

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

-----X  
In re : Chapter 9  
CITY OF DETROIT, MICHIGAN, : Case No. 13-53846  
Debtor. : Hon. Steven W. Rhodes  
-----X

**MOTION OF THE CITY OF DETROIT FOR  
APPROVAL OF DISCLOSURE STATEMENT PROCEDURES**

The City of Detroit (the "City") moves the Court for the entry of an order (i) setting a hearing to consider approval of the *Disclosure Statement with Respect to Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2709) (the "Disclosure Statement"), (ii) approving the form and manner of the notice of the hearing to consider approval of the Disclosure Statement and (iii) approving related procedures and deadlines for objecting to approval of the Disclosure Statement.

**Jurisdiction**

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

## **Background**

2. On July 18, 2013 (the "Petition Date"), the City filed a petition for relief in this Court, thereby commencing the largest chapter 9 case in history.

3. A thorough description of the City's economic decline, the challenges it faces and the events leading up to the filing of the case can be found in the *Declaration of Kevyn D. Orr in Support of City of Detroit, Michigan's Statement of Qualifications Pursuant to Section 109(c) of the Bankruptcy Code* (Docket No. 11), and in the Disclosure Statement.

4. On December 5, 2013, this Court held that the City was eligible for relief under chapter 9 of the Bankruptcy Code. *See Order for Relief Under Chapter 9 of the Bankruptcy Code* (Docket No. 1946).

5. On February 21, 2014, the City filed the *Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2708) (as it may be amended, modified or supplemented, the "Plan") and the Disclosure Statement. Although the City had originally expected to file the Plan earlier, it postponed filing the Plan in order to continue discussions and negotiations designed to reach agreement with respect to treatment of claims in the Plan, including the discussions conducted through the mediation process. Notwithstanding this slight delay, the City filed the Plan prior to the March 1, 2014 deadline set by the Court earlier in the case. *See First Order Establishing Dates and Deadlines* (August 2, 2013) (Docket No. 280).

6. On February 21, 2014, the City also filed the *Motion of the City of Detroit for Approval of the Proposed Disclosure Statement* (the "Disclosure Statement Approval Motion"), pursuant to which the City seeks approval of the Disclosure Statement as containing adequate information for purposes of section 1125(a) of title 11 of the United States Code (the "Bankruptcy Code"). The City also intends to file a *Motion of the City of Detroit for Entry of an Order (I) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Plan of Adjustment, (II) Scheduling Hearing on Confirmation of Plan of Adjustment and (III) Approving Related Notice Procedures*, wherein the City will seek approval of certain procedures related to Plan confirmation and the solicitation of votes to approve or reject the Plan.

7. It is the City's view that all of the material issues affecting the City's restructuring have been discussed with its key creditors and key potential funders of the Plan, that progress has been made in its efforts to resolve these material issues by consensus or by Bankruptcy Court review and that it is now necessary to begin the Plan confirmation process in order to enable the City to emerge from bankruptcy in a timely manner. Under the Plan as filed, it is the City's objective to emerge from bankruptcy at or near the conclusion of Mr. Orr's term as Emergency Manager in September 2014. This time frame is consistent with the Court's mandated date for filing a plan of adjustment in this case. The City expects that

negotiations with important creditor groups will continue to be productive and that it will be able to secure significant and important creditor support for the Plan in the next stage of this case.

8. In addition to attempting to emerge from bankruptcy prior to the conclusion of the Emergency Manager's term, time is of the essence for the citizens of the City of Detroit. Those who live and work in the City and depend on its ability to provide them with efficient and effective services to maintain an appropriate quality of life are the true victims of delay. It is essential to conclude this chapter 9 case as soon as possible so that the City can return to a condition that its citizens have a right to expect.

### **Relief Requested**

9. The City files this motion pursuant to sections 105(a) and 1125 of the Bankruptcy Code, as made applicable in this case by sections 103(f) and 901(a) of the Bankruptcy Code; Rules 2002, 3017 and 9007 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"); and Rule 3017-1 of the Local Rules of the Bankruptcy Court for the Eastern District of Michigan (the "Local Rules").

