



2. Paragraph 2 of the Liquidation Order directed the Liquidator to take possession of Bedivere's property, business and affairs in accordance with Article V and to administer them pursuant to the orders of this Court.
3. Paragraph 3 of the Liquidation Order vested the Liquidator with all the powers, rights, and duties authorized under Article V and other applicable statutes and regulations.
4. The administrative expenses of the Estate are class (a) claims pursuant to Section 544(a) of Article V, 40 P.S. §221.44(a), which describes administrative expenses as follows:

(a) The costs and expenses of administration, including but not limited to the following: the actual and necessary costs of preserving or recovering the assets of the insurer; compensation for all services rendered in the liquidation; any necessary filing fees; the fees and mileage payable to witnesses; reasonable attorney's fees; the expenses of a guaranty association in handling claims.<sup>1</sup>

5. Class (a) claims are the first priority of claims to be paid and as required by Section 544(a) of Article V, 40 P.S. §221.44, "[e]very claim in each class shall

---

<sup>1</sup> This Application addresses the administrative expenses paid by the Liquidator during the relevant time period. The administrative expenses of the various guaranty associations which are handling Bedivere claims will be addressed by separate application.

be paid in full or adequate funds retained for such payment before the members of the next class receive any payment.”

6. Generally speaking, the administrative expenses of Bedivere relate to efforts by the Liquidator to, *inter alia*, recover, preserve and maximize the assets of the Estate; determine the liabilities of the Estate by reviewing and evaluating the claims filed by Bedivere’s policyholders and claimants; address the cases that were, and remain, pending in various courts around the country in which Bedivere was involved when it was placed in liquidation; investigate possible actions related to the insolvency of Bedivere, and; fulfill the public policies and purposes of Article V for the benefit of all Bedivere policyholders and claimants.
7. Pursuant to Section 523(2) of Article V, 40 P.S. § 221.23(2), “the liquidator shall have the power to employ employees and agents, legal counsel, actuaries, accountants, appraisers, consultants, and such other personnel as he may deem necessary to assist in the liquidation.” In addition, pursuant to Section 523(3) of Article V, 40 P.S. § 221.23(3), “the liquidator shall have the power to fix the compensation of employees and agents, legal counsel, actuaries, accountants, appraisers and consultants without complying with civil service regulations.” As stated in his first and second Status Reports to

this Court, the Liquidator has retained various service providers, consultants, accountants, and legal counsel to assist in the liquidation.

8. Specifically, in his first Status Report to this Court submitted on March 30, 2023, the Liquidator listed the specific firms retained to assist with the liquidation and reported the expenses incurred by the Estate from the date of liquidation through December 31, 2022. In his second Status Report to this Court filed on March 27, 2024, the Liquidator once again listed the specific firms retained to assist with the liquidation and reported the expenses incurred by the Estate during the period beginning January 1, 2023, through December 31, 2023.
9. Three schedules are attached as Exhibits to this Application which provide specific information regarding the administrative expenses incurred by the Estate. Exhibit A presents the expenses paid by the Liquidator by category on a cash basis during the period from March 11, 2021, through December 31, 2023, and includes definitions of each category. Exhibit B displays the amount paid to each provider of professional services who was paid more than \$5,000 during the period from March 11, 2021, through December 31, 2023, and includes a brief description of the type of service provided. Exhibit C displays the amount paid to each provider of legal services during the period

from March 11, 2021, through December 31, 2023, and includes a brief description of the type of service provided.

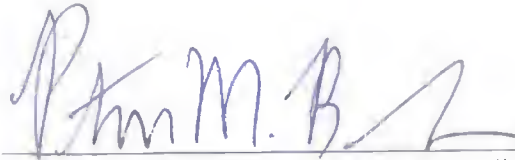
10. Paragraph 12 of the Liquidation Order provides that:

Any and all distribution of assets pursuant to Sections 544 and 546 of Article V, 40 P.S. §§ 221.44, 221.46, including those in payment for costs and expenses of estate administration, shall be made under the direction and approval of the Court.

11. With this Application, the Liquidator respectfully petitions the Court for approval of his administrative expenses paid for the period from March 11, 2021, through December 31, 2023, as shown in Exhibits A, B and C. The Liquidator submits that these expenses are reasonable and necessary and have been incurred in the process of taking possession of Bedivere's property, business and affairs, and liquidating Bedivere pursuant to Article V and the Liquidation Order.

