff to the General Counsel

Accepted on Behalf of the Firm:

By:



6/27/24

Date

Michael Boudreau

(Title)

cc: Theron R. Perez, First Deputy General Counsel, Governor's Office of General Counsel
Derek Riker, Deputy Chief of Staff, Governor's Office of General Counsel
Sean P. Brennan, Deputy General Counsel, Governor's Office of General Counsel
Kathryn McDermott Speaks, Chief Counsel, PA Insurance Department
Joe H. Tucker, Esquire, Tucker Law Group, LLC
Nathaniel M. Holmes, Esquire, Law Office of Nathaniel M. Holmes LLC
Jordan M. Kiessling, Senior Legal Analyst, Governor's Office of General Counsel
Alicia C. Rizzi, Legal Office Administrator, Governor's Office of General Counsel
Kimberly M. Sheaffer, Legal Office Administrator, PA Insurance Department



COMMONWEALTH OF PENNSYLVANIA
GOVERNOR'S OFFICE OF GENERAL COUNSEL

June 24, 2024

Danielle Banks, Esquire
Stradley Ronon Stevens & Young, LLP
2005 Market Street, Suite 2600
Philadelphia, Pennsylvania 19103
[REDACTED]

RE: RFP OGC-2024-09
Pennsylvania Insurance Department (“Insurance”)
Project: Bedivere Insurance Company Receivership Counsel

Dear Ms. Banks:

After evaluation of your proposal in response to RFP #OGC-2024-09 Bedivere Insurance Company Receivership Counsel (“Bedivere”) RFP, by the Office of General Counsel (“OGC”), I hereby appoint your firm Stradley Ronon Stevens & Young, LLP, the conflict firm (“Firm”) to represent the Commonwealth of Pennsylvania and Insurance, in the above-referenced matter. As per the terms of the contract, your firm will be subcontracting with Tucker Law Group, LLC at 12% of the contract value and Federal Hearings and Appeals Services, Inc. at 3% of the contract value, throughout the duration of this engagement. This appointment will be governed by all terms and conditions of the Contract for Legal Services which will be routed for execution.

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The General Counsel reserves the right to make any assignment as she may deem necessary or desirable, in her judgment, for all aspects of, or roles within the scope of, this RFP.

3. Compensation

It is agreed upon by the Firm and all parties to this agreement consistent with its proposal for this engagement that the Firm shall be paid at the following rates for year 1: Partners will be billed at a rate of \$490.00 per hour; Counsel will be billed at a rate of \$410.00 per hour; Associates will be billed at a rate of \$340.00 per hour; Paralegals will be billed at a rate of \$140.00 per hour. The Firm shall be paid at the following rates for year 2: Partners will be billed at a rate of \$510.00 per hour; Counsel will be billed at a rate of \$430.00 per hour; Associates will be billed at a rate of \$360.00 per hour; Paralegals will be billed at a rate of \$150.00 per hour. The Firm shall be paid at the following rates for year 3: Partners will be billed at a rate of \$530.00 per hour; Counsel will be billed at a rate of \$450.00 per hour; Associates will be billed at a rate of \$380.00 per hour; Paralegals will be billed at a rate of \$160.00 per hour.

Danielle Banks, Esquire

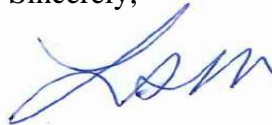
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Sincerely,



LAURIE A. MALONE

Chief of Staff to the General Counsel

Accepted on Behalf of the Firm:

By:  7.1.2024

Danielle Banks Date

Partner

(Title)

cc: Theron R. Perez, First Deputy General Counsel, Governor's Office of General Counsel
Derek Riker, Deputy Chief of Staff, Governor's Office of General Counsel
Sean P. Brennan, Deputy General Counsel, Governor's Office of General Counsel
Kathryn McDermott Speaks, Chief Counsel, PA Insurance Department
Joe H. Tucker, Esquire, Tucker Law Group, LLC
James Bobeck, Esquire, Federal Hearings and Appeals Services, Inc.
Jordan M. Kiessling, Senior Legal Analyst, Governor's Office of General Counsel
Alicia C. Rizzi, Legal Office Administrator, Governor's Office of General Counsel
Kimberly M. Sheaffer, Legal Office Administrator, PA Insurance Department