10. The City seeks the entry of an order, substantially in the form of the proposed order attached hereto as Exhibit 1, that:

- a. establishes the date for the hearing to consider the approval of the Disclosure Statement (the "Disclosure Statement Hearing");

- b. establishes the deadline for objections to approval of the Disclosure Statement (the "Disclosure Statement Objection Deadline"), establishes the procedures for filing any such objections and establishes the deadline for the City file a consolidated reply or discrete replies to any such objections (the "Disclosure Statement Reply Deadline"); and
- c. approves the form and manner of notice (the "Disclosure Statement Hearing Notice"), substantially in the form attached hereto as Exhibit 6, of the date and time of the Disclosure Statement Hearing, the Disclosure Statement Objection Deadline, the procedures for any objections to approval of the Disclosure Statement and the Disclosure Statement Reply Deadline.

11. The City understands that, now that the Plan has been filed, the Court may choose to hold a status conference to consider the process and timing for approval of the Disclosure Statement, solicitation of votes on the Plan and confirmation of the Plan. In that vein, the City offers the following schedule for consideration by the Court:

<b>Event</b>	<b>Deadline</b>
Disclosure Statement Objection Deadline	<b>March 26, 2014 at 4:00 p.m. Eastern time</b>
Disclosure Statement Reply Deadline	<b>April 9, 2014 at 4:00 p.m. Eastern time</b>
Disclosure Statement Hearing	<b>April 11, 2014</b>

**The Disclosure Statement Hearing Notice**

12. The City requests that the Court enter an order scheduling the Disclosure Statement Hearing on April 11, 2014 or such other date that the Court deems appropriate. The City further requests that the Court approve the form of

the Disclosure Statement Hearing Notice and the manner of distribution thereof as compliant with Bankruptcy Rules 2002 and 3017 and Local Rule 3017-1.

13. Bankruptcy Rule 3017(a) provides:

[A]fter a disclosure statement is filed in accordance with Rule 3016(b), the court shall hold a hearing on at least 28 days' notice to the debtor, creditors . . . and other parties in interest as provided in Rule 2002 to consider the disclosure statement and any objections or modifications thereto. The plan and the disclosure statement shall be mailed with the notice of the hearing only to the debtor, any trustee or committee appointed under the Code, the Securities and Exchange Commission and any party in interest who requests in writing a copy of the statement or plan.

Bankruptcy Rule 2002(b) requires notice to all creditors and indenture trustees of the time established for filing objections to, and the hearing to consider the approval of, a disclosure statement. Local Rule 3017-1 requires the City to serve a copy of the Disclosure Statement and the Disclosure Statement Hearing Notice on the Office of the United States Trustee for the Eastern District of Michigan (the "U.S. Trustee") and on any official committee appointed in the case.

14. Among other things, the proposed Disclosure Statement Hearing Notice includes the following information: (a) the date, time, and place of the Disclosure Statement Hearing; (b) the deadline and procedures for filing objections and responses to approval of the Disclosure Statement; (c) the deadline for the City to file a consolidated reply or discrete replies to any objections or responses to approval of the Disclosure Statement; and (d) instructions for creditors to obtain

copies of the Disclosure Statement, Plan and Disclosure Statement Approval Motion.

15. In compliance with the above-cited rules, the City proposes to serve the Disclosure Statement Hearing Notice on the following parties (collectively, the "Notice Parties"): (a) any party that has filed a proof of claim (or its transferee that has filed a notice pursuant to Bankruptcy Rule 3001(e)), other than parties whose claims have been disallowed, waived or withdrawn prior to the mailing of the Disclosure Statement Hearing Notice; (b) any party that the City listed as holding a claim in the Second Amended List of Creditors and Claims (the "List of Creditors"), attached as Exhibit A to the *Notice of Filing of Second Amended List of Creditors and Claims, Pursuant to Sections 924 and 925 of the Bankruptcy Code* (Docket No. 1059); (c) all known nominees of beneficial holders<sup>1</sup> of claims against the City; (d) all counterparties to unexpired leases and executory contracts as of the Petition Date; (e) the U.S. Trustee; (f) the "Retiree Committee" appointed by the U.S. Trustee pursuant to the Court's *Order, Pursuant to Section 1102(a)(2) of the Bankruptcy Code, Directing the Appointment of a Committee of Retired*

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<sup>1</sup> As is typical with publicly-traded securities, many of the City's bonds and other debt instruments are held by "nominees," which are institutional banks, brokers and other customers. The nominees hold the bonds and other debt instruments in "street name" on behalf of the "beneficial holders," who own the economic stake in the claims on account of the bonds and other debt instruments.