WHEREFORE, the Liquidator respectfully requests that the Court enter an Order in the form attached hereto approving the administrative expenses that are reported in this Application and detailed in the Application's Exhibits.

Respectfully submitted,

A handwritten signature in blue ink that reads "Preston M. Buckman". The signature is written in a cursive style with a long horizontal stroke at the end.

PRESTON M. BUCKMAN (I.D. #57570)  
Governor's Office of General Counsel  
Pennsylvania Insurance Department  
Capitol Associates Building  
901 North 7<sup>th</sup> Street, 3<sup>rd</sup> Floor  
Harrisburg, PA 17102  
(717) 886-2080

*Attorney for Michael Humphreys,  
Insurance Commissioner of the  
Commonwealth of Pennsylvania, in his  
capacity as Statutory Liquidator of  
Bedivere Insurance Company, In  
Liquidation*

Dated: April 11, 2024

# EXHIBIT A

**Bedivere Insurance Company (In Liquidation)**  
**Administrative Expenses Paid**  
**For the Period March 11, 2021 - December 31, 2023**

<b>Category</b>	<b>Amount</b>
<b>Service Provider Fees</b> <i>Fees for AGRM Inc. services. Bedivere retained AGRM Inc. as the primary service provider for the operational and administrative functions of the liquidation.</i>	\$ 26,501,787
<b>Legal Fees</b> <i>Legal retainers and fees to outside law firms for matters related to, inter alia, recovery of assets, reinsurance and claims litigation, coverage issues, and enforcing stays and seeking dismissals. Also includes expert witness and litigation support services.</i>	6,305,332
<b>Record Storage</b> <i>Fees for storage of paper records at Iron Mountain and Access Information Protected</i>	2,661,516
<b>Liquidator Consultants Fees</b> <i>Fees paid to consultants engaged by the Liquidator to provide expert guidance and advice on liquidation, claims, and reinsurance matters, as well as day to day oversight of AGRM Inc.</i>	1,855,641
<b>Liquidation Office Fees</b> <i>Costs of the Pennsylvania Insurance Department for the oversight of the liquidation</i>	1,136,158
<b>Bank Fees</b> <i>Fees paid to financial institutions for depository, trust, custodial, and transaction services</i>	162,513
<b>Other Professional Services</b> <i>Fees for tax consulting services of independent CPA firms, organizations supporting asset recovery efforts, and other support of the liquidation</i>	27,279
<b>Total</b>	<b>\$ 38,650,225</b>



# EXHIBIT B

**Bedivere Insurance Company (In Liquidation)**  
**Professional Service Expense**  
**For the Period March 11, 2021 - December 31, 2023**

<b>VENDOR NAME</b>	<b>Amount</b>	<b>Services Provided</b>
Access Information Protected	\$ 41,461	Record Storage
A.G. Risk Management, Inc	26,501,787	POC Administration, Claims, Reinsurance, Accounting and IT services.
Anselma Capital, LLC	923,667	Liquidation Management and Subject Matter Expert
Bayshore Consulting, LLC	656,849	POC and Claims Management and Subject Matter Expert
Burgess Consulting, LLC	159,498	Liquidation and Complex Claims Consulting
Guaranty Support, Inc.	126,498	Electronic Records Transfer Support Services
Iron Mountain	2,620,055	Record Storage
Mazars USA	19,760	Tax Accounting
Statutory Liquidation Office	1,125,287	Liquidation Oversight and Management by Pa Insurance Dept.
Total Other Vendors under \$5,000	7,519	Reinsurance recovery and liquidation support
<b>Total Professional Services Expense</b>	<b>\$ 32,182,380</b>	

# EXHIBIT C

**Bedivere Insurance Company (In Liquidation)**  
**Legal Fees and Expenses**  
**For the Period March 11, 2021 - December 31, 2023**