*Employees* (Docket No. 279); and (g) all parties that have requested notice in this case pursuant to Bankruptcy Rule 2002 (the "Rule 2002 Notice Parties").<sup>2</sup>

16. In light of the size of the City and its creditor pool, there may be parties in interest that the City was unable to identify and may not be included among the Notice Parties. Pursuant to Bankruptcy Rule 2002(l),<sup>3</sup> therefore, the City requests authority to publish a copy of the Disclosure Statement Hearing Notice, modified to the extent necessary for purposes of publication, in *The Detroit Free Press* and the national editions of *USA Today* and *The Wall Street Journal*. Publication of the Disclosure Statement Hearing Notice will provide notice to entities that are not included in the list of Notice Parties and will provide supplemental notice to known holders of potential claims against the City. The City also intends to post the Disclosure Statement Hearing Notice on the City's

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<sup>2</sup> Because the Notice Parties are numerous, and to avoid the substantial cost of printing and mailing a copy of the Disclosure Statement Approval Motion to each Notice Party, the City proposes that the City not be required to serve copies of the Disclosure Statement Approval Motion on all of the Notice Parties. Instead, the Disclosure Statement Hearing Notice will include a statement that the Notice Parties can obtain a copy of the Disclosure Statement Approval Motion, free of charge, either directly from Kurtzman Carson Consultants or on the internet at [www.kcellc.net/detroit](http://www.kcellc.net/detroit).

<sup>3</sup> Bankruptcy Rule 2002(l) provides: "The court may order notice by publication if it finds that notice by mail is impracticable or that it is desirable to supplement the notice."



restructuring website at [www.kccllc.net/detroit](http://www.kccllc.net/detroit) and on the Emergency Manager's website at <http://www.detroitmi.gov/EmergencyManager.aspx>.

17. Pursuant to Bankruptcy Rule 3017 and Local Rule 3017-1, the City will serve copies of the Disclosure Statement and Plan only on the following parties: (a) the Retiree Committee, (b) the Securities and Exchange Commission, (c) the U.S. Trustee and (d) any party in interest that requests in writing a copy of the Disclosure Statement and Plan. Copies of the proposed Disclosure Statement and Plan will also be available at <http://www.kccllc.net/Detroit> for review and download by the public, free of charge.

18. No less than 28 days prior to the Disclosure Statement Hearing, the City will (a) serve the Disclosure Statement Hearing Notice (and as set forth in paragraph 17 above, copies of the Plan and Disclosure Statement) on the Notice Parties by electronic and/or first class mail and (b) publish the Disclosure Statement Hearing Notice in the *The Detroit Free Press* and the national editions of *USA Today* and *The Wall Street Journal*.

19. The City submits that the foregoing procedures provide adequate notice of the Disclosure Statement Hearing. Therefore, the City requests that the Court approve such notice as appropriate and in compliance with the requirements of the Bankruptcy Code, the Bankruptcy Rules and the Local Rules.

## Proposed Objection and Response Procedures

20. The City proposes the following procedures for parties to object or respond to the approval of the Disclosure Statement (the "Disclosure Statement Objection Procedures"):

- a. Any objection or response to approval of the Disclosure Statement must (i) be in writing; (ii) be in English; (iii) state the name and address of the objecting party; (iv) state with particularity the legal and factual grounds for the objection; and (v) be accompanied by the objecting party's evidentiary support for its objection, including declarations made under penalty of perjury and other admissible documentary evidence.
- b. Registered users of the Court's case filing system must electronically file their objections and responses. All other parties in interest must file their objections and responses in writing with the Clerk of Court at 211 West Fort Street, Detroit, Michigan 48226.
- c. Any objection or response, together with all evidence in support thereof, must be filed with the Bankruptcy Court and served on the following parties such that it is actually received on or before March 26, 2014 at 4:00 p.m. Eastern time, or such other date as the Court deems appropriate:
  - i. counsel to the City of Detroit: Jones Day, 901 Lakeside Avenue, Cleveland, OH 44114 (Attn: David G. Heiman, Heather Lennox and Thomas A. Wilson) and Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett);
  - ii. the Office of the United States Trustee for the Eastern District of Michigan, 211 West Fort St. – Suite 700, Detroit, Michigan 48226 (Attn: Sean M. Cowley and Maria D. Giannirakis); and
  - iii. counsel to the Retiree Committee: Dentons US LLP, 1221 Avenue of the Americas, New York, NY 10020

(Attn: Carole Neville), and Dentons US LLP, 1301 K. Street, NW Suite 600, East Tower, Washington, DC 20005 (Attn: Sam J. Alberts), and Salans FMC SNR Denton Europe LLP, 620 Fifth Avenue, New York, New York 10020 (Attn: Claude Montgomery).

- d. Proof of service of any objection or response must be filed with the Court contemporaneously with the filing of such objection or response.
- e. The City will file and serve, as appropriate, a consolidated reply or discrete replies to any objections or responses to the approval of the Disclosure Statement no later than 4:00 p.m. Eastern time on April 9, 2014, or such other date as the Court deems appropriate.

21. These Disclosure Statement Objection Procedures will afford the Court, the City and other parties in interest sufficient time before the Disclosure Statement Hearing to consider and potentially resolve objections and responses to the proposed Disclosure Statement. Based upon the foregoing, the City requests that the Court approve the Disclosure Statement Objection Procedures as appropriate and in compliance with Bankruptcy Rules 2002 and 3017(a) and Local Rule 3017-1.

### Notice

22. Notice of this motion has been given to the U.S. Trustee, the Retiree Committee, and the Rule 2002 Notice Parties. The City submits that no other or further notice need be provided.

### **Statement of Concurrence**

23. Local Rule 9014-1(g) provides that "in a bankruptcy case unless it is unduly burdensome, the motion shall affirmatively state that concurrence of opposing counsel in the relief sought has been requested on a specified date and that the concurrence was denied." Given the number of parties and potential parties involved in this case and the lack of known opposing parties who would be adversely impacted by the relief requested herein, it would be impracticable (and, with regard to unknown parties, impossible) for the City to affirmatively seek the concurrence of each opposing counsel interested in the relief sought herein. Accordingly, the City submits that imposing the requirements of Local Rule 9014-1(g) with respect to this motion would be "unduly burdensome" and requests that its requirements be waived.

### **No Prior Request**

24. No prior request for the relief sought in this motion has been made to this or any other Court.

### **Reservation of Rights**

25. The City files this motion without prejudice to or waiver of its rights pursuant to section 904 of the Bankruptcy Code, and nothing herein is intended to, shall constitute or shall be deemed to constitute the City's consent, pursuant to section 904 of the Bankruptcy Code, to this Court's interference with (a) any of the

political or governmental powers of the City, (b) any of the property or revenues of the City or (c) the City's use or enjoyment of any income-producing property.

WHEREFORE, the City respectfully requests that the Court enter an order, substantially in the form attached hereto as Exhibit 1, which (i) sets April 11, 2014, or such other date as the Court deems appropriate, as the date for the Disclosure Statement Hearing, (ii) sets March 26, 2014 at 4:00 p.m. Eastern time, or such other date as the Court deems appropriate, as the Disclosure Statement Objection Deadline, (iii) sets April 9, 2014 at 4:00 p.m. Eastern time, or such other date as the Court deems appropriate, as the Disclosure Statement Reply Deadline, (iv) approves the Disclosure Statement Hearing Notice, substantially in the form attached hereto as Exhibit 6, and the manner of service thereof, and (v) approves the Disclosure Statement Objection Procedures set forth herein.