<b>VENDOR NAME</b>	<b>Amount</b>	<b>Services Provided</b>
Barbanel & Treuer	\$ 14,596	Local counsel - Stay/Dismissals
Barrasso Usdin Kupperman Freeman Sarver	22,186	Local counsel - Stay/Dismissals
Bryan Cave Leighton Paisner LLP	100,254	Reinsurance advice
Cetrulo LLP	19,308	Local counsel - Stay/Dismissals
Chesham Consulting LLC	24,200	Expert Witness
Clyde & Co.	75,347	Local counsel - Stay/Dismissals
Consilio, LLC	8,694	Record management
Cozen O'Connor	1,275,847	Liquidation advice
Donoghue & Associates, Inc.	58,000	Litigation support
Forsberg & Umlauf P.S.	3,432	Local counsel - Stay/Dismissals
Graham Jackson	24,252	Expert Witness
Hardin Kundla	666	Local counsel - Stay/Dismissals
Hermes, Netbun, O'Connor & Spearing, P.C.	5,578	Local counsel - Stay/Dismissals
Hinkhouse Williams Walsh	48,869	Local counsel - Stay/Dismissals
Litchfield Cavo LLP	23,350	Local counsel - Stay/Dismissals
Lucas & Cavalier	2,605	Local counsel - Stay/Dismissals
Meagher & Geer PLLP	20,393	Local counsel - Stay/Dismissals
Mendes & Mount LLP	41,244	Local counsel - Stay/Dismissals
Metzger Law Firm	3,886	Local counsel - Stay/Dismissals
Musick Peeler & Garrett, LLP	11,419	Local counsel - Stay/Dismissals
Newhart Associates Limited	60,193	Expert Witness
Norris Chaplin Schroeder	6,745	Local counsel - Stay/Dismissals
Parson Behle Latimer	4,717	Local counsel - Stay/Dismissals
Prince Lobel Tye LLP	128,252	Reinsurance litigation
Professor Merkin and Mrs BR Merkin	8,018	Reinsurance expert
Roux Associates, Inc.	3,693	Expert Witness
Roux Environmental Engineering and Geology, D.P.C.	16,745	Expert Witness
Scribner Hall & Thompson, LLP	3,696	Tax advice
Sidley Austin LLP	3,548,397	Reinsurance litigation
Stoll Keenon Ogden LLC	1,440	Local counsel - Stay/Dismissals
Simpson Thacher & Bartlett LLP	187,100	Litigation
Stradley Ronon Stevens & Young LLP	64,843	Liquidation and Coverage advice
Taylor Wellons Politz Duhe APLC	17,642	Local counsel - Stay/Dismissals
Tressler	6,178	Local counsel - Stay/Dismissals
TrialSupport, LLC	31,791	Litigation support
Veritext	23,555	Litigation support
Webber & Thies, PC	394,737	Reinsurance litigation
White & Williams	1,221	Local counsel - Stay/Dismissals
Zuckerman Spaeder	12,243	Local counsel - Stay/Dismissals
<b>Total Legal Fees &amp; Expenses</b>	<b>\$ 6,305,332</b>	

**CERTIFICATION OF COMPLIANCE  
WITH PUBLIC ACCESS POLICY**

I certify that this filing complies with the provisions of the Public Access Policy of the Unified Judicial System of Pennsylvania: Case Records of the Appellate and Trial Courts that require filing confidential information and documents differently than non-confidential information and documents.



PRESTON M. BUCKMAN (I.D. #57570)  
Insurance Department Counsel  
Office of Liquidations, Rehabilitations  
& Special Funds  
Governor's Office of General Counsel  
Capital Associates Building  
901 North 7<sup>th</sup> Street, 3<sup>rd</sup> Street  
Harrisburg, PA 17102  
(717) 886-2080

*Attorney for Michael Humphreys,  
Insurance Commissioner of the  
Commonwealth of Pennsylvania, in his  
capacity as Statutory Liquidator of Bedivere  
Insurance Company, In Liquidation*

Dated: April 11, 2024

## CERTIFICATE OF SERVICE

I hereby certify that I am this day serving the foregoing document upon all parties of record in this proceeding, in accordance with Pa.R.A.P. 3780, in the following manner:

Service via e-service or email addressed as follows:

*Counsel for the Statutory Liquidator of Bedivere Insurance Company:*

Michael J. Broadbent, Esq.  
[mbroadbent@cozen.com](mailto:mbroadbent@cozen.com)  
Cozen O'Connor  
One Liberty Place  
1650 Market Street, Suite 2800  
Philadelphia, PA 19103  
(215) 665-4732

## NON-PARTIES:

*Counsel for Pennsylvania Property & Casualty Insurance Guaranty Association (PPCIGA):*

H. Marc Tepper, Esq.  
[marc.tepper@bipc.com](mailto:marc.tepper@bipc.com)  
Buchanan Ingersoll & Rooney PC  
Two Liberty Place  
50 South 16<sup>th</sup> Street, Suite 3200  
Philadelphia, PA 19102  
(215) 665-3864  
(215) 665-8760 (Fax)