Dated: February 21, 2014

Respectfully submitted,

/s/ Heather Lennox

David G. Heiman (OH 0038271)

Heather Lennox (OH 0059649)

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ATTORNEYS FOR THE CITY

## **SUMMARY OF EXHIBITS**

The following exhibits are attached to this motion, labeled in accordance with Local Rule 9014-1(b).

Exhibit 1	Proposed Order
Exhibit 2	Notice
Exhibit 3	None (Brief Not Required)
Exhibit 4	Certificate of Service
Exhibit 5	None (No Affidavits Filed Specific to this Motion)
Exhibit 6	Proposed Form of Disclosure Statement Hearing Notice

**EXHIBIT 1**

**Proposed Order**



**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

-----X  
In re : Chapter 9  
CITY OF DETROIT, MICHIGAN, : Case No. 13-53846  
Debtor. : Hon. Steven W. Rhodes  
-----X

**ORDER APPROVING DISCLOSURE STATEMENT PROCEDURES**

This matter came before the Court on the *Motion of the City of Detroit for Approval of Disclosure Statement Procedures* (Docket No. \_\_\_\_\_) (the "Motion"). The Court reviewed the Motion, the *Disclosure Statement with Respect to Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2709) (as it may be amended, modified or supplemented, the "Disclosure Statement"), the *Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2708) (as it may be amended, modified or supplemented, the "Plan") and the *Motion of the City of Detroit for Approval of the Proposed Disclosure Statement* (the "Disclosure Statement Approval Motion") and heard the statements of counsel regarding the relief requested in the Motion at a hearing before the Court (the "Hearing"). The Court has determined, after due deliberation, that (i) it has jurisdiction over this matter, (ii) this matter is a core proceeding, (iii) notice of the Motion and the

Hearing was adequate under the circumstances and (iv) the relief requested in the Motion is fair, equitable, and in the best interests of the City, its creditors, and other parties in interest.<sup>1</sup>

Accordingly, it is hereby ORDERED that:

1. All objections to the Motion are overruled in their entirety, and the Motion is granted as set forth in this Order.

2. The hearing to consider the approval of the Disclosure Statement (the "Disclosure Statement Hearing") will take place on April 11, 2014 at \_\_\_\_\_ Eastern time in Courtroom \_\_\_\_\_ at 231 W. Lafayette Blvd., Detroit, Michigan 48226 before the Honorable Steven W. Rhodes, United States Bankruptcy Judge.

3. The Disclosure Statement Hearing Notice attached as Exhibit 6 to the Motion complies with Rules 2002 and 3017 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 3017-1 of the Local Rules of the Bankruptcy Court for the Eastern District of Michigan (the "Local Rules") and is approved.

4. The Disclosure Statement Hearing Notice provides good and sufficient notice of: (a) the date, time and place of the Disclosure Statement

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<sup>1</sup> To the extent any finding of fact in this order constitutes a conclusion of law, it is adopted as such. To the extent any conclusion of law in this order constitutes a finding of fact, it is adopted as such.

Hearing; (b) the deadline and procedures for filing objections or responses to approval of the Disclosure Statement; (c) the deadline for the City to file a consolidated reply or discrete replies to any such objections or responses; and (d) the manner in which copies of the Disclosure Statement and the Plan can be obtained.

5. The City is authorized to serve the approved Disclosure Statement Hearing Notice on the following parties (collectively, the "Notice Parties"):

(a) any party that has filed a proof of claim (or its transferee that has filed a notice pursuant to Bankruptcy Rule 3001(e)), other than parties whose claims have been disallowed, waived or withdrawn prior to the mailing of the Disclosure Statement Hearing Notice; (b) any party that the City listed as holding a claim in the Second Amended List of Creditors and Claims, attached as Exhibit A to the *Notice of Filing of Second Amended List of Creditors and Claims, Pursuant to Sections 924 and 925 of the Bankruptcy Code* (Docket No. 1059); (c) all known nominees of beneficial holders of claims against the City; (d) all counterparties to unexpired leases and executory contracts as of July 18, 2013; (e) the United States Trustee for the Eastern District of Michigan (the "U.S. Trustee"); (f) the "Retiree Committee" appointed by the U.S. Trustee pursuant to the Court's August 2, 2013 *Order, Pursuant to Section 1102(A)(2) of the Bankruptcy Code, Directing the Appointment of a Committee of Retired Employees* (Docket No. 279); and (g) all

parties that have requested notice in this case pursuant to Bankruptcy Rule 2002 (the "Rule 2002 Notice Parties"). The City shall not be required to serve the Disclosure Statement Hearing Notice on any party other than the Notice Parties.

6. The City is further authorized, pursuant to Bankruptcy Rule 2002(l), to publish a copy of the Disclosure Statement Hearing Notice, modified to the extent necessary for publication, in *The Detroit Free Press* and the national editions of *USA Today* and *The Wall Street Journal*.

7. Pursuant to Bankruptcy Rule 3017 and Local Rule 3017-1, the City shall be required to serve copies of the Disclosure Statement and Plan only on the following parties: (a) the Retiree Committee, (b) the Securities and Exchange Commission, (c) the U.S. Trustee and (d) any party in interest that requests in writing a copy of the Disclosure Statement and Plan.

8. The City shall make copies of the Disclosure Statement Hearing Notice and the proposed Disclosure Statement and Plan available on the internet at <http://www.kccllc.net/Detroit> and at <http://www.detroitmi.gov/EmergencyManager.aspx> for review and download by the public, free of charge.

9. No less than 28 days prior to the Disclosure Statement Hearing, the City shall be required to (a) serve the Disclosure Statement Hearing Notice on the Notice Parties by electronic and/or first class mail, (b) serve copies of the

Disclosure Statement and Plan on the parties required by paragraph 7 of this Order by electronic and/or first class mail and (c) publish a copy of the Disclosure Statement Hearing Notice in *The Detroit Free Press* and the national editions of *USA Today* and *The Wall Street Journal*, as set forth in paragraph 6 of this Order.

10. The following procedures are appropriate and comply with Bankruptcy Rules 2002 and 3017(a) and Local Rule 3017-1 and shall apply with respect to objections or responses to approval of the Disclosure Statement (the "Disclosure Statement Objection Procedures"):

- a. Any objections and responses to approval of the Disclosure Statement must (i) be in writing; (ii) be in English; (iii) state the name and address of the objecting party; (iv) state with particularity the legal and factual grounds for the objection; and (v) be accompanied by the objecting party's evidentiary support for its objection, including declarations made under penalty of perjury and other admissible documentary evidence.
- b. Registered users of the Court's case filing system must electronically file their objections and responses. All other parties in interest must file their objections and responses in writing with the Clerk of Court at 211 West Fort Street, Detroit, Michigan 48226.
- c. Any objection or response, together with all evidence in support thereof, must be filed and served on the following parties:
  - i. counsel to the City of Detroit: Jones Day, 901 Lakeside Avenue, Cleveland, OH 44114 (Attn: David G. Heiman, Heather Lennox and Thomas A. Wilson) and Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett);
  - ii. the Office of the United States Trustee for the Eastern District of Michigan, 211 West Fort St. – Suite 700,

Detroit, Michigan 48226 (Attn: Sean M. Cowley and Maria D. Giannirakis); and

iii. counsel to the Retiree Committee: Dentons US LLP, 1221 Avenue of the Americas, New York, NY 10020 (Attn: Carole Neville), and Dentons US LLP, 1301 K. Street, NW Suite 600, East Tower, Washington, DC 20005 (Attn: Sam J. Alberts), and Salans FMC SNR Denton Europe LLP, 620 Fifth Avenue, New York, New York 10020 (Attn: Claude Montgomery).

- d. Proof of service of any objection or response must be filed with the Court contemporaneously with the filing of such objection or response.
- e. The deadline for objections and responses to approval of the Disclosure Statement shall be March 26, 2014 at 4:00 p.m. Eastern time.
- f. The deadline for the City to reply to any objections or responses to approval of the Disclosure Statement shall be April 9, 2014 at 4:00 p.m. Eastern time.

11. The City shall not be required to serve copies of the Disclosure Statement Approval Motion on all of the Notice Parties.