Counsel for Colgate-Palmolive Co.:

Adam Budesheim, Esquire  
[abudesheim@mccarter.com](mailto:abudesheim@mccarter.com)  
Gregory Horowitz, Esquire  
[ghorowitz@mccarter.com](mailto:ghorowitz@mccarter.com)  
David Kane, Esquire  
[dkane@mccarter.com](mailto:dkane@mccarter.com)  
McCarter & English, LLP  
Four Gateway Center  
100 Mulberry Street  
Newark, NJ 07102  
(973) 622-4444  
(973) 624-7070 (Fax)

Ashley Turner, Esquire  
[aturner@mccarter.com](mailto:aturner@mccarter.com)  
McCarter & English, LLP  
1600 Market Street, Suite 3900  
Philadelphia, PA 19103  
(215) 979-3800  
(215) 979-3899 (Fax)

Counsel for Atlantic Specialty Insurance Company:

Paul M. Hummer, Esquire  
[Paul.hummer@saul.com](mailto:Paul.hummer@saul.com)  
Saul Ewing Arnstein & Lehr LLP  
1500 Market Street, 38<sup>th</sup> Floor  
Philadelphia PA 19102  
(215) 972-7777  
(215) 972-7725 (Fax)

Counsel for Celanese Corporation:

William F. Greaney, Esquire

[wgreaney@cov.com](mailto:wgreaney@cov.com)

Scott J. Levitt, Esquire

[slevitt@cov.com](mailto:slevitt@cov.com)

Covington & Burling LLP

850 Tenth Street, N.W.

Washington, DC 20001

(202) 662-6000

(202) 662-6291 (Fax)

Counsel for American Casualty Company of Reading, PA, Columbia Casualty Company, Continental Casualty Company, CAN Casualty Company of California, The Continental Insurance Company, National Fire Insurance Company of Hartford, as successor-in-interest to Transcontinental Insurance Company, Transportation Insurance Company:

Pamela Dunlop Gates, Esquire

[Pamela.dunlopgates@cna.com](mailto:Pamela.dunlopgates@cna.com)

CNA Coverage Litigation Group

Plaza of the Americas

700 North Pearl Street, Suite 450

Dallas, TX 75201

(214) 220-5921

(214) 336-8229 (Remote Working Direct)

(214) 775-4124 (Fax)

Melissa A. Cornibe, Esquire

[Melissa.cornibe@cna.com](mailto:Melissa.cornibe@cna.com)

CNA Coverage Litigation Group

Three Radnor Corporate Center

100 Matsonford Road, Suite 200

Radnor, PA 19087

(610) 964-5828



Counsel for Allianz Reinsurance America, Inc.:

Sommer Ross, Esquire  
[SLRoss@duanemorris.com](mailto:SLRoss@duanemorris.com)  
Duane Morris LLP  
1201 North Market Street, Suite 501  
Wilmington, DE 19801  
(302) 657-4951  
(302) 657-4901 (Fax)

Counsel for Archdiocese of New Orleans:

Abraham J. Rein, Esq.  
[arein@postschell.com](mailto:arein@postschell.com)  
Post & Schell, P.C.  
4 Penn Center  
1600 John F. Kennedy Blvd.  
Philadelphia, PA 19103-2808  
(215) 587-1057  
(215) 587-1444 (Fax)

Counsel for Plaintiff F.B.

Ana Kull, Esq.  
[akull@levylaw.com](mailto:akull@levylaw.com)  
Madeleine Skaller, Esq.  
[mskaller@levylaw.com](mailto:mskaller@levylaw.com)  
Levy Konigsberg, LLP  
605 Third Ave., 33rd Fl  
New York, NY 10158  
(212) 605-6200  
(212) 605-6290 (Fax)

Counsel for Dickinson College

Michael T. Traxler, Esq.  
[mtt@saxtonstump.com](mailto:mtt@saxtonstump.com)  
Saxton & Stump  
4250 Crums Mill Road, Suite 201

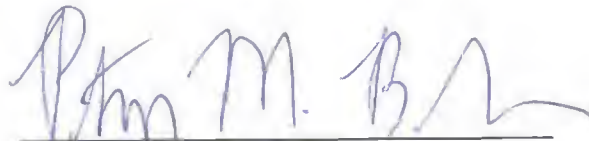
Harrisburg, PA 17112  
(717) 941-1216  
(717) 547-1900 (Fax)

Counsel for Pennsylvania Assigned Claim Plan

Jason M. Banonis, Esq.  
[jmbanonis@mdwecg.com](mailto:jmbanonis@mdwecg.com)  
Marshall Dennehey  
620 Freedom Business Center  
Suite 300  
King of Prussia, PA 19406  
(610) 354-8250  
(610) 354-8299 (Fax)  
(484)895-2338 (Direct Dial)

Interested Non-Party

Steven B. Davis, Esq.  
[SBDavis@duanemorris.com](mailto:SBDavis@duanemorris.com)  
Duane Morris LLP  
30 South 17<sup>th</sup> Street  
Philadelphia, PA 19103-4196  
(215) 979-1275



PRESTON M. BUCKMAN (I.D. #57570)  
Insurance Department Counsel  
Office of Liquidations, Rehabilitations & Special  
Funds  
Governor's Office of General Counsel  
Capital Associates Building  
901 N. Seventh Street  
Harrisburg, PA 17102  
(717) 886-2080

*Attorney for Michael Humphreys, Insurance  
Commissioner of the Commonwealth of  
Pennsylvania, in his capacity as Statutory  
Liquidator of Bedivere Insurance Company, In  
Liquidation.*

Dated: April 11, 2024

IN THE COMMONWEALTH COURT OF PENNSYLVANIA

In Re: Bedivere Insurance Company :  
(In Liquidation) : No. 1 BIC 2021

**ORDER**

AND NOW, this \_\_\_\_\_ day of \_\_\_\_\_, 2024, upon consideration of the Statutory Liquidator's Application for Approval of Administrative Expenses Paid from March 11, 2021, through December 31, 2023 ("Application"), and the representations made therein, the Application is hereby GRANTED. The administrative expenses paid by the Liquidator as set forth in the Application and its Exhibits for the period of March 11, 2021 through December 31, 2023, are hereby approved as class (a) claims pursuant to Section 544(a) of Article V, 40 P.S. §221.44(a).

BY THE COURT:

\_\_\_\_\_  
ANNE E. COVEY, Judge

**CERTIFICATE OF SERVICE**

I hereby certify that I am this day serving the foregoing document upon all parties of record in this proceeding, in accordance with Pa.R.A.P. 3780, in the following manner:

Service via e-service or email addressed as follows:

*Counsel for the Statutory Liquidator of Bedivere Insurance Company:*

Michael J. Broadbent, Esq.  
[mbroadbent@cozen.com](mailto:mbroadbent@cozen.com)  
Cozen O'Connor  
One Liberty Place  
1650 Market Street, Suite 2800  
Philadelphia, PA 19103  
(215) 665-4732

**NON-PARTIES:**

*Counsel for Pennsylvania Property & Casualty Insurance Guaranty Association (PPCIGA):*

H. Marc Tepper, Esq.  
[marc.tepper@bipc.com](mailto:marc.tepper@bipc.com)  
Buchanan Ingersoll & Rooney PC  
Two Liberty Place  
50 South 16<sup>th</sup> Street, Suite 3200  
Philadelphia, PA 19102  
(215) 665-3864  
(215) 665-8760 (Fax)

Counsel for Colgate-Palmolive Co.:

Adam Budesheim, Esquire  
[abudesheim@mccarter.com](mailto:abudesheim@mccarter.com)  
Gregory Horowitz, Esquire  
[ghorowitz@mccarter.com](mailto:ghorowitz@mccarter.com)  
David Kane, Esquire  
[dkane@mccarter.com](mailto:dkane@mccarter.com)  
McCarter & English, LLP  
Four Gateway Center  
100 Mulberry Street  
Newark, NJ 07102  
(973) 622-4444  
(973) 624-7070 (Fax)

Ashley Turner, Esquire  
[aturner@mccarter.com](mailto:aturner@mccarter.com)  
McCarter & English, LLP  
1600 Market Street, Suite 3900  
Philadelphia, PA 19103  
(215) 979-3800  
(215) 979-3899 (Fax)

Counsel for Atlantic Specialty Insurance Company:

Paul M. Hummer, Esquire  
[Paul.hummer@saul.com](mailto:Paul.hummer@saul.com)  
Saul Ewing Arnstein & Lehr LLP  
1500 Market Street, 38<sup>th</sup> Floor  
Philadelphia PA 19102  
(215) 972-7777  
(215) 972-7725 (Fax)