12. The Disclosure Statement Hearing Notice shall include a statement that the Notice Parties can obtain a copy of the Disclosure Statement Approval Motion, free of charge, either directly from Kurtzman Carson Consultants or on the internet at [www.kccllc.net/Detroit](http://www.kccllc.net/Detroit) or <http://www.detroitmi.gov/EmergencyManager.aspx>.

13. The terms and conditions of this Order shall be immediately effective and enforceable upon entry of this Order.

14. The City and its counsel are authorized, in their discretion, to take or refrain from taking any action necessary or appropriate to effect the terms of and relief granted by the Order in accordance with the Motion and without further order of the Court.

15. The Court retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and enforcement of this Order.

**EXHIBIT 2**

**Notice**



UNITED STATES BANKRUPTCY COURT  
Eastern District of Michigan

In re:

CITY OF DETROIT, MICHIGAN,

Debtor.

Chapter: 9

Case No.: 13-53846

Judge: Hon. Steven W. Rhodes

Address: 2 Woodward Avenue, Suite 1126  
Detroit, Michigan 48226

Last four digits of Social Security or  
Employer's Tax Identification (EIN) No(s).(if any): 38-6004606

NOTICE OF MOTION OF THE CITY OF DETROIT FOR  
APPROVAL OF DISCLOSURE STATEMENT PROCEDURES

The City of Detroit, Michigan (the "City") has filed papers with the Court seeking entry of an order, pursuant to section 105(a) and 1125 of the Bankruptcy Code and Bankruptcy Rules 2002, 3017 and 9007, approving certain procedures with respect to the *Disclosure Statement with Respect to Plan for the Adjustment of Debts of the City of Detroit*.

**Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in this bankruptcy case. (If you do not have an attorney, you may wish to consult one.)**

If you do not want the court to grant the relief sought in the motion, or if you want the court to consider your views on the motion, **by February 26, 2014 at 12:00 noon Eastern Time**, or such other date established by the court, you or your attorney must:

1. File with the court a written response or an answer, explaining your position at:<sup>1</sup>

United States Bankruptcy Court  
211 W. Fort Street, Suite 2100  
Detroit, Michigan 48226

If you mail your response to the court for filing, you must mail it early enough so the court will receive it on or before the date stated above. Registered users of the court's case filing system must file pleadings electronically.

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<sup>1</sup> Any response or answer must comply with F. R. Civ. P. 8(b), (c) and (e).

You must also mail a copy to:

David G. Heiman  
Heather Lennox  
Thomas A. Wilson  
JONES DAY  
North Point  
901 Lakeside Avenue  
Cleveland, Ohio 44114

Bruce Bennett  
JONES DAY  
555 South Flower Street  
Fiftieth Floor  
Los Angeles, California 90071

Jonathan S. Green  
Stephen S. LaPlante  
MILLER, CANFIELD, PADDOCK AND  
STONE, P.L.C.  
150 West Jefferson  
Suite 2500  
Detroit, Michigan 48226

2. If a response or answer is timely filed and served, the Court will schedule a hearing on the motion and you will be served with a notice of the date, time and location of the hearing. The City has requested that the Court schedule a hearing date with respect to the motion on February 27, 2014.

**If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the motion or objection and may enter an order granting that relief.**

**EXHIBIT 4**

**Certificate of Service**

I, Heather Lennox, hereby certify that the foregoing *Motion of the City of Detroit for Approval of Disclosure Statement Procedures* was filed and served via the Court's electronic case filing and noticing system on this 21st day of February, 2014.

/s/ Heather Lennox

**EXHIBIT 6**

**Form of Disclosure Statement Hearing Notice**

**UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

-----X  
In re :  
: Chapter 9  
: CITY OF DETROIT, MICHIGAN, : Case No. 13-53846  
: Debtor. : Hon. Steven W. Rhodes  
: :  
: :  
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**NOTICE OF HEARING TO CONSIDER APPROVAL OF  
DISCLOSURE STATEMENT WITH RESPECT TO PLAN  
FOR THE ADJUSTMENT OF DEBTS OF THE CITY OF DETROIT**

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

1. On February 21, 2014 the City of Detroit, Michigan (the "City") filed the *Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2708) (the "Plan") and the *Disclosure Statement with Respect to Plan for the Adjustment of Debts of the City of Detroit* (Docket No. 2709) (the "Disclosure Statement") with the Bankruptcy Court for the Eastern District of Michigan, Southern Division (the "Bankruptcy Court").