Counsel for Celanese Corporation:

William F. Greaney, Esquire

[wgreaney@cov.com](mailto:wgreaney@cov.com)

Scott J. Levitt, Esquire

[slevitt@cov.com](mailto:slevitt@cov.com)

Covington & Burling LLP

850 Tenth Street, N.W.

Washington, DC 20001

(202) 662-6000

(202) 662-6291 (Fax)

Counsel for American Casualty Company of Reading, PA, Columbia Casualty Company, Continental Casualty Company, CAN Casualty Company of California, The Continental Insurance Company, National Fire Insurance Company of Hartford, as successor-in-interest to Transcontinental Insurance Company, Transportation Insurance Company:

Pamela Dunlop Gates, Esquire

[Pamela.dunlopgates@cna.com](mailto:Pamela.dunlopgates@cna.com)

CNA Coverage Litigation Group

Plaza of the Americas

700 North Pearl Street, Suite 450

Dallas, TX 75201

(214) 220-5921

(214) 336-8229 (Remote Working Direct)

(214) 775-4124 (Fax)

Melissa A. Cornibe, Esquire

[Melissa.cornibe@cna.com](mailto:Melissa.cornibe@cna.com)

CNA Coverage Litigation Group

Three Radnor Corporate Center

100 Matsonford Road, Suite 200

Radnor, PA 19087

(610) 964-5828

Counsel for Allianz Reinsurance America, Inc.:

Sommer Ross, Esquire  
[SLRoss@duanemorris.com](mailto:SLRoss@duanemorris.com)  
Duane Morris LLP  
1201 North Market Street, Suite 501  
Wilmington, DE 19801  
(302) 657-4951  
(302) 657-4901 (Fax)

Counsel for Archdiocese of New Orleans:

Abraham J. Rein, Esq.  
[arein@postschell.com](mailto:arein@postschell.com)  
Post & Schell, P.C.  
4 Penn Center  
1600 John F. Kennedy Blvd.  
Philadelphia, PA 19103-2808  
(215) 587-1057  
(215) 587-1444 (Fax)

Counsel for Plaintiff F.B.

Ana Kull, Esq.  
[akull@levylaw.com](mailto:akull@levylaw.com)  
Madeleine Skaller, Esq.  
[mskaller@levylaw.com](mailto:mskaller@levylaw.com)  
Levy Konigsberg, LLP  
605 Third Ave., 33rd Fl  
New York, NY 10158  
(212) 605-6200  
(212) 605-6290 (Fax)

Counsel for Dickinson College

Michael T. Traxler, Esq.  
[mtt@saxtonstump.com](mailto:mtt@saxtonstump.com)  
Saxton & Stump  
4250 Crums Mill Road, Suite 201



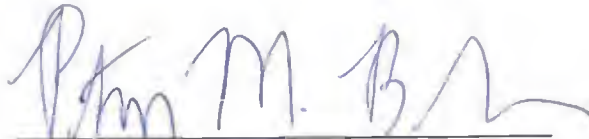
Harrisburg, PA 17112  
(717) 941-1216  
(717) 547-1900 (Fax)

Counsel for Pennsylvania Assigned Claim Plan

Jason M. Banonis, Esq.  
[jmbanonis@mdwccg.com](mailto:jmbanonis@mdwccg.com)  
Marshall Dennehey  
620 Freedom Business Center  
Suite 300  
King of Prussia, PA 19406  
(610) 354-8250  
(610) 354-8299 (Fax)  
(484)895-2338 (Direct Dial)

Interested Non-Party

Steven B. Davis, Esq.  
[SBDavis@duanemorris.com](mailto:SBDavis@duanemorris.com)  
Duane Morris LLP  
30 South 17<sup>th</sup> Street  
Philadelphia, PA 19103-4196  
(215) 979-1275



PRESTON M. BUCKMAN (I.D. #57570)  
Insurance Department Counsel  
Office of Liquidations, Rehabilitations & Special  
Funds  
Governor's Office of General Counsel  
Capital Associates Building  
901 N. Seventh Street  
Harrisburg, PA 17102  
(717) 886-2080

*Attorney for Michael Humphreys, Insurance  
Commissioner of the Commonwealth of  
Pennsylvania, in his capacity as Statutory  
Liquidator of Bedivere Insurance Company, In  
Liquidation.*

Dated: April 11, 2024