2. On February 21, 2014, the City filed the *Motion of the City of Detroit for Approval of the Proposed Disclosure Statement* (Docket No. \_\_\_\_ ) (the "Disclosure Statement Approval Motion").

3. On April 11, 2014, the Bankruptcy Court will hold a hearing to consider whether the City's proposed Disclosure Statement contains adequate information. The hearing will be at \_\_\_\_\_ Eastern time in Courtroom \_\_\_\_\_ at 231 W. Lafayette Blvd., Detroit, Michigan 48226. The hearing will take place before the Honorable Steven W. Rhodes, United States Bankruptcy Judge.

4. The Bankruptcy Court may continue the hearing after this time and date without prior notice to the parties. The City may modify the Disclosure Statement prior to the hearing, during the hearing or as a result of the hearing without further notice to the parties.

5. IF YOU WISH TO OBJECT TO THE APPROVAL OF THE DISCLOSURE STATEMENT AND DO NOT STRICTLY FOLLOW THESE PROCEDURES, YOU MAY BE BARRED FROM OBJECTING TO THE DISCLOSURE STATEMENT AND YOU MAY NOT BE HEARD AT THE DISCLOSURE STATEMENT HEARING.

6. Any objection or response to approval of the Disclosure Statement must: (a) be in writing; (b) be in English; (c) state the name and address of the objecting party; (d) state with particularity the legal and factual grounds for the objection; and (e) be accompanied by the objecting party's evidentiary support for its objection, including declarations made under penalty of perjury and other admissible documentary evidence.

7. If you are a registered user of the Court's case filing system, you must electronically file any objection or response to approval of the Disclosure Statement. If you are not a registered user of the Court's case filing system, then you must file any objection or response in writing with the Clerk of Court at 211 West Fort Street, Detroit, Michigan 48226.

8. Any objection or response, together with all evidence in support thereof, must be filed with the Bankruptcy Court and served on the following parties such that it is actually received on or before March 26, 2014 at 4:00 p.m. Eastern time:

- counsel to the City of Detroit: Jones Day, 901 Lakeside Avenue, Cleveland, OH 44114 (Attn: David G. Heiman, Heather Lennox and Thomas A. Wilson) and Jones Day, 555 South Flower Street, 50th Floor, Los Angeles, CA 90071 (Attn: Bruce Bennett);
- the Office of the United States Trustee for the Eastern District of Michigan, 211 West Fort St. – Suite 700, Detroit, Michigan 48226 (Attn: Sean M. Cowley and Maria D. Giannirakis); and
- counsel to the Retiree Committee: Dentons US LLP, 1221 Avenue of the Americas, New York, NY 10020 (Attn: Carole Neville), and Dentons US LLP, 1301 K. Street, NW Suite 600, East Tower, Washington, DC 20005 (Attn: Sam J. Alberts), and Salans FMC SNR Denton Europe LLP, 620 Fifth Avenue, New York, New York 10020 (Attn: Claude Montgomery).

9. Proof of service of any objection or response must be filed with the Court contemporaneously with the filing of such objection or response.

10. The City shall file and serve a consolidated reply or discrete replies to all objections or responses to approval of the Disclosure Statement on or before April 9, 2014 at 4:00 p.m. Eastern time.

11. Copies of the Plan, Disclosure Statement, Disclosure Statement Approval Motion and related documents are available on the internet, free of charge, at <http://www.kccllc.net/Detroit> and <http://www.detroitmi.gov/EmergencyManager.aspx>.

12. In addition, copies of the Disclosure Statement, Plan and Disclosure Statement Approval Motion are available upon request by contacting Kurtzman Carson Consultants at City of Detroit Ballot Processing, c/o Kurtzman Carson Consultants LLC, 2335 Alaska Avenue, El Segundo, CA 90245 or by telephone at (877) 298-6236.



Dated: \_\_\_\_\_, 2014

Respectfully,

/s/ Heather Lennox  
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